

34th ANNUAL REPORT 2022 - 23



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CORPORATE INFORMATION

BOARD OF DIRECTORS

Dr. Atul Kapoor
(Chairman and Managing Director)

Dr. Rashmi Kapoor
(Whole-Time Director)

Mr. Rabindra Nath Mohanty
(Independent Director)

Mr. Anil Kumar Khemka
(Independent Director)

Mr. Rajiv Bakshi
(Additional Director)

Mr. Charles Antoine Janssen
(Nominee Director)

COMMITTEES OF BOARD

AUDIT COMMITTEE

Mr. Rabindra Nath Mohanty
(Chairman)

Mr. Anil Kumar Khemka
(Member)

Dr. Atul Kapoor
(Member)

STAKEHOLDERS

RELATIONSHIP COMMITTEE

Mr. Anil Kumar Khemka
(Chairman)

Dr. Atul Kapoor
(Member)

Dr. Rashmi Kapoor
(Member)

NOMINATION AND

REMUNERATION COMMITTEE

Mr. Anil Kumar Khemka
(Chairman)

Mr. Rabindra Nath Mohanty
(Member)

Ms. Rajiv Bakshi
(Member)

CORPORATE SOCIAL

RESPONSIBILITY COMMITTEE

Mr. Anil Kumar Khemka
(Chairman)

Dr. Atul Kapoor
(Member)

Dr. Rashmi Kapoor
(Member)

CHIEF FINANCIAL OFFICER

Mr. Rajesh Shroff

COMPANY SECRETARY

Ms. Kriti Misra

BANKERS

HDFC Bank Limited

Axis Bank Limited

AUDITORS

Statutory Auditors

Walker Chandiook & Co LLP,
Chartered Accountants

Internal Auditors

BDO India LLP, Chartered Accountants

Secretarial Auditors

SKS & Co., Company Secretaries

Cost Auditors

Mr. Rishi Mohan Bansal

REGISTERED OFFICE

A-2, Sarvodaya Nagar, Kanpur 208005, Uttar Pradesh

E-mail: company.secretary@regencyhealthcare

Website- www.regencyhealthcare.in

Ph.: 0512- 3501111

CORPORATE OFFICE

Plot B-5, & B-6, Sarvodaya Nagar, Kanpur 208005
Uttar Pradesh

REGISTRAR AND SHARE

TRANSFER AGENT

Skyline Financial Services Pvt. Ltd.

D-153/A, 1st Floor, Okhla Industrial Area, Phase-1,

New Delhi-110020

Ph.:011-40450193/96

E-mail: admin@skylinerta.com

Website: www.skylinerta.com

NOTICE**REGENCY HOSPITAL LIMITED****CIN: U85110UP1987PLC008792****Registered Office: A-2 Sarvodaya Nagar, Kanpur- 208005, Uttar Pradesh****Tel: +91-0512- 350-2480; Email: company.secretary@regencyhealthcare.in****Website: www.regencyhealthcare.in**

Notice is hereby given that the **34th Annual General Meeting** ("AGM") of Regency Hospital Limited will be held on Friday, the 27th day of October 2023 at 11:30 A.M. (IST) at the Corporate Office B-5, Sarvodaya Nagar, Kanpur, Uttar Pradesh-208005, India to transact the following business.

ORDINARY BUSINESS:**Item No. 1 - Adoption of financial statements**

To consider and adopt the audited financial statements (Standalone and Consolidated) for the financial year ended 31 March 2023 together with the Reports of the Board of Directors and Auditors thereon.

Item No. 2 - Re-appointment of Director

To appoint a Director in place of Dr. Rashmi Kapoor (DIN: 01818323), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re- appointment.

SPECIAL BUSINESS:**Item No. 3 - Ratification of Remuneration to Cost Auditors**

To consider and if thought fit, ratify the remuneration payable to Mr. Rishi Mohan Bansal, Cost Accountants (Registration No: 102056), Cost Auditors of the Company, for the financial year ending 31 March 2024 and pass the following resolution as an **Ordinary Resolution:**

***Resolved that** pursuant to the provisions of Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s), enactment(s) or re-enactment(s) thereof, for the time being in force), and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹ 30,000 (Rupees Thirty Thousand Only) plus applicable taxes and reimbursement for out of pocket expenses payable to Mr. Rishi Mohan Bansal, Cost Accountants (Registration No: 102056), who have been appointed by the Board of Directors on the recommendation of the Audit Committee, as Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company for the financial year ending 31 March 2024.

***Resolved further that** the Board of Directors, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

Item No. 4 - Regularization of Mr. Rajiv Kumar Bakshi (DIN: 00264007) as an Independent Director

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

***Resolved that** pursuant to the provisions of Section 149, 150 and 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for appointment of Mr. Rajiv Kumar Bakshi (DIN: 00264007), who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company by the Board of Directors with effect from 31 May 2023, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and is eligible for appointment under the provisions of the Act and the Rules made thereunder and is not liable to retire by rotation, to hold office for a term of three consecutive years w.e.f. the date of this AGM.

"Resolved further that the Board of Directors, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

Item No. 5 - Increase in Borrowing limits under Section 180 (1) (c) of the Companies Act, 2013 upto ₹ 700 Crores.

To consider and, if thought fit, pass the following resolution as a **Special Resolution**:

"Resolved that in supersession of the special resolution passed by the Members of the Company at the Annual General Meeting held on 22nd December 2018 and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications thereof) and any rules and regulations made thereunder and pursuant to recommendation of Board of Directors, the consent of the members of the Company be and is hereby accorded by way of special resolution to borrow money from time to time for the purpose of Company's business on such terms and conditions as the Board may deem fit, by way of loans or otherwise from banks or financial institutions, up to an aggregate amount of ₹ 700 Crores (Rupees Seven Hundred Crores) only notwithstanding that the monies to be borrowed, together with the monies already borrowed by the Company (apart from the temporary loans obtained from the Company's bankers in the ordinary course of business), exceed the aggregate of the paid up capital of the Company and its free reserves and security premium.

"Resolved further that the Board of Directors, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

Item No. 6 - Increase in Investment limits under Section 186 of the Companies Act, 2013 upto ₹ 240 Crores.

To consider and, if thought fit, pass the following resolution as a **Special Resolution**:

"Resolved that pursuant to the provisions of section 186 of the Companies Act 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications thereof) and any rules and regulations made thereunder and pursuant to the recommendation of Board of Directors, the consent of members of the Company be and is hereby accorded for making investment in Mutual Fund(s) for an Amount not exceeding Rs. 240 Crores (Rupees Two Hundred Forty Crores only) in aggregate or in one or more tranches in units of existing/new mutual fund schemes, whether liquid, open ended or close ended, managed by one or more renowned fund house(es) as considered necessary in the best interest of the Company.

"Resolved further that the Board of Directors, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

Item No. 7 - Issuance, Offer and Allotment of up to 2,277,212 (Twenty-Two Lakh Seventy- Seven Thousand Two Hundred And Twelve) cumulative, Compulsorily, Convertible Preference Shares on Preferential basis by way of Private Placement To The Investor:

To consider and, if thought fit, pass the following resolution as a **Special Resolution**:

"Resolved that

(a) pursuant to:

- (i) the provisions of sections 42, 55, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read along with Rule 9 and 13 of the Companies (Share Capital and Debentures) Rules, 2014, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and any other rules framed thereunder (including any statutory modifications, amendments thereto or re- enactment thereof, the circulars, orders, notifications, regulations, rules, guidelines, if any, issued by the Government of India) (the "Act");
- (ii) Foreign Exchange Management Act, 1999 and rules specified thereunder (including any statutory modifications, amendments thereto or re-enactment thereof, the circulars, orders, notifications, regulations, rules, guidelines, if any, issued by the Government of India); and

- (iii) the memorandum of association and articles of association of the Company; and
- (iv) the recommendation made by the board of directors of the Company (hereinafter referred to as the "**Board**" which shall deemed to include any committee thereof) at its meeting held on 29th September 2023:
the consent of members of the Company be and is hereby accorded for the issue, offer and allotment of up-to 22,77,212 (Twenty Two Lakh Seventy Seven Thousand Two Hundred and Twelve) Cumulative Compulsorily Convertible Preference Shares having a face value of INR 10/- each at a premium of INR 648.70/- on such terms as set out in Annexure A ("**CCPS**"), to Norwest Capital, LLC ("**Investor**") in the manner set out below (the "**Issue**"), on a preferential basis by way of private placement through issue of serially numbered private placement offer cum application letter recorded as Form PAS - 4 (the "**Offer Letter**") on such terms and conditions in accordance with the provisions of the Act and in the manner set out in the:
- (i) Share Subscription Agreement dated **28th September, 2023** entered into by and amongst (a) the Company, (b) Rashmi Kapoor, Atul Kapoor and Abhishek Kapoor (collectively referred to as the "**Promoters**") and (c) Norwest Capital, LLC ("**SSA**"); and
- (ii) Shareholders Agreement dated **28th September, 2023** entered into by and amongst (a) the Company, (b) Rashmi Kapoor, Atul Kapoor and Abhishek Kapoor (collectively referred to as the "**Key Promoters**"), (c) Atul Kapoor HUF, Soni Kapoor, Arun Akshat Kapoor HUF, Arun Kapoor HUF, Arun Kapoor (collectively referred to as the "**Other Promoters**") and (d) Norwest Capital, LLC ("**Shareholders Agreement**" or "**SHA**"); (SSA and SHA are collectively referred to as "**Transaction Documents**").

Particulars of disclosures required to be disclosed as per Rule 9(2) of the Companies (Share Capital and Debentures) Rules, 2014 is as follows: -

(a)	the priority with respect to payment of dividend or repayment of capital vis-a-vis equity shares;	As set out in the terms as perthe Annexure A .
(b)	the participation in surplus fund	As set out in the terms as perthe Annexure A .
(c)	the participation in surplus assets and profits, on winding-up which may remain after the entire capital has been repaid	As set out in the terms as perthe Annexure A .
(d)	the payment of dividend on cumulative or non-cumulative basis	As set out in the terms as perthe Annexure A .
(e)	the conversion of preference shares into equity shares	As set out in the terms as perthe Annexure A .
(f)	the voting rights	As set out in the terms as perthe Annexure A .
(g)	the redemption of preference shares	As set out in the terms as perthe Annexure A .

Resolved further that a copy of the valuation certificate, issued by M/s Sundae Capital Advisors Private Limited (SEBI Regn. No. INM000012494 and IBBI Regn. No. IBBI/RV- E/03/2021/136) be and is hereby noted by the members.

Resolved further that the draft of the Offer Letter in Form PAS-4 in accordance with the Companies (Prospectus and Allotment of Securities) Rules, 2014, tabled before the meeting, duly initialed by the Chairman for the purpose of identification, be and is hereby approved.

Resolved further that the Company is authorized to record the name of the Investor and maintain such record of private placement offer of the CCPS in Form PAS-5 under the Companies (Prospectus and Allotment of Securities) Rules, 2014.

Resolved further that Dr. Atul Kapoor (DIN 01449229), the Managing Director and Dr. Rashmi Kapoor (DIN 01818323), the Whole time Director of the Company be and are hereby severally authorised to make and accept any modifications in the Offer Letter and Form PAS-5 and to settle all questions or difficulties that may arise in regard to the Issue including amending or modifying any of the terms of such Issue or allotment, as may made pursuant to and in accordance with the Transaction Documents or otherwise.

Resolved further that monies received by the Company from the Investor as share application monies to allot CCPS, pursuant to the Issue shall be kept by the Company in a separate bank account maintained by the Company for this purpose and shall be utilized by the Company in accordance with section 42 of the Act.

Resolved further that Dr. Atul Kapoor (DIN 01449229), the Managing Director and Dr. Rashmi Kapoor (DIN 01818323) the Whole Time Director of the Company, be and are hereby severally authorized on behalf of the Company to accept any change(s) or modification(s) as may be suggested by the appropriate authorities and/or agreed pursuant to and in accordance with the Transaction Documents, to execute forms on behalf of the Company and do all such other acts, deeds, matters or things as may be necessary, appropriate, expedient or desirable to give effect to this resolution and for matters connected herewith or ancillary or incidental thereto, with further powers to delegate all or any of the above authorities conferred to them to any officer(s)/authorities person(s) of the Company, including but not limited to:

- (i) signing and sending the relevant Offer Letter to the Investor and to sign and maintain Form PAS-5;
- (ii) making all applications/filings to the appropriate authorities including filing of Form FC-GPR with the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and the rules, regulations framed there under; and
- (iii) to settle all such questions, difficulties or doubts that may arise in relation to the offer/Issue, allotment and utilisation of the proceeds and to finalise and execute all documents and writings as may be necessary, proper, desirable or expedient in implementation of this resolution.

Resolved further that Dr. Atul Kapoor (DIN 01449229), the Managing Director and Dr. Rashmi Kapoor (DIN 01818323) the Whole Time Director and Mr. Yogi Srivastava, the Company Secretary of the Company be and are hereby severally authorized to certify a copy of this resolution and issue the same to all concerned parties."

**By Order of the Board of Directors
of Regency Hospital Limited**

Date: 29 September 2023

Registered Office: A-2 Sarvodaya Nagar

Kanpur-208005 Uttar Pradesh

Dr. Atul Kapoor

Managing Director

DIN: 01449229

NOTES:

1. An Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 ("the Act") in respect of the Special Business to be transacted in the AGM as set out under Item Nos. 3, 4, 5, 6 & 7 above and relevant details of the Director as mentioned under Item No. 2 & 4 as required under Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India, is annexed hereto.
2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote at the meeting on his/her behalf. Such a proxy need not to be member of the Company.
3. Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 in number and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder. During the period beginning 24 hours before the time fixed for the commencement of AGM and until the conclusion of the meeting, a member would be entitled to inspect the proxies lodged during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. The instrument of proxy, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. A Proxy Form is annexed to this Notice. Proxies submitted on behalf of limited companies, societies, etc. must be supported by an appropriate resolution or authority as applicable.
5. Institutional/Corporate Members intending to send their authorized representatives to attend the Annual General Meeting are requested to certified copy (PDF/JPEG format) of the Board Resolution, authorizing their representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, to Company at by email to company.secretary@regencyhealthcare.in.
6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contract or Arrangements in which Directors are interested, maintained under Section 189 of the Act, will be available for inspection by the members at the AGM.
7. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of the names will be entitled to vote.
8. Members/proxies/authorized representatives are requested to bring the duly filled Attendance Slip enclosed herewith to attend the Meeting.
9. As per Section 72 of the Act, the facility for submitting nominations is available for members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form SH-13. The form can be downloaded from the Company's website.
10. Section 20 of the Companies Act, 2013 permits service of documents on Members by a company through electronic mode. Hence, in accordance with the Companies Act, 2013 read with the Rules framed thereunder, the Annual Report 2022-23 is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Depository Participant unless any Member has requested for a physical copy of the Report. For Members who have not registered their e-mail addresses, physical copies of the Annual Report 2022-23 are being sent by the permitted modes. Members may note that the Annual Report 2022-23 and Notice of AGM will also be available on the Company's website at <https://regencyhealthcare.in/investor-relations/>.
11. Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/ mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc. to their DPs in case the shares are held in electronic form and to the RTA in case the shares are held in physical form, in prescribed Form No. ISR-1 and other forms, quoting their folio number and enclosing the self-attested supporting document.
12. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
13. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
14. 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), the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. For this purpose, the Company has entered into an arrangement with National Securities Depository Limited (NSDL) as the authorized agency for facilitating voting through electronic means. The facility of casting votes by a member using Remote e-Voting system will be provided by NSDL. The Members attending the AGM who have not already cast their votes by Remote e-Voting shall be able to exercise

their right at the meeting. The Members who have cast their vote by Remote e-Voting prior to the Meeting may also attend the AGM but shall not be entitled to cast their vote again. Members may contact Mr. Yogi Srivastava, Company Secretary, for any grievances connected with electronic means at yogi.srivastava@regencyhealthcare.in Tel. #0512- 3502661.

15. The remote e-voting period will commence on Monday, 23 October 2023 at 9.00 a.m. IST and will end on Thursday, 26 October 2023 at 5.00 p.m. IST. During this period, members holding shares either in physical form or in dematerialized form, as on Friday, 20 October 2023 i.e. cut-off date, may cast their vote electronically. The e- voting module shall be disabled by NSDL for voting thereafter. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. Members have the option to cast their vote on any of the resolutions using the remote e-voting facility either during the period commencing from Monday, 23 October 2023 at 9.00 a.m. IST and will end on Thursday, 26 October 2023 at 5.00 p.m. IST. Members who have cast their votes by remote e-voting prior to the AGM may also attend/participate in the AGM but they shall not be entitled to cast their votes again. Further, members who have voted on some of the resolutions during the remote e-voting period are also eligible to vote on the remaining resolutions during the AGM.
16. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of Remote e-Voting or voting at the Meeting.
17. The Board of Directors has appointed Mr. Surendra Kumar Sahu, Practicing Company Secretary (M. No. 5182, COP No. 4040), Proprietor of M/s SKS & Company as the Scrutinizer to scrutinize the remote e-Voting process in a fair and transparent manner.

The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting (votes cast during the AGM and votes cast prior to the AGM) and make, not later than three days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the Company or any person authorized by him in writing who shall countersign the same.

The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company at <https://regencyhealthcare.in/>.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The Remote e-Voting period begins on Monday, 23 October 2023 at 09.00 A.M. and ends on Thursday, 26 October 2023 at 05.00 P.M. The Remote e-Voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., Friday, 20 October 2023 may cast their vote electronically. The voting right of Shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 20 October 2023.

How do I vote electronically using NSDL e-Voting system?


The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual Shareholders holding securities in demat mode

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

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value Added Services. Click on "Access to e- Voting" under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the Remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code

	<p>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 i.e. NSDL and you will be redirected to e- Voting website of NSDL for casting your vote during the Remote e-Voting period.</p> <p>3. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <div data-bbox="669 482 1175 778" style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e- Voting website of NSDL for casting your vote during the Remote e- Voting period.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting for Shareholders other than Individual Shareholders holding securities in demat mode and Shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder /Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for Shareholders other than Individual Shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids**

are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the Companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of Company for which you wish to cast your vote during the Remote e- Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Shareholders

1. Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to skscsco2001@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Amit Vishal, Assistant Vice President, or Pallavi Mhatre, Senior Manager, National Securities Depository Ltd., at evoting@nsdl.co.in.

Process for those Shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-Voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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@regencyhealthcare.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (investor@regencyhealthcare.in). If you are an Individual Shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting for Individual Shareholders holding securities in demat mode.**
3. Alternatively Shareholder/Members may send a request to evoting@nsdl.co.in for procuring user id and password for e-Voting by providing above mentioned Documents.

EXPLANATORY STATEMENT**Statement pursuant to Section 102(1) of the Companies Act, 2013, as amended ('Act')**

The following Statement sets out all material facts relating to Item Nos. 3, 4, 5, 6 & 7 mentioned in the accompanying Notice.

Item No. 3

In terms of Section 148 of the Act 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 for products covered under the Companies (Cost Records and Audit) Rules, 2014, to be conducted by a Cost Accountant in practice.

In compliance with the above, the Audit Committee of the Company at its meeting held on 15 September 2023, considered the appointment of Mr. Rishi Mohan Bansal (Registration No. 102056) as the Cost Auditors of the Company for F.Y. 2023-24. At the said meeting, the Audit Committee also considered the remuneration of ₹ 30,000/- (Rupees Thirty Thousand only) (plus applicable taxes and reimbursement of out-of-pocket expenses) payable to the Cost Auditors of the Company for F.Y. 2023-24.

The Board of Directors, on the recommendation of the Audit Committee, in its Meeting held on 15 September 2023 approved the appointment and remuneration of Cost Auditors to conduct the audit of the cost records of the Company for F.Y. 2023-24.

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 passing an Ordinary Resolution as set out at Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors of the Company for the Financial Year ending 31 March 2024.

None of the Directors / Key Managerial Personnel of the Company / their relatives are concerned or interested in the Resolution set out in Item No. 3 of the Notice.

The Board of Directors recommends the Resolution set forth in Item No. 3 for approval of the Members.

Item No. 4

The Board of Directors, on the recommendation of Nomination and Remuneration Committee, appointed Mr. Rajiv Kumar Bakshi (DIN: 00264007), as an Additional Director (in the capacity of Independent Director) of the Company, with effect from 31 May 2023 under Section 149, 150 and 152 of the Act and Article 75 of the Articles of Association of the Company. Mr. Rajiv Kumar Bakshi is eligible to be appointed as an Independent Director and the Company has also received a declaration of independence from him. Further, he is neither disqualified from being appointed as a Director in terms of Section 164(2) of the Act, not debarred from holding the office of director by virtue of any ROC order or any other such authority.

In the opinion of the Board, Mr. Rajiv Kumar Bakshi fulfils the conditions as set out in Section 149(6) and is thereby eligible for appointment as an Independent Director. Brief profile of Mr. Rajiv Kumar Bakshi is as follows:

In a career spanning over 33 years with Bank of India, acquired rich experience of Banking operations with a thorough knowledge of process flow, International Banking, Treasury, Large Corporate Credit and Risk Management, Planning and Business Process Reengineering. Various positions and assignments held include a stint as Faculty in the Training College, posting in London branch, Head of Treasury and as Chief Executive, Singapore Operations of Bank of India.

Pioneered a new foray of the Bank into life Insurance business with the setting up of a Joint Venture Life Insurance Company in collaboration with Daiichi Mutual Life of Japan and Union Bank of India.

As Executive Director of Bank of Baroda, he looked after the important functions of large credit, Risk Management, International Banking, Treasury, Information Technology, Audit & Business Process Re-engineering. He represented the bank on its Kenya & Tanzania subsidiaries as Chairman of their respective Boards, as well as Director on the Zambian Joint Venture. He played an active role in the Life Insurance Joint Venture of Bank of Baroda India First life Insurance Company Ltd and a Director on its Board.

After superannuation from Bank, he served as Government appointed trustee on Stressed Assets Stabilization Fund (SASF) of IDBI. He also worked as member of RBI Services Board for 5 years ending August 2018.

He also worked for 7 years (ending Nov 2019) as Senior Adviser with Centrum Financial Services Ltd a category 1 Merchant bank with full suite of products.

Since October 2019, he served as member of the Expert Committee appointed by RBI to assist the Administrator of Punjab & Maharashtra Coop Bank Ltd. He also worked as Adviser to a Small Finance Bank for one year ending 25 January 2023.

The Board firmly believes that Mr. Rajiv Kumar Bakshi's knowledge coupled with deep understanding will surely help the Company steer further ahead in its future-fit journey. The Board of Directors based on the recommendation of the Nomination and Remuneration Committee considers the appointment of Mr. Rajiv Kumar Bakshi as an Independent Director in the interest of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives are concerned or interested in the Resolution set out in Item No. 4 of the Notice.

The Board of Directors recommends the Resolution set forth in Item No. 4 for approval of the Members.

Item No. 5

The members of the Company had at Annual General Meeting dated 22 December 2018 accorded their consent to the Board of Directors to borrow money up to an amount not exceeding ₹ 350 Crores (Rupees Three Hundred Fifty Crores) only. Considering the Company's long term strategic and business objectives and project expansion, the Company needs additional funds. For this purpose, the Company may, from time to time, raise finance from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) exceed the aggregate of the paid-up capital and free reserves of the Company. Given the future capex requirements of the Company, it is proposed to increase its borrowing limits to enable the Company to remain ready for any further strategic investments. However, utilization of the borrowing limits will be done prudently and in the best interest of the Company

In terms of the provisions of Section 180(1)(c) of the Act, borrowing powers in excess of the aggregate of the paid-up capital, free reserves and securities premium account of the Company, can be exercised by the Board only with the consent of the Members obtained by a special resolution. Therefore, it is necessary to obtain approval of the Members by means of a special resolution to enable the Board to borrow monies, provided that the total amount so borrowed by the Board shall not exceed ₹ 700 Crores (Rupees Seven Hundred Crores) only or the aggregate of the paid up capital, free reserves and securities premium account of the Company, whichever is higher.

None of the Directors / Key Managerial Personnel of the Company / their relatives are concerned or interested in the Resolution set out in Item No. 5 of the Notice.

The Board of Directors recommends the Resolution set forth in Item No. 5 for approval of the Members.

Item No. 6

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in mutual funds as and when required.

Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with approval of Members by special resolution passed at the general meeting.

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 240 Crores (Rupees Two Hundred Forty Crores) only, as proposed in the Notice.

None of the Directors / Key Managerial Personnel of the Company / their relatives are concerned or interested in the Resolution set out in Item No. 6 of the Notice.

The Board of Directors recommends the Resolution set forth in Item No. 6 for approval of the Members.

Item No. 7

The Company was incorporated on **8th June 1987**. As of today, Company has a paid-up capital of **INR 14,04,27,790 (Indian Rupees Fourteen Crore Four Lakh Twenty Seven Thousand Seven Hundred and Ninety)**. The Company intends to raise further capital by issuing up to 22,77,212 (Twenty Two Lakh Seventy Seven Thousand Two Hundred and Twelve) Cumulative, Compulsorily, Convertible Preference Shares having a face value of **INR 10 (Indian Rupees Ten)** each at a premium of **INR 648.70 (Indian Rupees Six Hundred Forty Eight point seventy)** on such terms as set out in **Annexure A ("CCPS")** on preferential basis by way of private placement through issue of private placement offer letter to:

NORWEST CAPITAL, LLC (the "Investor") pursuant to the (i) SSA dated **28th September, 2023**, entered into inter alia, by the Company, Rashmi Kapoor, Atul Kapoor, Abhishek Kapoor and the Investor; and (ii) Shareholders Agreement dated **28th September, 2023**, entered into *inter alia*, by and amongst the Company, Rashmi Kapoor, Atul Kapoor, Abhishek Kapoor, Atul Kapoor HUF, Soni Kapoor, Arun Akshat Kapoor HUF, Arun Kapoor HUF, Arun Kapoor and the Investor ((i) and (ii) shall collectively be referred to as the "**Transaction Documents**").

Pursuant to proviso to Rule 14 (1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 following disclosures are made:

1.	Particulars of the offer including date of passing of Board resolution.	Private placement of the 22,77,212 (Twenty Two Lakh Seventy Seven Thousand Two Hundred and Twelve) CCPS. Board Approval date- 29th September 2023
2.	Kind of securities offered and the price at which security is being allotted.	Cumulative Compulsorily Convertible Preference Shares having a face value of INR 10/- each at a premium of INR 648.70/-
3.	Basis or justification for the price (including premium, if any) at which the offer or invitation is being made.	Valuation certificate, issued by M/s Sundae Capital Advisors Private Limited (SEBI Regn. No. INM000012494 and IBBI Regn. No IBBI/RV-E/03/2021/136).
4.	Name and address of valuer who performed valuation.	M/s Sundae Capital Advisors Private Limited, 1177, 11th Floor, VEGAS Plot No. 6, Sector 14 (North) Dwarka City Centre, New Delhi - 110 075 (SEBI Regn. No. INM000012494 and IBBI Regn. No IBBI/RV-E/03/2021/136).
5.	Amount which the Company intends to raise by way of such securities.	INR 149,99,99,544.40/-
6.	Material terms of raising such securities, proposed time schedule, purposes or objects of offer, contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects; principle terms of assets charged as securities.	The securities shall be convertible into equity shares in the manner as described in Annexure A. The purpose of the offer is to raise the funds for, inter-alia, expanding the business operations of the Company, meeting capital expenditure and working capital requirements needed in connection with the Company's business and general corporate purposes. The Promoters are not contributing as part of the Offer. No assets are being charged for this private placement.

The material facts and information concerned with and relevant to the issue of the CCPS to enable the members understand the meaning, scope and implications of the items of business and to take decision thereon pursuant to Rule 9(3) of Companies (Share Capital and Debenture) Rules 2014 and Rule 13(2) of the Companies (Share Capital and Debenture) Rules 2014, are listed herein below for their consideration:

1.	The objects of the issue.	For raising funds for, inter-alia, expanding the business operations of the Company, meeting capital expenditure and working capital requirements needed in connection with the Company's business and general corporate purposes.
2.	The total number of shares or other securities to be issued and nominal value of each share.	22,77,212 (Twenty Two Lakh Seventy Seven Thousand Two Hundred and Twelve) CCPS having a face value of INR 10/- each.
3.	Nature of preference shares i.e. cumulative or non-cumulative, participating or non-participating, convertible or non-convertible.	Cumulative Compulsorily Convertible Preference Shares.
4.	Manner of issue of shares.	Private Placement.
5.	Terms of issue, including terms and rate of dividend on each share.	As per Annexure A

6.	Terms of redemption.	Not Applicable as CCPS shall be compulsorily converted into equity shares of the Company as per the terms set out in Annexure A.
7.	Manner and modes of redemption.	Not Applicable as CCPS shall be compulsorily converted into equity shares of the Company as per the terms set out in Annexure A.
8.	The price or price band at/ within which the allotment is proposed.	INR 658.70 per CCPS (having a face value of INR 10/- each and a premium of INR 648.70/-).
9.	Basis on which the price has been arrived at along with the report of the registered valuer.	valuation certificate, issued by M/s Sundae Capital Advisors Private Limited (SEBI Regn. No. INM000012494 and IBBI Regn. No IBBI/RV-E/03/2021/136).
10.	Relevant date with reference to which the price has been arrived at.	31st Aug 2023.
11.	The class or classes of persons to whom the allotment is proposed to be made.	Foreign Investor (Corporate Body).
12.	Intention of promoters, directors or key managerial personnel to subscribe to the offer.	No promoter, director or key managerial personnel of the Company are subscribing to this Private Placement.
13.	The proposed time within which the allotment shall be completed.	45 days.
14.	The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them.	The names of the proposed allottee - Norwest Capital, LLC. The percentage of post preferential offer capital that may be held by them- 9.50%
15.	The change in control, if any, in the company that would occur consequent to the preferential offer.	There is no change in control.
16.	The number of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities as well as price.	NA.
17.	The justification for the allotment proposed to be made for consideration other than cash together with the valuation report of the registered valuer.	NA.
18.	The pre-issue and post issue shareholding pattern (on fully diluted basis) of the Company including the expected dilution in equity share capital upon conversion of preference shares.	Details mentioned below as Annexure B.

Annexure A

TERMS OF CCPS

Definitions-

- A. **"Applicable Law"** includes all statutes, enactments, acts of legislature or parliament, ordinances, rules, bye-laws, regulations, notifications, guidelines, policies, directions, directives and orders, requirement or other governmental restrictions or any similar form of decision of, or determination by, or any interpretation, policy or administration, having the force of law of any of the foregoing, of any government, statutory authority, tribunal, board, court having jurisdiction over the matter in question, whether in effect as of the Execution Date or thereafter, or any recognized stock exchange(s) on which the Shares may be listed.
- B. **"As If Converted Basis"** means a calculation assuming that all Dilution Instruments existing at the time of determination have been exercised or converted into Shares, excluding any options issued or reserved for issuance under any stock option plan or scheme by whatever name called of the Company.
- C. **"Dilution Instruments"** includes any Shares, securities, rights, options, warrants or arrangement (whether oral or in writing) which are convertible into or entitle the holder to acquire or receive any Shares of the Company, or any rights to purchase or subscribe to Shares or securities by their terms convertible into or exchangeable for Shares; excluding any arrangement (whether oral or in writing) binding the Company pursuant to which a bank or a financial institution is entitled to convert any amount due to it into Shares upon default by the Company, and assuming that such default has not occurred as of the relevant date.
- D. **"Subscription Shares"** means the CCPS.
- E. **"Subscription Shares Price"** means INR 149,99,99,544.40 only.
- F. **"Notice"** means a notice in writing and the terms "Notify" or "Notification" shall be construed accordingly.
- G. **"Key Promoters"** means -
- Abhishek Kapoor
 - Dr. Atul Kapoor
 - Dr. Rashmi Kapoor

All capitalized terms not defined in the said Schedule shall have the meaning assigned to them in the Shareholders Agreement dated 28th September 2023, entered into inter alia, by and amongst the Company, Rashmi Kapoor, Atul Kapoor, Abhishek Kapoor, Atul Kapoor HUF, Soni Kapoor, Arun Akshat Kapoor HUF, Arun Kapoor HUF, Arun Kapoor (the "SHA").

- The number of Equity Shares to be issued to the holders of the Subscription Shares upon conversion shall, subject to the other terms and conditions set forth in this Agreement, be as set out in Paragraph 3 below and paragraph 3 of Schedule 8 of the SHA.
- The CCPS shall carry a pre-determined cumulative dividend rate of 0.01% (zero-point zero one percent) per annum on an As If Converted Basis. In addition to the same, if the holders of Equity Shares are paid dividend in excess of 0.01% (zero-point zero one percent) per annum, the holders of the CCPS shall be entitled to dividend at such higher rate. The dividend shall be payable, subject to cash flow solvency, in the event the Board declares any dividend for the relevant year and shall be paid to the holders of CCPS in priority to other classes of Shares.
- Conversion-**
 - The holders of the CCPS may convert the CCPS in whole or part into Equity Shares at any time before 19 (nineteen) years from the date of issuance of the same, subject to the provisions of the terms of issuance of Subscription Shares as set out herein and the SHA. In the event the conversion of Subscription Shares entitles the holder of Subscription Shares to any fraction of an Equity Share, then such fraction shall be rounded up to the nearest whole number.
 - The holders of Subscription Shares shall, at any time, be entitled to call upon the Company to convert all or any of the Subscription Shares by issuing a Notice to the Company accompanied by a share certificate representing the Subscription Shares (where such Shares are in physical form) sought to be converted. Immediately, and no later than 7 (seven) days from the receipt of such Notice, the Company shall issue Equity Shares in respect of the Subscription Shares sought to be converted. The record date of conversion of the Subscription Shares shall be deemed to be the date on which the holder of such Subscription Shares issues a Notice of conversion to the Company. The Subscription Shares, or any of them, if not converted earlier, shall automatically convert into Equity Shares at then applicable conversion rate, (i) on latest permissible date prior to the issue of Shares to the public in connection with the occurrence of a Public Offer under Applicable Law, or (ii) on

the day following the completion of 19 (nineteen) years from the date of issuance of the same.

- c) Subject to the provisions of the terms of issuance of Subscription Shares as set out herein and the SHA, each of the Subscription Shares shall convert into such number of Equity Shares that is equal to the Subscription Shares Price (as may be adjusted from time to time) divided by the conversion price. The initial conversion price of Subscription Shares shall be Subscription Shares Price. No fractional Shares shall be issued upon conversion of Subscription Shares, and the number of Equity Shares to be issued shall be rounded up to the nearest whole number.
4. **Liquidation Preference** - In any Liquidation Event, subject to Applicable Law, holders of Subscription Shares shall have a preference over the other Shareholders of the Company as provided in Clause 11 (*Liquidation Preference*) of the SHA.
5. **Registration rights.** The holders of Subscription Shares shall receive typical and customary registration rights, where available, in all global market(s) where the Company lists the Shares. Termination of the Transaction Documents shall not affect the obligation of the Company to provide registration rights to the holders of Subscription Shares.
6. **Meeting and voting rights.** The holders of Subscription Shares shall be entitled to receive notice of, attend meetings and vote (on an As If Converted Basis) on all matters that are submitted to the vote of the Shareholders of the Company (including the holders of Equity Shares). Key Promoters and the Company hereby acknowledge that the Investor has agreed to subscribe to the Subscription Shares, on the basis that the Investor will be able to exercise voting rights on the Subscription Shares, as if the same were converted into Equity Shares. The Subscription Share shall entitle the holder to the number of votes equal to the number of whole or fractional Equity Shares into which such the Subscription Share could then be converted in accordance with Clause 3 of this Annexure-1 and paragraph 3 of the Schedule 8 of the SHA. To this effect, so long as Applicable Law does not permit the holders of Preference Shares to exercise voting rights on all Shareholder matters submitted to the vote of the Shareholders of the Company (including the holders of Equity Shares), then until the conversion of all Subscription Shares into Equity Shares, the Key Promoters shall vote in accordance with the instructions of the Investor at a general meeting or provide proxies without instructions to the Investor for the purposes of a general meeting, in respect of such number of Equity Shares held by each of them such that a relevant percentage ("Relevant Percentage") of the Equity Shares of the Company are voted on in the manner required by the Investor. For the purposes of this paragraph, the Relevant Percentage in relation to the Investor shall be equal to the percentage of Equity Shares in the Company that the Investor would hold if the Investor was to elect to convert the Subscription Shares into Equity Shares in accordance with Clause 3 of this Annexure -1 and paragraph 3 of the Schedule 8 of the SHA. Notwithstanding the foregoing, the holders of Subscription Shares shall at all times be entitled to vote on all such matters that affect their rights directly or indirectly.
7. **Valuation Protection.** If the Company offers any Dilution Instruments to a new investor or a Third Party after the Closing Date, at a price less than the effective conversion price of the Subscription Shares ("Dilutive Issuance") then the holders of Subscription Shares shall be entitled to a broad-based weighted-average basis anti-dilution protection as provided for in **Schedule 7** of the SHA. In such an event, the Company and the Key Promoters shall be bound to cooperate with the holders of Subscription Shares and the Company, such that the Company forthwith takes all necessary steps as detailed in the aforesaid **Schedule 7** of the SHA. The Company shall Notify the holders of Subscription Shares of the impact of the Dilutive Issuance prior to such issuance and obtain confirmation from them that the same conforms to these terms of issue.
8. **Adjustments.**
 - (a) If, whilst any Subscription Shares remain capable of being converted into Equity Shares, the Company splits, sub-divides (stock split) or consolidates (reverse stock split) the Equity Shares into a different number of securities of the same class, the number of Equity Shares issuable upon a conversion of the Subscription Shares shall, subject to Applicable Law and receipt of requisite approvals, be proportionately increased in the case of a split or sub-division (stock split), and likewise, the number of Equity Shares issuable upon a conversion of the Subscription Shares shall be proportionately decreased in the case of a consolidation (reverse stock split).
 - (b) If, whilst any Subscription Shares remain capable of being converted into Equity Shares, the Company makes or issues a dividend or other distribution of Equity Shares to the holders of Equity Shares then the number of Equity Shares to be issued on any subsequent conversion of Subscription Shares shall, subject to Applicable Law and receipt of requisite approvals, be increased proportionately and without payment of additional consideration therefor by the holders of Subscription Shares.
 - (c) If the Company, by re-classification or conversion of Shares or otherwise, changes any of the Equity Shares into the same or a different number of Shares of any other class or classes, the right to convert the Subscription Shares into Equity Shares shall

thereafter represent the right to acquire such number and kind of Shares as would have been issuable as the result of such change with respect to the Equity Shares that were subject to the conversion rights of the holder of Subscription Shares immediately prior to the record date of such re-classification or conversion.

- (d) The holders of Subscription Shares shall be entitled to the cumulative benefit of all adjustments referred to herein.
9. **Amendment of Terms.** (a) Any amendment of the terms of Subscription Shares (including Clause 11 (Liquidation Preference)) of the SHA; or (b) waiver of any rights; that would adversely affect the rights of the holders of Subscription Shares contained in this Annexure-A and the SHA (including Paragraph 3 (Liquidation Preference)) shall require the consent of the holders of Subscription Shares. Without prejudice to the foregoing, the issuance of any Dilution Instruments by the Company that are of a different series or class but have rights *pari passu* to the rights of the Subscription Shares (including liquidation preference) shall not be considered as an amendment to the terms of issuance of the Subscription Shares and the approval of the holders of Subscription Shares, in accordance with this Paragraph, will not be required for such issuance or for undertaking any consequential amendments to the terms of the Subscription Shares.

Annexure B

The pre-issue and post-issue shareholding pattern (on a fully diluted basis) of the Company including the expected dilution in equity share capital upon conversion of CCPS is as below-

Cap Table -

S. No.	Category	Pre-issue		Post-issue	
		No. of Shares held	% of Share holding	No. of Shares held	% of Share holding
A.	Promoters' Holding				
	Indian				
	Individual	9,155,727	65.20	9,155,727	56.10
	Sub-total	9,155,727	65.20	9,155,727	56.10
	Foreign Promoters	-	-	-	-
B.	Non-Promoters' Holding				
	Institutional Investors	7,72,102	5.49	67,60,121	41.42
	Non-institutional Investors	37,10,807	26.43	-	-
	Private Corporate Bodies	88,221	0.63	88,221	0.54
	Directors and Relatives	-	-	-	-
	Indian public	3,07,796	2.19	3,07,796	1.89
	Others (including NRIs)	8,126	0.06	8,126	0.05
	Sub-Total (B)	48,87,052	34.80	71,64,264	43.90
	Grand Total	1,40,42,779	100	1,63,19,991	100

The provisions of the Companies Act, 2013 and the rules prescribed thereunder require the approval of the members of the Company by way of a special resolution, for a company offering or making an invitation to subscribe its securities on a preferential basis by way of private placement.

The relevant transaction documents would be available for inspection at the registered office of the Company from the date of issue of this notice, till the date of the proposed general meeting.

None of the Directors, key managerial personnel and/or their relatives, is in any way concerned with or interested, financially or otherwise, in the resolution, except to the extent of their respective shareholding in the Company.

The Board at its meeting held on **29th September 2023**, had approved the issue and offer of CCPS (including its terms) on preferential basis by way of private placement and recommends the adoption of the resolution as set out in item no. 7 of the Notice as a special resolution.

**By Order of the Board of Directors
of Regency Hospital Limited**

Date: 29 September 2023

Registered Office: A-2 Sarvodaya Nagar
Kanpur-208005 Uttar Pradesh

Dr. Atul Kapoor
Managing Director
DIN: 01449229

ANNEXURE TO THE NOTICE

Details of the Directors seeking appointment/re-appointment at the 34th Annual General Meeting in accordance with the provisions of Companies Act, 2013 and Secretarial Standard-2 (SS-2) Issued by Institute of Company Secretaries of India (ICSI), as on date of Notice.

Dr. Rashmi Kapoor

Whole Time Director, DIN: 01818323

Experience & Expertise: Dr. Rashmi Kapoor is associated with Regency Hospital as a Director, Department of Pediatrics in Pediatric Critical Care and Pulmonology. She is the first pediatrician to start Pediatric flexible bronchoscopy in 2007 in the state of Uttar Pradesh. She was the first one to start a department of Pediatric Intensive care unit (PICU) in the state of Uttar Pradesh in the year 1998 and developed department of Pediatric pulmonology for the first time in the private sector in the state in the year 2006.

Age/ Qualification: 66 years/M.B.B.S, M.D

Terms & Conditions of Appointment/ Re-appointment: As per Board Resolution dated 27 February 2020, 3 June 2020 and AGM resolution passed at 31st AGM dated 20 November, 2020.

Remuneration last drawn: ₹ 92,40,000 and other terms as per AGM resolution dated 20 November 2020.

Date of first appointment on the Board: 8 June 1987

Shareholding in the company: 34,33,502 Equity Shares

Relationship with other Directors, Manager and other Key Managerial Personnel:

1. Related as Spouse to Dr. Atul Kapoor, Managing Director
2. Related as Mother to Mr. Abhishek Kapoor, Executive Director - Strategy & Expansion

Number of Meetings of the Board attended during the year: Already being disclosed in Board's Report forming part of Annual Report 2022-23.

Name of Companies in which she holds Directorship (other than Regency Hospital Limited):

1. Regency Institute of Nursing
2. Sibling Lifecare Private Limited

Name of Committees of the Companies in which she holds Membership:

Company- Regency Hospital Limited

1. Stakeholders Relationship Committee- Member
2. Corporate Social Responsibility Committee- Member
3. Risk Management Committee- Member

Mr. Rajiv Kumar Bakshi

Additional Director, DIN: 00264007

Experience & Expertise: Mr. Rajiv Bakshi has experience of over 33 years with Bank of India, acquired rich experience of Banking operations with a thorough knowledge of process flow, International Banking, Treasury, Large Corporate Credit and Risk Management, Planning and Business Process Reengineering. Various positions and assignments held include a stint as Faculty in the Training College, posting in London branch, Head of Treasury and as Chief Executive, Singapore Operations of Bank of India. Pioneered a new foray of the Bank into life Insurance business with the setting up of a Joint Venture Life Insurance Company in collaboration with Daiichi Mutual Life of Japan and Union Bank of India.

As Executive Director of Bank of Baroda, he looked after the important functions of large credit, Risk Management, International Banking, Treasury, Information Technology, Audit & Business Process Re-engineering. He represented the bank on its Kenya & Tanzania subsidiaries as Chairman of their respective Boards, as well as Director on the Zambian Joint Venture. He played an active role in the Life Insurance Joint Venture of Bank of Baroda India First life Insurance Company Ltd and a Director on its Board.

After superannuation from Bank, he served as Government appointed trustee on Stressed Assets Stabilization Fund (SASF) of IDBI. He also worked as member of RBI Services Board for 5 years ending August 2018.

He also worked for 7 years (ending Nov 2019) as Senior Adviser with Centrum Financial Services Ltd a category 1 Merchant bank with full suite of products.

Since October 2019, he served as member of the Expert Committee appointed by RBI to assist the Administrator of Punjab & Maharashtra Coop Bank Ltd. He also worked as Adviser to a Small Finance Bank for one year ending 25 January 2023.

Age/ Qualification: 71 years/M.Sc., CAIIB, Diploma in Bank Management

Terms & Conditions of Appointment/ Re-appointment: As per Board Resolution dated 31 May 2023 and AGM resolution passed at 34th AGM dated 27th October 2023.

Remuneration last drawn: Nil, only sitting fees is paid on the basis of Board Meeting and Committee Meeting Attendance.

Date of first appointment on the Board: 31 May 2023

Shareholding in the company: Nil

Relationship with other Directors, Manager and other Key Managerial Personnel: Not related to Directors, Manager and other Key Managerial Personnel

Number of Meetings of the Board attended during the year: Nil

Name of Companies in which he holds Directorship (other than Regency Hospital Limited):

1. NR Agarwal Industries Limited
2. Brady and Morris Engineering Company Limited
3. A. K. Capital Finance Limited
4. Hiveloop Capital Private Limited
5. Infopercept Consulting Private Limited

Name of Committees of the Companies in which he holds Membership:

Company- Regency Hospital Limited

1. Nomination and Remuneration Committee- Member

PROXY FORM (Form No: MGT-11)

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

REGENCY HOSPITAL LIMITED

CIN: U85110UP1987PLC008792

Registered Office: A-2 Sarvodaya Nagar, Kanpur- 208005, Uttar Pradesh

Tel:+91-0512-350-2480, **Email :** company.secretary@regencyhealthcare.in

Website: www.regencyhealthcare.in

34th Annual General Meeting - 27th October 2023

Name of the Member(s)	
Registered address	
Registered E-mail address	
Folio No/ Client Id	
DP ID	

I/We, being the member(s) of..... shares of the above named company, hereby appoint

Name: Email:

Address:.....

.....Signature:_____

or failing him/her

Name: Email:

Address:.....

.....Signature:_____

or failing him/her

Name: Email:

Address:.....

.....Signature:_____

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting of the Company, to be held on Friday, the 27th day of October, 2023 at 11:30 A.M. (IST) at the Corporate Office of the Company at B-5 Sarvodaya Nagar, Kanpur-208005 Uttar Pradesh and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution number	Resolution	Vote (optional see Note 2) (Please mention no. of shares)		
		For	Against	Abstain
Ordinary business				
1.	Adoption of financial statements			
2.	Re-appointment of Director			
Special business				
3.	Ratification of Remuneration to Cost Auditors			
4.	Regularization of Mr. Rajiv Kumar Bakshi (DIN: 00264007) as an Independent Director			
5.	Increase in Borrowing limits under Section 180 (1) (c) of the Companies Act, 2013 upto ₹ 650 Crores			
6.	Increase in Investment limits under Section 186 of the Companies Act, 2013 upto ₹ 240 Crores			
7.	Issue and offer of up to 2,277,212 (Twenty-Two Lakh Seventy -Seven Thousand Two Hundred And Twelve) Cumulative, Compulsorily, Convertible Preference Shares on preferential basis by way of Private Placement.			

Signed this day of 2023.

.....
Signature of the member

.....
Signature of the proxy holder(s)

Affix Revenue
Stamp of not
Less Than
Rs. 1

Notes:

1. The form in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the Annual General Meeting (on or before 2.00. p.m. IST on 25 October 2023).
2. It is optional to indicate your preference. Please put a tick mark in the appropriate column against the resolutions indicated in the box. If you leave the "For" or "Against" column blank against any or all resolutions, your Proxy will be entitled to vote in the manner as he/she may deem appropriate.

Attendance Slip**REGENCY HOSPITAL LIMITED**

CIN: U85110UP1987PLC008792

Registered Office: A-2 Sarvodaya Nagar, Kanpur- 208005, Uttar Pradesh

Tel:+91-0512-350-2480, Email : company.secretary@regencyhealthcare.in

Website: www.regencyhealthcare.in

34th Annual General Meeting - 27th October 2023

Registered Folio No./ DP ID no. / Client Id no.:

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

No. of shares held

--	--	--	--	--	--	--	--	--	--

I certify that I am a member/proxy/ authorized representative for the member of the Company.

I hereby record my presence at the 34th Annual General Meeting of the Company, to be held on Friday, the 27th day of October 2023 at 11:30 A.M. (IST) at the Corporate Office of the Company at B-5 Sarvodaya Nagar Kanpur-208005, Uttar Pradesh.

.....

Name of the member/ proxy
(In BLOCK letters)

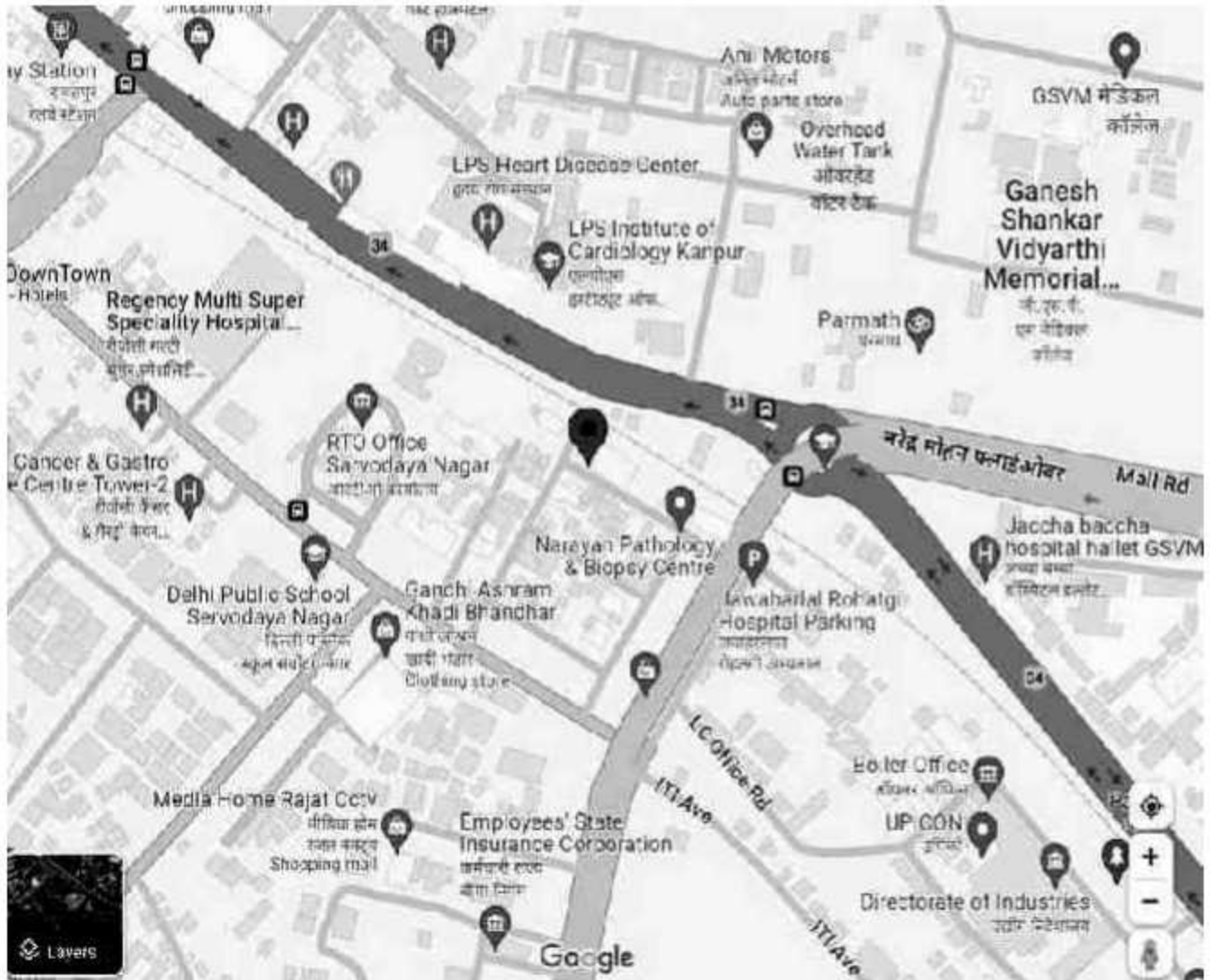
.....

Signature of the member/ proxy

Note: Please fill this attendance slip and hand it over at the entrance of the meeting hall.

Members are requested to bring their copies of the Annual Report to the AGM.

Route Map of the Venue



Board's Report

Dear Members,

The Board of Directors are pleased to present the 34th Annual Report of Regency Hospital Limited ("the Company") along with the audited financial statements (standalone and consolidated) for the financial year ended 31st March, 2023.

Highlights of Financial Performance
(₹ in Millions unless stated otherwise)

Particulars	Consolidated		Standalone	
	2022-23	2021-22	2022-23	2021-22
Revenue from operations	4,289.52	3,677.26	4,244.55	3,644.35
Other income	32.74	61.71	37.11	66.63
Total income	4,322.26	3,738.97	4,281.66	3,710.98
Expenses				
Cost of materials consumed	989.57	849.30	999.90	857.13
Employee benefit expenses	693.63	568.11	673.76	554.94
Finance costs	188.96	187.03	188.57	186.74
Depreciation and amortisation expenses	283.67	262.89	282.12	261.52
Other expenses	1,723.61	1,494.78	1,712.17	1,485.08
Total expenses	3,879.44	3,362.11	3,856.52	3,345.41
Profit/(Loss) before tax and share of profit of Associate accounted for using the equity method	442.82	376.86	425.14	365.57
Share of profit of Associate accounted for using the equity method	7.29	4.74	-	-
Profit/(Loss) before tax attributable to the shareholders of the Parent Company	450.11	381.60	425.14	365.57
Tax expense				
Current tax	110.44	40.14	106.24	36.92
Income tax relating to earlier year	(5.94)	0.06	(6.34)	-
Deferred Tax	31.68	55.40	31.33	55.63
Total Tax Expense	136.18	95.60	131.23	92.55
Profit/(Loss) for the year attributable to the shareholders of the Parent Company	313.93	286.00	293.91	273.02
Other comprehensive income Items that will not be reclassified to profit or loss				
Re-measurement (losses) on post employment benefit obligations	5.10	(10.65)	5.07	(10.65)
Income tax relating to above items	(1.28)	2.68	(1.28)	2.68
Other comprehensive income/(loss) for the year attributable to the shareholders of the Parent Company	3.82	(7.97)	3.79	(7.97)
Total comprehensive income/(loss) for the year attributable to the shareholders of the Parent Company	317.75	278.03	297.69	265.05

Company's Performance Overview

For FY 2022-23, the Company reported a Consolidated revenue from Operations of ₹ 4,289.52 compared to ₹ 3,677.26 reported for FY 2021-22.

At standalone level, the Company reported a Revenue from Operations of ₹ 4,244.55 compared to ₹ 3,644.35 reported for FY 2021-22.

Regency's primary objective is to become the most trusted healthcare provider. Accordingly, your Company makes efforts to consistently improve the quality of all its services. Your Company has put together ultra-modern healthcare facilities equipped with best-in-class diagnostic and therapeutic technology and a competent team of clinical and paramedical staff.

All the Regency's centres are focused on delivering the best possible clinical outcomes. The organisation invested in high end medical infrastructure and equipment including Dosimetry system, Radiography Machine, Bone Densitometer and Intra Vascular Ultrasound System.

The Company has emerged in Diagnostic Business, it has tied up with various Collection Centres to expand its Diagnostic Business in Kanpur. The Company continues its endeavour to provide quality healthcare services with an emphasis on high degree of clinical outcomes and an unparalleled patient experience.

Transfer to Reserves

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

Dividend

The Board of Directors of your Company have not recommended any Dividend for the year under review.

Names of Companies which have become or ceased to be its Subsidiaries, Joint Ventures or Associate Companies during the year

There are no Companies which have become or ceased to be Subsidiary, Joint Venture and / or Associate of the Company during the financial year 2022-23.

Subsidiaries and Associate Company

The Company has 2 subsidiaries and 1 Associate Company as on 31 March 2023.

1. Sibling Lifecare Private Limited ("SLPL")

SLPL is the Wholly Owned Subsidiary of the Company which is a wholesale supplier of the medicines/pharmacy to the Company.

2. Regency Institute of Nursing ("RIN")

RIN is the Wholly Owned Subsidiary of the Company which is a Section 8 Company; that has been established to overcome the inevitable demand of highly trained and qualified Nurses in the state of Uttar Pradesh and across India.

3. Regency Nephrocare Private Limited ("RNPL")

RNPL is an Associate Company which is a part of Fresenius group which provides services in dialysis centres in more than 35 countries across Europe, Middle East, Africa and Latin America. Fresenius Medical Care is the world's leading provider of products and services for patients with chronic kidney failure.

During the year, the Board of Directors reviewed the affairs of the Subsidiaries. In accordance with Section 129(3) of the Companies Act, 2013, we have prepared the Consolidated Financial Statements of the Company, which form part of this Annual Report. Further, a statement containing the salient features of the financial statements of our Subsidiaries in the prescribed format AOC-1 is annexed to the Financial Statements in the Annual Report.

In accordance with Section 136 of the Companies Act, 2013, the annual accounts of the Subsidiary and Associate Companies and the related detailed information shall be made available to Shareholders of the Company upon request and it shall also be made available on the website of the Company i.e. <https://regencyhealthcare.in/investor-relations/>. The annual accounts of the Subsidiary and Associate Companies shall also be kept open for inspection by any Shareholder in the head office of the Company and the respective offices of its Subsidiary Companies till the date of the AGM during business hours.

Directors and Key Managerial Personnel

Board of Directors

I. Re-appointment of Managing Director & Whole Time Director

The Shareholders of the Company at their Extra Ordinary General Meeting held on 21st March 2023, based on the (i) recommendations of the Board of Directors and Nomination and Remuneration Committee; and (ii) considering the expertise of Dr. Atul Kapoor (DIN: 01449229) and Dr. Rashmi Kapoor (DIN: 01818323) in the Company's business and their exceptional leadership and strong performance, had approved their re-appointment as the Managing Director and Whole Time Director of the Company respectively for another term of three years with effect from 1 April 2023 upto 31 March 2026.

II. Retirement by Rotation and subsequent re-appointment

In accordance with the provisions of Section 152 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable provisions, if any, of the Act and the Articles of Association of

the Company, Dr. Rashmi Kapoor, Whole Time Director (DIN: 01818323), is liable to retire by rotation at the ensuing AGM and being eligible have offered herself for re-appointment. The Board of Directors recommends her re-appointment as Whole Time Director of the Company, liable to retire by rotation.

The details of Director being recommended for reappointment as required under Secretarial Standard-2 (SS-2) is contained in the accompanying Notice convening the ensuing Annual General Meeting of the Company. Appropriate Resolution seeking your approval to the re-appointment of Director are also included in the Notice.

Appointment & Resignation of Non-Executive Directors

In terms of Section 149, 150, 152 and 161 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions if any (including any statutory modifications or re-enactment thereof for the time being in force), and in accordance of Articles of Association of the Company and based on the recommendations of Nomination and Remuneration Committee, Mr. Rajiv Kumar Bakshi (DIN: 00264007) was appointed as an Additional Director (Non-Executive & Independent) on the Board of the Company w.e.f. 31 May 2023 subject to the approval of members in the ensuing general meeting.

Further, Ms. Tanushree Shyam Bagrodia has resigned from the Directorship of the Company with effect from 8 May 2023 & Mr. Arun Shrivastava has resigned from the Directorship of the Company with effect from 10 August 2023.

Key Managerial Personnel

Ms. Ankita Gupta had resigned from the post of Company Secretary of the Company w.e.f. 25 March 2023. Accordingly, the Company on recommendation of the Nomination and Remuneration Committee at its Board Meeting held on 31 May 2023 appointed Ms. Kriti Misra as Company Secretary of the Company and she was also nominated as Key Managerial Personnel in terms of Section 203 of the Companies Act 2013.

Declaration by Directors

The Company has received the necessary declaration from each Independent Director in accordance with Section 149(7) of the Act, that they meet the criteria of independence as laid out in Section 149(6) of the Act.

In the opinion of the Board, there has been no change in the circumstances which may affect their status as Independent Directors of the Company and the Board is satisfied of the integrity, expertise, and experience of all Independent Directors on the Board. None of the Directors of the Company are disqualified from being appointed as Directors as specified under Section 164(1) and 164(2) of the Act read with Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force) or are debarred or disqualified by Ministry of Corporate Affairs ("MCA") or any other such statutory authority.

All members of the Board and senior management have

affirmed compliance with the Code of Conduct for Board and senior management for the financial year 2022-23.

Meetings of the Board

The Board meets at regular intervals to discuss and decide on Company/business policy and strategy apart from other Board businesses. The Board/Committee Meetings are pre-scheduled and a tentative annual calendar of the Board and Committee Meetings is circulated to the Directors well in advance to facilitate them to plan their schedule and to ensure meaningful participation in the meetings. The notice of Board/Committee Meetings is given well in advance to all the Directors. The Agenda of the Board/Committee Meetings is set by the Company Secretary in consultation with the Chairman and Managing Director of the Company.

During the financial year 2022-23, all the Board and Committee meetings were conducted through audio visual means as per the circulars/ rules issued by Ministry of Corporate Affairs ("MCA"). During financial year ended 31 March 2023, six Board Meetings were held on 26 May 2022, 9 August 2022, 1 September 2022, 29 September 2022, 18 November 2022 and 21 February 2023. The maximum interval between any two meetings did not exceed 120 days, as prescribed under the Act.

The details of attendance of Directors at Board Meetings during the financial year 2022-23 are reproduced below:

S. No.	Names of Director(s) & Director Identification Number (DIN)	Number of Meetings held	Number of Meetings attended	% of Meeting attended during the year
1	Dr. Atul Kapoor (01449229)	6	6	100
2	Dr. Rashmi Kapoor (01818323)	6	5	83.33
3	Mr. Anil Kumar Khemka (00270032)	6	6	100
4	Mr. Rabindra Nath Mohanty (07895550)	6	6	100
5	Mr. Arun Shrivastava (06640892)	6	6	100
6	Mr. Charles Antoine Janssen (01266976)	6	2	33.33
7	Ms. Tanushree Shyam Bagrodia (06965596)	6	1	16.67

Audit Committee

The Board has constituted a well-qualified Audit Committee. The Company's Audit Committee comprises of Mr. Rabindra Nath Mohanty, Independent Director as the Chairman, Mr. Anil Kumar Khemka, Independent Director and Dr. Atul Kapoor, Managing Director as members of the Committee. The Committee performs the functions as enumerated in Section 177 of the Companies Act, 2013. The meetings of Audit Committee are also attended by other Directors, Chief Financial Officer, Statutory Auditors and Internal Auditor as special invitees. The Company Secretary acts as the Secretary to the Committee. The minutes of each Audit Committee meeting are placed in the next meeting of Board and Audit Committee.

The Audit Committee met five times during the financial year 2022-23 on 26 May 2022, 9 August 2022, 1 September 2022, 18 November 2022 and 21 February 2023. The composition of Audit Committee of the Board of Directors along with the details of the meetings held and attended by the members of the

Committee during financial year 2022-23 is detailed below:

S. No.	Name of the Member	Designation	Number of Meetings held	Number of Meetings Attended	% of Meetings Attended
1	Mr. Rabindra Nath Mohanty	Chairman	5	5	100
2	Dr. Atul Kapoor	Member	5	5	100
3	Mr. Anil Kumar Khemka	Member	5	5	100

Nomination and Remuneration Committee

In adherence of Section 178(1) of the Companies Act, 2013, the Board of Directors had approved a policy on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided u/s 178(3), based on the recommendations of the Nomination and Remuneration Committee. The broad parameters covered under the Policy are Company Philosophy and Principles on Nomination and Remuneration of Directors, Nomination and Remuneration of the Key Managerial Personnel (Other than Managing/ Whole-time Directors), Key-Executives and Senior Management.

The main features of the Policy are as follows -

1. Objective
2. Definitions
3. Role of Committee
4. Appointment criteria and qualifications
5. Term/ Tenure
6. Evaluation
7. Removal & Retirement
8. Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management Personnel
9. Remuneration to Non- Executive / Independent Director
10. Frequency of Meetings
11. Committee Members Interest
12. Nomination and Remuneration Duties

The Nomination and Remuneration Committee was re-constituted and Mr. Arun Shrivastava, Independent Non-Executive Director, was appointed as a member of Nomination and Remuneration Committee w.e.f. 31 May 2023 in place of Ms. Tanushree Shyam Bagrodia, who ceased to be member of Nomination and Remuneration Committee upon her resignation as a Director of the Company w.e.f. 8 May 2023. However, Mr. Arun Shrivastava also resigned from the Board of Regency Hospital Limited w.e.f. 10 August 2023.

The Company's Nomination and Remuneration Policy is enclosed to this Board's Report as an **Annexure A**.

Corporate Social Responsibility (CSR)

During the financial year 2022-23, the Company has spent ₹ 2.32 Mn towards Corporate Social Responsibility (CSR) expenditure, after taking set-off of excess CSR spends of ₹ 0.6 Mn made by the Company in previous financial years in terms of the CSR annual action plan approved by the CSR Committee and the Board of Directors, from time to time. The Annual

Report on CSR activities, in terms of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014 ("CSR Rules") is set out in **Annexure B** to this Report.

The CSR policy is available on the website of Company at <http://regencyhealthcare.in/wp-content/uploads/Corporate-Social-Responsibility-Policy.pdf>.

The CSR Policy outlines its Company's CSR initiatives which are implemented through its CSR arm/ trust i.e. Amrita Charitable Trust, which focuses on Special Education, Psychological Evaluation and Intervention, Occupational therapy, Physiotherapy and Speech Therapy. As per the aforesaid Policy, RHL shall undertake CSR activities as prescribed under the Companies Act, 2013 ("the Act") read with Schedule VII of the Act.

The CSR Committee confirms that the implementation and monitoring of the CSR Policy was done in compliance with the CSR objectives and Policy of the Company.

Performance Evaluation

In terms of the requirement of the Act, an annual performance evaluation of the Board was undertaken which included the evaluation of the Board as a whole and peer evaluation of the Directors. The criteria for performance evaluation cover the areas relevant to the functioning of the Board such as its composition and operations, Board as whole and group dynamics, oversight and effectiveness, performance, skills and structure etc. The performance of individual Directors was evaluated on the parameters such as preparation, participation, flow of information, conduct, independent judgement, and effectiveness. The performance evaluation of Independent Directors was done by the entire Board of Directors and in the evaluation of the Directors, the Directors being evaluated had not participated. As an outcome of the evaluation, it was noted that Board as a whole has a composition that is diverse in experience, skills, expertise, competence, gender balance, and fosters lively, free expression and constructive debates. The discussion quality is robust, well intended and leads to clear direction and decision.

Directors' Responsibility Statement

Pursuant to Section 134(3)(c) of the Companies Act, 2013, the Directors to the best of their knowledge hereby state and confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) 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 and loss of the Company for that period;

- (c) 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;
- (d) The Directors had prepared the annual accounts on a going concern basis;
- (e) The Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (f) 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.

Related Party Transactions

The Company follows robust internal processes before entering transactions with related parties and the considerations which govern the transactions with related parties are the same as those applicable for other vendors of the Company. All the transactions are undertaken for the benefit of the Company and in compliance with the applicable laws.

As a part of the Company's annual planning process, before the beginning of a financial year, details of all transactions proposed to be executed with related parties, including estimated amount of transactions to be executed, manner of determination of pricing and commercial terms, etc. are presented to the Audit Committee for its consideration and approval. The details of said transactions are also placed before the Board of Directors for their information. The Board members interested in a transaction do not participate in the discussion of the item wherein that item is being considered. Further approval is sought during the year for any new transaction/modification to the previously approved limits/terms of contracts with the related parties.

All contracts/arrangements/transactions entered into by the Company during the year under review with related parties were in the ordinary course of business and on arm's length basis in terms of provisions of the Act.

The Company had no materially significant related party transaction, which is considered to have potential conflict with the interests of the Company at large. However, details of Related Party Transactions undertaken by the Company are disclosed in Form AOC-2 which is attached as an **Annexure C** to this Report.

The Board of Directors of the Company has on the recommendation of the Audit Committee, adopted a policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Companies Act, 2013 and the Rules thereunder. This Policy was considered and approved by the Board and has been uploaded on the website of the Company at <http://regencyhealthcare.in/wp-content/uploads/Related-Party-Transactions-Policy.pdf>.

Risk Management

The Company recognises that risk is an integral and inevitable part of business and is fully committed to manage the risks in a proactive and efficient manner. The Company has a disciplined process for continuously assessing risks, in the internal and external environment along with minimising the impact of risks. The objective of Risk Management process in the Company is to enable value creation in an uncertain environment, promote good governance, address stakeholder expectations proactively and improve organisational resilience and sustainable growth.

The Company has in place a Risk Management Policy which articulates the approach to address the uncertainties in its endeavour to achieve its stated and implicit objectives. The Risk Management Committee of the Company has been entrusted by the Board with the responsibility of reviewing the risk management process in the Company and to ensure that key strategic and business risks are identified and addressed by the management.

The Company periodically reviews and improves the adequacy and effectiveness of its risk management systems considering rapidly changing business environment and evolving complexities. The Company, through the Risk Management process, aims to contain the risk within the risk appetite. There are no risks which in the opinion of the Board may threaten the existence of the Company. The detailed Risk Management Policy of the Company is available at <http://regencyhealthcare.in/wp-content/uploads/Risk-Management-Policy.pdf>.

Loans, Guarantees and Investments

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, as on 31 March 2023, are set out in Notes 10 and 16 of the standalone financial statements.

Deposits

During the year under review, your Company has neither invited nor accepted any deposits from the public, in terms of Section 73 of the Companies Act, 2013 read with Companies Acceptance of Deposit Rules, 2014 and any provisions of the said Section are not applicable to your Company.

Annual Return

In terms of Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company as on 31 March, 2023 is available on the website of the Company at <https://regencyhealthcare.in/investor-relations/>.

Share Capital

During the financial year 2022-23, there was an increase in the Authorised Share Capital of the Company which was approved by the Shareholders at the Extra Ordinary General Meeting convened on 21 March 2023.

The Authorised Share Capital of the Company was increased to ₹ 205,00,00,000 (Rupees Two Hundred Five Crores only) divided into 5,50,00,000 (Five Crores Fifty Lakhs) Equity Shares of ₹ 10 each and 15,00,00,000 (Fifteen Crores) Preference Shares of ₹ 10 each from the existing ₹ 55,00,00,000 (Rupees Fifty Five Crores) only divided into 5,50,00,000 (Five Crore Fifty Lakhs) Equity Shares of ₹ 10 each. Other than this there was no change in the issued, subscribed and paid-up share capital of the Company.

Human Resource Management and related disclosures

Our employees are our most important assets. We are committed to hiring and retaining the best talent. For this, we focus on promoting a collaborative, transparent and participative organization culture, and rewarding merit and sustained high performance. Our human resources management focuses on allowing our employees to develop their skills, grow in their career and navigate their next. Your Company has established an organization structure that is agile and focused on delivering business results. With regular communication and sustained efforts, it is ensuring that employees are aligned on common objectives and have the right information on business evolution. Your Company strongly believes in fostering a culture of trust and mutual respect in all its employees and seeks to ensure that Regency values and principles are understood by all.

Auditors and Auditor's Report**Statutory Auditors**

Walker Chandio & Co LLP, Chartered Accountants, (Firm registration no. 001076N/N500013) was appointed as Statutory Auditors of the Company in the 31st Annual General Meeting held on 20 November, 2020 for the second term of five (5) years from the conclusion of the AGM till the conclusion of 36th AGM to be held in the year 2025 as required under Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014. The Statutory Auditors have confirmed that they satisfy the independence criteria as required under the Act they are not disqualified from being re-appointed as Auditors of the Company.

The Report given by Walker Chandio & Co LLP, Chartered Accountants on the Financial Statements of the Company for the year 2023 is part of the Annual Report. The Notes on

financial statement referred to in the Auditor's Report are self-explanatory and do not call for any further comments. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report. During the year under review, the Auditors had not reported any matter under Section 143 (12) of the Act, therefore no detail is required to be disclosed under Section 134 (3) (ca) of the Act.

Cost Accounts and Cost Auditors

The Company has maintained cost records as specified by the Central Government under sub-section (1) of Section 148 of the Act. Mr. Rishi Mohan Bansal, Cost Accountant, Kanpur (Membership No. 3323) carried out the cost audit of the Company for the financial year 2022-23.

The Board of Directors of the Company, on the recommendation made by the Audit Committee, have appointed Mr. Rishi Mohan Bansal, Cost Accountant, Kanpur (Membership No. 3323) as the Cost Auditors of the Company to conduct the audit of cost records of applicable products for the financial year 2022-23. The Company has received their written consent that the appointment is in accordance with the applicable provisions of the Act and rules framed thereunder. The Cost Auditors have confirmed that they are not disqualified to be appointed as the Cost Auditors of the Company for the financial year ending 2022-23. The Cost Audit Report for the financial year 2021-22 has been filed with the Central Government within the stipulated time on 14 September 2022. During the year under review, the Cost Auditors had not reported any matter under Section 134 (3) (ca) of the act.

The remuneration proposed to be paid to the Cost Auditor, subject to ratification by the Members of the Company at the ensuing 34th AGM, shall be ₹ 30,000/- (Rupees Thirty Thousand only) excluding taxes and out of pocket expenses, if any.

Secretarial Auditors and Secretarial Standards

The Secretarial Audit was carried out by M/s. SKS & Co., Company Secretaries for the financial year ended 31 March 2023. The report given by the Secretarial Auditors is annexed as **Annexure D** and forms an integral part of this Report. The Secretarial Audit Report was self-explanatory and does not call for any further comments. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

In terms of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors appointed M/s. SKS & Co., Company Secretaries as the Secretarial Auditors of the Company in relation to the financial year ending 31 March 2023. The Company has received their written consent that the appointment is in accordance with the applicable provisions of the Act and rules framed thereunder. During the year under review, the Secretarial Auditors had not reported any matter under Section 143 (12) of the Act, therefore no detail is required to be disclosed under Section 134 (3) (ca) of the Act.

The Company has complied with all the applicable provisions of Secretarial Standard on Meetings of Board of Directors (SS-1), Revised Secretarial Standard on General Meetings (SS-2) and Secretarial Standard on Report of the Board of Directors (SS-4) respectively issued by the Institute of Company Secretaries of India.

Internal Auditors

The Company has in place a robust Internal Audit function. In accordance with the provisions of Section 138 of Companies Act, 2013, read with Companies (Accounts) Rules, 2014, your Company had appointed S M A M & Co., Chartered Accountants, as an Internal Auditors of the Company for the period of two years commencing from 1 July 2022 to 30 June 2024 in its Board Meeting dated 26 May 2022.

However, S M A M & Co., Chartered Accountants has tendered their resignation w.e.f. 23 May 2023 and Company has appointed BDO India LLP, Chartered Accountants, as an Internal Auditors of the Company for the period a one year commencing from 1 April 2023 to 31 March 2024.

Registrar and Share Transfer Agent

M/s Skyline Financial Services Private Limited shall continue to act as the Registrar and Share Transfer Agent of the Company.

Vigil Mechanism

The Company has a Vigil Mechanism that provides a formal channel for all its Directors, employees and business associates including customers to approach the Chairman of the Audit Committee and make protected disclosures about any unethical behaviour, actual or suspected fraud or violation of the Regency's Code of Conduct. No person is denied access to the Chairman of the Audit Committee. The Vigil Mechanism in the Company fosters a culture of trust and transparency among all its stakeholders.

The Company promotes ethical behaviour in all its business activities. The Company has a robust vigil mechanism through its Whistle Blower Policy which is in compliance with the provisions of Section 177(10) of the Companies Act, 2013.

The Whistle Blower Policy has been appropriately communicated within the Company and is available on the website of the Company at <http://regencyhealthcare.in/wp-content/uploads/Whistle-Blower-Policy.pdf>. The Whistle Blower Policy aims to:

- allow and encourage stakeholders to bring to the management's notice concerns about unethical behaviour actual or suspected fraud or violation of the Company's code of conduct.
- ensure timely and consistent organisational response.
- build and strengthen a culture of transparency and trust.
- provide protection against victimisation.

Internal Financial Controls and their adequacy

The Board has adopted policies and procedures for ensuring

the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of fraud, error-reporting mechanisms, accuracy and completeness of the accounting records.

The Company has designed and implemented the comprehensive Internal Financial Controls System over financial reporting to ensure that all transactions are authorised, recorded and reported correctly in a timely manner. The Company's Internal Financial Controls over financial reporting provides reasonable assurance over the integrity and reliability of financial statements of the Company.

Periodical programs of Internal Audits are planned and conducted which are also aligned with business objectives of the Company. The meetings with Internal Auditors at Board level are conducted wherein the status of audits and management reviews are informed to the Board.

The Company actively tracks all changes in Accounting Standards, the Act and other related regulations and makes changes to the underlying systems, processes and financial controls to ensure adherence to the same.

The Company uses an established SAP ERP HANA 4 System to record day to day transactions for accounting and financial reporting. The SAP system is configured to ensure that all transactions are integrated seamlessly with the underline books of accounts, which helps in obtaining accurate and complete accounting records and timely preparation of reliable financial disclosures.

Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

Information required under Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014, for the financial year ended 31 March 2023, in relation to the conservation of energy, technology absorption, foreign exchange earnings and out go is annexed as **Annexure E** and forms an integral part of this Report.

Policy on prevention of Sexual Harassment at Workplace

As per the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("Prevention of Sexual Harassment Act"), the Company has formulated a Policy on Prevention of Sexual Harassment at Workplace for prevention, prohibition and redressal of sexual harassment at workplace and an Internal Complaints Committee ("ICC") has also been set up to redress any such complaints received. The constitution of ICC is as per the provisions of POSH and includes external Members from NGO or those individuals having relevant experience.

The Company has zero tolerance towards sexual harassment at the workplace and is committed to providing a safe and conducive work environment to all its employees viz.

permanent, contractual, temporary, trainees and associates and any person visiting the Company at its office.

All employees are committed to ensure that they work in an environment that not only promotes diversity and equality but also mutual trust, equal opportunity and respect for human rights. The Company periodically conducts sessions for employees across the organisation to build awareness about the Policy and the provisions of Prevention of Sexual Harassment Act.

The Committee meets on quarterly basis and as & when required and provides a platform for female employees for registration of concerns and complaints, if any.

During the year under Review i.e. 2022-23 eight (8) meetings were held across all Centres of the Company to discuss on strengthening the safety of employees at the workplace. In addition, the awareness about the Policy and the provisions of Prevention of Sexual Harassment Act are also contained in Employee Handbooks and communication regarding the Policy forms an integral part of Induction Programs imparted to personnel of the Company. During the year under review, no complaints/cases were received by Company or required to be referred to ICC.

Capacity Expansions

The Company continued to invest in expansion of its healthcare facilities to fuel its next phase of growth, accordingly during the year under review the Company identified a land parcel in Varanasi which is proposed for construction of multi- speciality hospital wherein MOU has been executed for implementing this expansion. Further, the construction of Gorakhpur Hospital and Super Speciality Hospital in the acquired land which is adjacent to flagship hospital of the Company is in full swing.

Liquidity

Our principal sources of liquidity are cash and cash equivalents and the cash flow that we generate from our operations. We continue to maintain sufficient cash to meet our strategic and operational requirements. Liquidity enables us to be agile and ready for meeting unforeseen strategic and business needs and opportunities.

Material Changes affecting the Company

There were no material changes and commitments affecting the financial position of the Company which had occurred between the end of financial year and the date of the Report which had affected the going concern status of the Company.

Change in the Nature of Business

During the financial year ended 31 March 2023, there was no change in the nature of business of the Company.

Statement on Investor Education and Protection Fund

Pursuant to the provisions of Section 124 of the Act, Investor

Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") read with the relevant circulars and amendments thereto, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund ("IEPF"), constituted by the Central Government. During the year under review, no amount was due for transfer to IEPF.

Details of Significant and Material Orders, if any

There are no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and the Company's operations in future.

Other Disclosures

- i. No application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year is not applicable; and
- ii. The requirement to disclose the details of difference between amount of the valuation done at the time of onetime settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable.

Appreciations

We thank our customers, vendors, dealers, investors, business associates and bankers for their continued support during the year. We place on record our appreciation for the contribution made by our employees at all levels. Our consistent growth was made possible by their hard work, solidarity, cooperation and support.

Your Company has been able to operate efficiently because of the culture of professionalism, creativity, integrity and continuous improvement in all functions and areas of its operations as well as the efficient utilization of your Company's resources for sustainable and profitable growth.

The Board conveys deep sense of appreciation towards contributions made by every member of Regency Family during the year and expresses a heartfelt thanks and gratefulness to its Private Equity Investors for their continued support and patronage throughout the year.

On behalf of the Board of Directors

Date : 15 September 2023

Place : Kanpur

Atul Kapoor

Chairman and Managing Director

DIN: 01449229

Annexures to the Board's Report

Annexure A - Nomination and Remuneration Policy

1. OBJECTIVE

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto. The Key Objectives of the Committee would be:

- 1.1. To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- 1.2. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- 1.3. To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- 1.4. To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
- 1.5. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- 1.6. To devise a policy on Board diversity.
- 1.7. To develop a succession plan for the Board and to regularly review the plan.

2. DEFINITIONS

- 2.1. Act means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- 2.2. Board means Board of Directors of the Company.
- 2.3. Directors mean Directors of the Company.
- 2.4. Key Managerial Personnel means
 - 2.4.1. Chief Executive Officer or the Managing Director or the Manager;
 - 2.4.2. Whole-time Director;
 - 2.4.3. Chief Financial Officer;
 - 2.4.4. Company Secretary; and
 - 2.4.5. such other officer as may be prescribed.
- 2.5. Senior Management means personnel of the Company who are members of its core management team excluding the Board of Directors including Functional Heads.

3. ROLE OF COMMITTEE

3.1. Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee

The Committee shall:

- 3.1.1. Formulate the criteria for determining qualifications,

positive attributes and independence of a Director.

- 3.1.2. Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.
- 3.1.3. Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.

3.2. Policy for appointment and removal of Director, KMP and Senior Management

3.2.1. Appointment criteria and qualifications:

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- c) The Company shall not appoint or continue the employment of any person as Whole Time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

3.2.2. Term / Tenure:

- a) Managing Director/Whole-time Director: The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.
- b) Independent Director: An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report. - No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on October 1, 2014 or such other date as may be

determined by the Committee as per regulatory requirement; he/ she shall be eligible for appointment for one more term of 5 years only. - At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven Listed Companies as an Independent Director and three Listed Companies as an Independent Director in case such person is serving as a Whole-time Director of a Listed Company or such other number as may be prescribed under the Act

3.2.3. Evaluation:

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).

3.2.4. Removal:

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

3.2.5. Retirement:

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

3.3. Policy relating to the Remuneration for the Whole-time Director, KMP and Senior Management Personnel

3.3.1. General:

- a) The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the Shareholders of the Company and Central Government, wherever required. b) The remuneration and commission to be paid to the Whole-time Director shall be in accordance with the percentage / slabs / conditions laid down in the Articles of Association of the Company and as per the provisions of the Act. c) Increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Director. d) Where any insurance is taken by the Company

on behalf of its Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

3.3.2. Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management Personnel:

a) Fixed pay:

The Whole-time Director/ KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's Contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board/ the Person authorized by the Board on the recommendation of the Committee and approved by the Shareholders and Central Government, wherever required.

b) Minimum Remuneration:

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director in accordance with the provisions of Schedule V of the Act and if it is not able to comply with such provisions, with the previous approval of the Central Government.

c) Provisions for excess remuneration:

If any Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

3.3.3. Remuneration to Non- Executive / Independent Director:

a) Remuneration / Commission:

The remuneration / commission shall be fixed as per the slabs and conditions mentioned in the Articles of Association of the Company and the Act.

b) Sitting Fees:

The Non- Executive / Independent Director may receive

remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed ₹ One Lac per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

c) Commission:

Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Act.

d) Stock Options:

An Independent Director shall not be entitled to any stock option of the Company.

4. MEMBERSHIP

- 4.1 The Committee shall consist of a minimum 3 Non-Executive Directors, majority of them being Independent.
- 4.2 Minimum three (2) members shall constitute a quorum for the Committee meeting.
- 4.3 Membership of the Committee shall be disclosed in the Annual Report.
- 4.4 Term of the Committee shall be continued unless terminated by the Board of Directors.

5. CHAIRPERSON

- 5.1 Chairperson of the Committee shall be an Independent Director.
- 5.2 Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- 5.3 In the absence of the Chairperson, the members of the Committee present at the meeting shall choose one amongst them to act as Chairperson.
- 5.4 Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the Shareholders' queries.

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

- 7.1 A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.

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

8. SECRETARY

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

9. VOTING

- 9.1 Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- 9.2 In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. NOMINATION DUTIES

The duties of the Committee in relation to nomination matters include:

- 10.1 Ensuring that there is an appropriate induction in place for new Directors and members of Senior Management and reviewing its effectiveness;
- 10.2 Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Act;
- 10.3 Identifying and recommending Directors who are to be put forward for retirement by rotation;
- 10.4 Determining the appropriate size, diversity and composition of the Board;
- 10.5 Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;
- 10.6 Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- 10.7 Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
- 10.8 Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- 10.9 Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- 10.10 Recommend any necessary changes to the Board; and
- 10.11 Considering any other matters, as may be requested by the Board.

11. REMUNERATION DUTIES

The duties of the Committee in relation to remuneration matters include:

- 11.1 to consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.
- 11.2 to approve the remuneration of the Senior Management including Key Managerial Personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company.
- 11.3 to delegate any of its powers to one or more of its members or the Secretary of the Committee.
- 11.4 to consider any other matters as may be requested by the Board.
- 11.5 Professional indemnity and liability insurance for Directors and Senior Management.

12. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

On behalf of the Board of Directors

Date : 15 September 2023

Place : Kanpur

Atul Kapoor

Chairman and Managing Director
DIN: 01449229

Annexure B - Annual Report on CSR Activities

[Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014]

1. Brief outline on CSR Policy of the Company

Our CSR initiatives are guided by our CSR Policy. Regency Hospital Limited conducts its CSR activities through its CSR wing "Amrita Charitable Trust", a non-profit organisation registered under Societies Registration Act, 1860. The Company's efforts in society are focussed on the ambition of enabling healthier and happier lives for individuals and families, on providing services to those children having delay in various areas of development like motor speech disorder, activities of daily living, interpersonal skills, functional academics and vocational training.

Your Company's commitment to the society is sincere and longstanding. The CSR Policy of the Company is available on the website at (<https://regencyhealthcare.in/investor-relations/>). In accordance with the CSR philosophy of the Company & specified activities under Schedule VII to the Companies Act, 2013, the CSR activities of the Company covers following areas viz. Special Education, Psychological Evaluation and Intervention, Occupational Therapy, Physiotherapy and Speech Therapy.

2. Composition of CSR Committee

The CSR Committee of the Board is responsible for overseeing the execution of the Company's CSR Policy. The CSR Committee comprises of Independent Director, Managing Director and Whole Time Director at the end of F.Y. 2022-23 and the details pertaining to the same are tabulated as under:

S. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Anil Kumar Khemka	Independent Director, Chairman of the Committee	1	1
2.	Dr. Atul Kapoor	Managing Director, Member of the Committee	1	1
3.	Dr. Rashmi Kapoor	Whole Time Director, Member of the Committee	1	1

3. Web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company

<http://regencyhealthcare.in/wp-content/uploads/Corporate-Social-Responsibility-Policy.pdf>.

4. Executive Summary along with the web-link of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8, if applicable

Not Applicable for the financial year 2022-23.

5. (a) Average net profit of the Company as per Section 135(5): ₹ 14,10,73,278.52

(b) Two percent of average net profit of the Company as per section 135(5): ₹ 28,21,466.00

(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: ₹ 5,99,410.00

(e) Total CSR obligation for the financial year (b + c - d): ₹ 22,22,056.00

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹ 23,21,000.00

(b) Amount spent in Administrative Overheads: Nil

(c) Amount spent on Impact Assessment, if applicable: Not Applicable

(d) Total amount spent for the financial year (a + b + c): ₹ 23,21,000.00

(e) CSR amount spent or unspent for the financial year 2022-23:

Total Amount Spent for the financial year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
23,21,000.00	-	-	-	-	-

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

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

7. Details of Unspent CSR amount for the preceding three financial years:

1	2	3	4	5	6		7	8
S. No	Preceding financial year(s)	Amount transferred to Unspent CSR Account under Section 135 (6) (in ₹)	Balance Amount in Unspent CSR Account under Section 135 (6) (in ₹)	Amount spent in the financial year (in ₹)	Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5), if any		Amount remaining to be spent in succeeding financial years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of Transfer		
NIL								

8. Whether any capital assets have been created or acquired through CSR amount spent in the financial year: No

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

For and on behalf of CSR Committee

Atul Kapoor
Managing Director
DIN : 01449229

Anil Kumar Khemka
Chairman CSR Committee
DIN : 00270032

Date : 15 September 2023

Place : Kanpur

Annexure C - Form AOC-2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in Sub Section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

S. No.	Particulars	Details
A	Name (s) of the related party & nature of relationship	NIL
B	Nature of contracts/arrangements/transaction	
C	Duration of the contracts/arrangements/transaction	
D	Salient terms of the contracts or arrangements or transaction including the value, if any	
E	Justification for entering into such contracts or arrangements or transactions	
F	Date of approval by the Board	
G	Amount paid as advances, if any	
H	Date on which the special resolution was passed in General meeting as required under first proviso to Section 188	

On behalf of the Board of Directors

Date : 15 September 2023

Place : Kanpur

Atul Kapoor
 Chairman and Managing Director
 DIN: 01449229

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

Name of the related party	Nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of contracts/ arrangements/ transaction	Salient Terms of the contracts/ arrangements/ transactions including the value, if any	Date of approval by the Board, if any	Amount paid as advances if any
Atul Kapoor	Managing Director	1. Managerial Remuneration 2. Availing Lease service for land	1. 3 years till 31 March 2023 2. 9 years 3 Months w.e.f. 1 Jan 2022	1. Board Resolution dated 3 June 2020 & Shareholder Resolution dated 20 November 2020 for ₹ 1,21,50,000 excluding benefits and amenities 2. ₹ 40,20,300 as Land Rent for the property situated at A-2, Sarvodaya Nagar, Kanpur	25 February 2022	Nil
Rashmi Kapoor	Whole Time Director	1. Managerial Remuneration 2. Availing Lease service for land 3. Doctor's fees 4. Share in Investigation Charges	1. 3 years till 31 March 2023 2. 1 year w.e.f. 1 November 2020 3. 1 year 4. 1 year	1. Board Resolution dated 3 June 2020 & Shareholder Resolution dated 20 November 2020 for ₹ 92,40,000 excluding benefits and amenities 2. ₹ 39,00,000 as Office Rent for the property situated at 117/H-1/197, Pandu Nagar, Kanpur 3. ₹ 1,88,11,090 as Doctors fee for patient consultant 4. ₹ 36,00,000 for Availing services for Investigation charges.	25 February 2022	Nil
Arun Kapoor	Relative of Director	1. Remuneration as office or place of profit 2. Availing Lease Service for land	1. 1 year 2. 9 years 3 Months w.e.f. 1 Jan 2022	1. ₹ 13,99,998 as Salary for office or place of profit in Regency Institute of Nursing 2. ₹ 40,20,300 as Land Rent for the property situated at A-2, Sarvodaya Nagar, Kanpur	25 February 2022	Nil
Abhishek Kapoor		Remuneration as office or place of profit	3 years w.e.f. 1 April 2020	₹ 64,68,000 as Salary for office or place of profit	25 February 2022	Nil
Jahnvi Kapoor		Remuneration as office or place of profit	1 year	₹ 18,00,000 as Salary for office or place of profit	25 February 2022	Nil

Regency Nephrocare Pvt. Ltd.	Associate Company	1. Leasing of Land & Building 2. Medical Fee Payable	1 year	1. ₹ 72,02,689 Mn as Rent for Leasing of Land & Building situated at Renal, Swaroop Nagar, Kanpur 2. ₹ 8,38,86,009 for Availing Services of kit/package for dialysis	25 February 2022	Nil
Sibling Lifecare Pvt. Ltd.	Wholly Owned Subsidiary	Purchase of Medicines	1 year	₹ 54,07,37,874 for Purchase of Medicines/ Pharmacy	25 February 2022 & 15 September 2023	Nil
Regency Institute of Nursing		Rent	1 year	₹ 42,87,500 Mn for rental services	25 February 2022	Nil

On behalf of the Board of Directors

Date : 15 September 2023
Place : Kanpur

Atul Kapoor
Chairman and Managing Director
DIN: 01449229

Annexure D - Secretarial Audit Report

Form No. MR-3
FOR THE FINANCIAL YEAR ENDED 31.03.2023

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

To,
The Members
REGENCY HOSPITAL LIMITED,
(CIN: U85110UP1987PLC008792)
A-2 SARVODAYA NAGAR KANPUR, U.P. 208005

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Regency Hospital limited (hereinafter called 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.

In our opinion as based on the information provided to us by the Company its officers, agents and authorized representatives during the conduct of secretarial audit and our verification of the books, papers, minute books, forms and returns filed and other records maintained and made available to us by the Company. We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31.03.2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by Regency Hospital Limited ("the Company") for the financial year ended on 31.03.2023 according to the provisions of:
 - The Companies Act, 2013 (the Act) and the rules made thereunder;
 - The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
 - The 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;
 - Environmental Protection Act, 1986;
 - Indian Medical Council Act 1956;
 - Drug and Cosmetic Act, 1940 and Amendment Act, 1982;
 - Drugs and Cosmetic Rules, 1945;

- The Pharmacy Act 1948, Blood Bank Regulations, Drugs Control Act 1950, and other laws applicable on the hospitals.

I further report that, having regard to the compliance system prevailing in the Company and on examination of relevant documents and records in pursuance thereof, the Company has complied with other Acts, Regulations, Guidelines and Standards which are specifically applicable on the operation of the businesses of the Company.

We have also examined compliance with the Secretarial Standards issued by the Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines 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 and Independent Directors.

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

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

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

We further report that during the Audit Period, the Company has not undertaken any specific events/ actions that can have a bearing on the Company's compliance responsibility in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards, etc.

Schedule-A

For **S K S & COMPANY**
Company Secretaries

Date: 15 September 2023 (SURENDRAKUMAR SAHU)
Place: Kanpur FCS 5182, C.P. No. 4040
Peer Review certificate no. 1551/2021
UDIN : F005182E001022572

Note: This Report is to be read with our letter of even date which is annexed as Schedule- A and forms an integral part of this Report.

The Members
REGENCY HOSPITAL LIMITED,
{CIN: U85110UP1987PLC008792}
A-2 SARVODAYANAGAR KANPUR, U.P. 208005

Our Report of even date is to be read along with this letter;

- (i) 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.
- (ii) We have followed the audit practices and processes as 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.
- (iii) We have not verified the compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts since the same have been subject to review by the statutory financial auditors, tax auditors and other designated professionals.
- (iv) The status of compliance of other laws as listed in our Report, we relied upon the statement provided by the Management.
- (v) Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events, etc.
- (vi) 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 the same on test basis.
- (vii) 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 **S K S & COMPANY**
Company Secretaries

Date: 15 September 2023 (SURENDRAKUMAR SAHU)
Place: Kanpur FCS 5182, C.P. No. 4040
UDIN : F005182E001022572

Annexure E - Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo etc:

Information on conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo required to be disclosed under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is provided hereunder:

A. Conservation of Energy:

The operations of your Company are not energy intensive, however significant priority and attention towards Energy conservation is given at all levels. All efforts are made to conserve and optimize use of energy with continuous monitoring, improvement in maintenance and distribution systems and through improved operational techniques.

The Company has reduced the internal energy consumption through the following:

1. Replacement of CFL lamps with led lights which helped to achieve saving of electricity cost.
2. Phasing out of conventional AHU Blowers and replacing them with EC Plug fans.
3. Installation of timers to regulate the AC units and switching on alternate lights and corridors.
4. Controlling usage of air conditioners in the non-occupied areas.
5. Design new buildings to match high efficiency standards with respect to consumption of light and other energy resources.

The Company constantly evaluates and invests in new technology to make the infrastructure more energy efficient. As the cost of energy forms a very small portion of the total costs the financial implications of these measures are not material.

B. Technology absorption:

1. **The efforts made towards technology absorption-** Updation of Technology is a continuous process, absorption implemented and adapted by the Company for innovation. Efforts are continuously made to implement new machines required in the Healthcare Industry.
2. **The benefits derived like product improvement, cost reduction, product development or import substitution-** By the updated use of technology and new machines, Company has been able to successfully retain the patient's confidence with respect to its improved treatment. Company is coupled with a team of qualified Doctors and latest available diagnosis machines.

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

Over the years, the Company has bought into the State of U.P., the best that world has to offer in terms of technology. In the continuous endeavour to serve the patient better and to bring healthcare of international standards, your Company has introduced latest technology equipments in its hospitals as:

1. 128 Slice CT scan Machine
2. 1.5 Tesla MRI Machine
3. PET CT Machine
4. True Beam Radiotherapy system

4. The expenditure incurred on Research and Development - Research and Technology and innovation continue to be one of the key focus area to drive growth. To support this, Company avails services of qualified and experienced professionals / consultants. The development work is carried by the concerned department on an ongoing basis. The expenses and cost of assets are grouped under the respective heads.

C. Foreign exchange earnings and Outgo-

- i. the Actual Inflows: Nil
- ii. the Actual Outflows:

License Fees-	
EURO	8,000
INR	7,10,400

On behalf of the Board of Directors

Date : 15 September 2023

Place : Kanpur

Atul Kapoor

Chairman and Managing Director
DIN: 01449229

Independent Auditor's Report to the Members of Regency Hospital Limited**Report on the Audit of the Standalone Financial Statements****Opinion**

1. We have audited the accompanying standalone financial statements of Regency Hospital Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Information other than the Financial Statements and Auditor's Report thereon

4. The Company's Board of Directors are responsible for the other information. Other information does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

The Annual Report is not made available to us at the date of this auditor's report. We have nothing to report in this regard.

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

5. The accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS specified under section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
6. In preparing the financial statements, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
7. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

8. 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 Standards on Auditing 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.
9. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls;
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
 - Conclude on the appropriateness of Board of Directors' 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;
- 10. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on Other Legal and Regulatory Requirements

11. As required by section 197(16) of the Act based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.
12. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act we give in the Annexure A a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
13. Further to our comments in Annexure A, as required by section 143(3) of the Act based on our audit, we report, to the extent applicable, 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 purpose of our audit of the accompanying standalone financial statements;
 - 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 standalone financial statements dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;
 - e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 from being appointed as a director in terms of section 164(2) of the Act;
 - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2023 and the operating effectiveness of such controls, refer to our separate Report in Annexure B wherein we have expressed an unmodified opinion; and

- g) 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, as detailed in note 47 to the standalone financial statements, has disclosed the impact of pending litigation on its financial position as at 31 March 2023;
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2023;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2023;
- iv. a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 51(xii) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any persons or entities, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
- b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 51(xii) to the standalone financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
- v. The Company has not declared or paid any dividend during the year ended 31 March 2023.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 requires all companies which use accounting software for maintaining their books of account, to use such an accounting software which has a feature of audit trail, with effect from the financial year beginning on 1 April 2023 and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 (as amended) is not applicable for the current financial year.

For Walker Chandlok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Rohit Arora

Partner

Membership No.: 504774

UDIN: 23504774BGTGSG8732

Place: Gurugram

Date: 15 September 2023

Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Regency Hospital Limited on the standalone financial statements for the year ended 31 March 2023

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 report that:

- (i)
- (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and right of use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a regular programme of physical verification of its property, plant and equipment and right of use assets under which the assets are physically verified in a phased manner over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, certain property, plant and equipment and right of use assets were verified during the year and no material discrepancies were noticed on such verification.
- (c) The title deeds of all the immovable properties held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in note 5 to the standalone financial statements are held in the name of the Company. For title deeds of immovable properties as mentioned in the table below, which have been mortgaged as security for loans or borrowings taken by the Company, confirmations with respect to title of the Company have been directly obtained by us from the respective lenders.

(Amount in INR millions)

Description of property	Address of Property	Gross block amount
Land and Building	A-4, Sarvodaya Nagar Oncology and Gastro Unit, Kanpur Nagar, Uttar Pradesh (208005)	59.63
Land and Building	117/101K, Kakadeo, K-Block, Scheme-1, Kanpur- Uttar Pradesh	8.69
Land and Building	113/104 Block-C Scheme-VII Swaroop Nagar, Kanpur (U.P.)	56.14

- (d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year.
- (e) No proceedings have been initiated or are pending against the Company for holding any benami property

under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder.

- (ii)
- (a) The management has conducted a physical verification of inventory at reasonable intervals during the year, except for kitchen and other consumable items aggregating to Rs. 8.81 millions as at 31 March 2023, which have not been verified during the year. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed as compared to book records. However, in respect of inventories which were not physically verified we are unable to comment on the discrepancies which could have arisen between physical inventory and book records.
- (b) As disclosed in note 51(xiv) to the standalone financial statements, the Company has been sanctioned a working capital limit in excess of Rs 5 crore by banks based on the security of current assets. The quarterly statements, in respect of the working capital limits have been filed by the Company with such banks and such statements are in agreement with the books of account of the Company for the respective periods, which were/were not subject to audit/review.
- (iii)
- (a) The Company has provided advances in the nature of loans and guarantee to Subsidiaries /Others during the year as per details given below:

(Amount in INR millions)

Particulars	Guarantees	Security	Loans	Advances in nature of loans
Aggregate amount provided/granted during the year:				
- Subsidiaries	71.60	-	-	-
- Others	4.00	-	-	-
Balance outstanding as at balance sheet date in respect of above cases:				
- Subsidiaries	33.49	-	-	-
- Others	2.62	-	-	-

- (b) In our opinion, and according to the information and explanations given to us, guarantees provided and terms and conditions of the grant of all advances in the nature of loans and guarantees provided are, prima facie, not prejudicial to the interest of the Company.
- (c) The respect of advances in the nature of loans granted by the Company, the schedule of repayment of principal has been stipulated and the repayments/receipts of principal are regular. Further, no interest is receivable on such advances in the nature of loans.
- (d) There is no overdue amount in respect of advances in the nature of loans granted to such other parties.
- (e) The Company has granted advances in the nature of loans which had fallen due during the year and were repaid on or before the due date. Further, no fresh loans were granted to any party to settle the overdue advances in nature of loan.
- (f) The Company has not granted any loans or advances in the nature of loans, which are repayable on demand or

without specifying any terms or period of repayment.

- (iv) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of sections 185 and 186 of the Act in respect of loans and investments made and guarantees and security provided by it, as applicable.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- (vi) The Central Government has specified maintenance of cost records under sub-section (1) of section 148 of the Act in respect of the products of the Company. We have broadly reviewed the books of account maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii)
- (a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute except for the following:

Name of the statute	Nature of dues	Gross Amount (₹million)	Amount paid under Protest (₹million)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
The Income Tax Act, 1961	Income Tax	1.57	-	AY2020-21	Deputy commissioner of income tax	NA
Customs Act, 1962	Custom duty	3.85	1.92	1990-93	Hon'ble Allahabad High Court	Pending for disposal at Allahabad High Court

- (viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been previously recorded in the books of accounts.
- (ix)
- (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us including confirmations received from banks/ financial institution and representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained.
- (d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have, prima facie, not been utilised for long term purposes.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or associates.
- (f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries or associate companies.
- (x)
- (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi)
- (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company has been noticed or reported during the period covered by our audit.

- (b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the period covered by our audit.
- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the standalone financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.
- (xiv)
- (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system as per the provisions of section 138 of the Act which is commensurate with the size and nature of its business.
- (b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clauses 3(xvi)(a),(b) and (c) of the Order are not applicable to the Company.
- (a) Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CIC.
- (xvii) The Company has not incurred any cash losses in the current financial year as well as the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the plans of the Board of Directors and management 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)
- (a) According to the information and explanations given to us, there are no unspent amounts towards Corporate Social Responsibility pertaining to other than ongoing projects as at end of the current financial year. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us, there are no unspent amounts towards Corporate Social Responsibility pertaining to any ongoing project as at end of the current financial year. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable to the Company.
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For Walker Chandio & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Rohit Arora

Partner

Membership No.: 504774

UDIN: 23504774BGTGSG8732

Place: Gurugram

Date: 15 September 2023

Annexure B

Independent Auditor's Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the standalone financial statements of Regency Hospital Limited ('the Company') as at and for the year ended 31 March 2023, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note 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 the Company's 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 Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.
4. 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 includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

5. 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

6. A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone 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 standalone financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2023, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Walker Chandniok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Rohit Arora

Partner

Membership No.: 504774

UDIN: 23504774BGTGSG8732

Place: Gurugram

Date: 15 September 2023

Standalone Balance Sheet as at 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

	Notes	As at 31 March 2023	As at 31 March 2022
ASSETS			
Non-current assets			
Property, plant and equipment	5	2,924.94	2,994.57
Right of use asset	6	398.27	413.50
Capital work-in-progress	7	421.00	90.79
Other intangible assets	8	12.78	9.09
Intangible assets under development	9	6.32	6.67
Financial assets			
Investments	10	15.31	15.31
Other Financial Assets	11	114.78	406.55
Income tax assets (net)	12	39.24	80.39
Other non-current assets	14	53.75	19.96
Total non-current assets		3,986.39	4,036.83
Current assets			
Inventories	15	127.25	112.50
Financial assets			
Investments	16	3.21	271.26
Trade receivables	17	626.04	298.33
Cash and cash equivalents	18	354.61	915.25
Other bank balances	19	38.89	0.88
Other financial assets	20	59.65	43.79
Other current assets	21	46.96	38.05
Total current assets		1,256.61	1,680.06
Total assets		5,243.00	5,716.89
EQUITY AND LIABILITIES			
Equity			
Equity share capital	22	140.43	140.43
Other equity	23	1,900.56	1,602.86
Total equity		2,040.99	1,743.29
Non-current liabilities			
Financial liabilities			
Borrowings	24	1,328.63	1,489.53
Lease liabilities		349.41	363.89
Other financial liabilities	25	28.07	43.22
Deferred tax liabilities (net)	13	143.10	110.49
Total non-current liabilities		1,849.21	2,007.13
Current liabilities			
Financial liabilities			
Borrowings	26	477.74	1,156.03
Lease liabilities		69.12	69.49

Standalone Balance Sheet as at 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

Trade payables	27		
(a) total outstanding dues to micro and small enterprises		7.51	4.40
(b) total outstanding dues of creditors other than micro and small enterprises		327.66	273.00
Other financial liabilities	28	243.66	254.34
Other current liabilities	29	221.21	188.02
Provisions	30	5.90	21.19
Total current liabilities		1,352.80	1,966.47
Total liabilities		3,202.01	3,973.60
Total equity and liabilities		5,243.00	5,716.89

Summary of significant accounting policies

3

The accompanying notes are an integral part of the standalone financial statements.

This is the Standalone Balance Sheet referred to in our report of even date.

 For **Walker Chandlok & Co LLP**
 Chartered Accountants
 Firm's Registration No.: 001076N/N500013

 For and on behalf of the Board of Directors of
Regency Hospital Limited
Rohit Arora
 Partner
 Membership No: 504774

Atul Kapoor
 Managing Director
 DIN: 01449229

Rashmi Kapoor
 Whole Time Director
 DIN: 01818323

Rajesh Shroff
 Chief Financial Officer

Kriti Misra
 Company Secretary

Place : Gurugram
Date : 15 September 2023

Place : Kanpur
Date : 15 September 2023

Place : Kanpur
Date : 15 September 2023

Statement of Standalone Profit and Loss for the period ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

	Notes	For the year ended 31 March 2023	For the year ended 31 March 2022
Income			
Revenue from operations	31	4,244.55	3,644.35
Other income	32	37.11	66.63
Total income		4,281.66	3,710.98
Expenses			
Cost of materials consumed	33	999.90	857.13
Employee benefit expenses	34	673.76	554.94
Finance costs	35	188.57	186.74
Depreciation and amortisation expenses	36	282.12	261.52
Other expenses	37	1,712.17	1,485.08
Total expenses		3,856.52	3,345.41
Profit before tax		425.14	365.57
Tax expense	38		
Current tax		106.24	36.92
Current tax relating to earlier year		(6.34)	-
Deferred tax		31.33	55.63
		131.23	92.55
Profit for the year		293.91	273.02
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurement (losses) on post employment benefit obligations		5.07	(10.65)
Income tax relating to above items		(1.28)	2.68
Other comprehensive income/(loss) for the year		3.79	(7.97)
Total comprehensive income for the year		297.69	265.05
Earnings per equity share			
Basic	39	20.93	19.44
Diluted		20.93	19.44
Summary of significant accounting policies	3		
The accompanying notes form an integral part of these standalone financial statements			
This is the Standalone Statement of Profit and Loss referred to in our report of even date			

For Walker Chandlok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

For and on behalf of the Board of Directors of
Regency Hospital Limited

Rohit Arora
Partner
Membership No: 504774

Atul Kapoor
Managing Director
DIN: 01449229

Rashmi Kapoor
Whole Time Director
DIN: 01618323

Rajesh Shroff
Chief Financial Officer

Kriti Misra
Company Secretary

Place : Gurugram
Date : 15 September 2023

Place : Kanpur
Date : 15 September 2023

Place : Kanpur
Date : 15 September 2023

Standalone Cash Flow Statement for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

	For the year ended 31 March 2023	For the year ended 31 March 2022
A. Cash flow from operating activities		
Profit before tax	425.14	365.57
Adjustments for :		
Other comprehensive income	5.07	(10.65)
Depreciation and amortisation expense	282.12	261.52
Loss on sale of property, plant and equipment (net)	0.82	1.56
Finance cost	143.05	135.69
Interest income	(21.05)	(39.19)
Profit on sale of mutual funds	(1.06)	(2.98)
Bad debts written off	94.78	53.43
Interest on lease liability	45.52	51.05
Operating profit before working capital changes	974.39	816.00
Adjustments for :		
(Increase) in inventories	(14.75)	(9.74)
(Increase) in trade receivables	(422.50)	(127.76)
(Increase) in financial & other assets	(25.01)	(14.38)
Increase/(decrease) in trade payables	57.76	(46.99)
Increase in financial & other liabilities	69.21	114.15
Increase /(decrease) in provisions	(15.30)	13.42
Movement in Loans	291.77	102.95
Cash generated from operations	915.57	847.65
Income tax paid, net of refund	(58.75)	(26.03)
Net cash generated from operating activities	856.82	821.62
B. Cash flows from investing activities		
Purchase of Property, plant and equipment (including movement in capital work-in-progress, payable for capital creditors and capital advances)	(556.08)	(274.44)
Proceeds from sale of property, plants and equipment	3.78	4.94
ROU related payments	(1.52)	-
Purchase of intangible assets	(5.64)	(0.06)
Intangibles under development	(6.32)	(1.70)
Purchase of current investments	(325.08)	(284.38)
Proceeds from sale of current investments	594.19	20.00
Movement in Deposits	(37.53)	(0.03)
Interest received	20.56	39.19
Net cash (used in) investing activities	(313.64)	(496.48)
C. Cash flows from financing activities		
Repayment of principal component of lease obligation	(72.78)	(68.60)
Payment of interest on lease obligation	(45.52)	(51.05)
(Repayment)/ proceeds from short-term borrowings (net)	(26.62)	139.56
Proceeds from loan taken	77.84	739.29
Repayment of principal component of borrowings	(890.40)	(164.20)
Interest Paid	(146.34)	(132.97)
Fund Raising Expenditure	-	-
Net cash (used in)/generated from financing activities	(1,103.82)	462.03
Net increase in cash and cash equivalents (A+B+C)	(560.64)	787.17
Cash and cash equivalents at the beginning of the year	915.25	128.08
Cash and cash equivalents at the end of the year	354.61	915.25

Cash and cash equivalent above are comprise the following : (refer note 18)		
Balances with banks:		
- in current accounts	81.12	905.33
Cash in hand	7.64	5.67
Term Deposits (with maturity up to 3 months)	265.85	4.25
Cash and cash equivalents at the end of the year	354.61	915.25

Note : The above Cash Flow Statement has been prepared under the indirect method as set out in the applicable Indian Accounting Standard [Indian Accounting Standard - 7 on "Statement of Cash Flows" specified under section 133 of the Companies Act, 2013 (the 'Act') read with the Companies (Indian Accounting Standards) Rules, 2015.]

This is the Standalone Cash Flow Statement referred to in our report of even date

For **Walker Chandlok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

For and on behalf of the Board of Directors of
Regency Hospital Limited

Rohit Arora
Partner
Membership No: 504774

Atul Kapoor
Managing Director
DIN: 01449229

Rashmi Kapoor
Whole Time Director
DIN: 01818323

Rajesh Shroff
Chief Financial Officer

Kriti Misra
Company Secretary

Place : Gurugram
Date : 15 September 2023

Place : Kanpur
Date : 15 September 2023

Place : Kanpur
Date : 15 September 2023

Regency Hospital Limited (Standalone)**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023**

(All amounts in ₹ million, unless otherwise stated)

1. Corporate information

Regency Hospital Limited (the 'Company') is a public limited Company, incorporated on 8 June 1987. The Company provides a wide range of super speciality services in the field of healthcare. The shares of the Company were listed at Bombay Stock Exchange (BSE) and stand delisted with effect from 18 November 2015 on receipt of notice from BSE dated 3 November 2015 in response to Company's application for delisting under Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and Securities and Exchange Board of India (Delisting of Equity Shares) (Amendment) Regulations, 2015.

2. Basis of preparation of standalone financial statements

These standalone financial statements have been prepared in accordance with the recognition and measurement requirements of Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The standalone financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the standalone financial statements. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

The standalone financial statements have been prepared under historical cost convention basis except for the following -

- Certain financial assets which are measured at fair value;
- Defined benefit plans - plan assets measured at fair value;

Recent pronouncements

Ministry of Corporate Affairs ("MCA") has notified the following new amendments to Ind AS which the Company has not applied as they are effective for annual periods beginning on or after April 1, 2023.

Amendment to Ind AS 1 "Presentation of Financial Statements"

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information is material if, together with other information can reasonably be expected to influence decisions of primary users of general purpose standalone financial statements. The Company does not expect this amendment to have any significant impact in its standalone financial statements.

Amendment to Ind AS 12 "Income Taxes"

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences.

Amendment to Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and Errors"

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in standalone financial statements that are subject to measurement uncertainty". Entities use measurement techniques and inputs to develop accounting estimates if accounting policies require items in standalone financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its standalone financial statements.

3. Summary of significant accounting policies**a. Property plant and equipment**

Property, plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits

Regency Hospital Limited (Standalone)**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023**

(All amounts in ₹ million, unless otherwise stated)

attributable to such subsequent cost associated with the item will flow to the Company. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

In case an item of property, plant and equipment is acquired on deferred payment basis, interest expenses included in deferred payment is recognised as interest expense and not included in cost of asset.

Subsequent measurement (depreciation and useful lives)
Depreciation on property, plant and equipment is provided using written down value method over the estimated useful life of the assets in a manner prescribed in Part C of Schedule II of the Companies Act, 2013.

The identified components are depreciated separately over their useful lives. The remaining components are depreciated over the life of the principal property, plant and equipment.

The residual values, useful lives and method of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

Where, during any financial year, any addition has been made to any asset, or where any asset has been sold, discarded, demolished or destroyed, or significant components replaced; depreciation on such assets is calculated on a pro rata basis as individual assets with specific useful life from the month of such addition or, as the case may be, up to the month on which such asset has been sold, discarded, demolished or destroyed or replaced.

De-recognition

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

b. Intangible assets*Recognition and initial measurement*

Purchased intangible assets are stated at cost less accumulated amortization and impairment, if any.

Subsequent measurement (amortisation)

All finite-lived intangible assets are accounted for using the cost model whereby capitalised costs are amortised on a straight-line basis over their estimated useful lives. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

Residual values and useful lives are reviewed at each reporting date. Intangible assets are amortised over the period of 5 years on a straight line method.

Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses.

De-recognition

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is de-recognized.

c. Leases**The Company as a lessee**

The Company's lease asset classes primarily consist of leases for land and 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 recognises 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.

Regency Hospital Limited (Standalone)

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

(All amounts in ₹ million, unless otherwise stated)

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.

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 remeasured 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.

d. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is necessary to complete and prepare the asset for its intended use or sale. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Capitalisation of borrowing costs is suspended in the period during which the active development is delayed due to, other than temporary, interruption. All other borrowing costs are charged to the statement of profit and loss as incurred.

e. Financial instruments

Financial instruments are recognised when the Company becomes a party to the contractual provisions of the instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value.

If the Company determines that the fair value at initial recognition differs from the transaction price, the Company accounts for that instrument at that date as follows:

- a) at the measurement basis mentioned above if that fair value is evidenced by a quoted price in an active market for an identical asset or liability (i.e. a Level 1 input) or based on a valuation technique that uses only data from observable markets. The Company recognises the difference between the fair value at initial recognition and the transaction price as a gain or loss.
- b) in all other cases, at the measurement basis mentioned above, adjusted to defer the difference between the fair value at initial recognition and the transaction price. After initial recognition, the Company recognises that deferred difference as a gain or loss only to the extent that it arises from a change in a factor (including time) that market participants would take into account when pricing the asset or liability.

Subsequent measurement of financial assets and financial liabilities is described below.

Financial assets

Classification and subsequent measurement

For the purpose of subsequent measurement, financial assets are classified into the following categories upon initial recognition:

- i. Financial assets at amortised cost - a financial instrument is measured at amortised cost if both the following conditions are met:
 - The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
 - Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest method.

De-recognition of financial assets

A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

Regency Hospital Limited (Standalone)

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

(All amounts in ₹ million, unless otherwise stated)

Financial liabilities

Subsequent measurement

After initial recognition, the financial liabilities are subsequently measured at amortised cost using effective interest method. Amortised cost is calculated after considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The effect of EIR amortisation is included as finance costs in the statement of profit and loss.

De-recognition of financial liabilities

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

f. Impairment of financial assets

All financial assets except for those at FVTPL are subject to review for impairment at least at each reporting date to identify whether there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets.

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets carried at amortised cost.

ECL is the weighted average of difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights.

When estimating the cash flows, the Company is required to consider -

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Trade receivables

- (i) **For debtors that are not past due** - The Company applies approach permitted by Ind AS 109 Financial Instruments, which requires lifetime expected credit losses to be recognised upon initial recognition of receivables. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument.

The Company uses the expected credit loss model to assess any required allowances and uses a provision matrix to compute the expected credit loss allowance for trade receivables. Life time expected credit losses are assessed and accounted based on company's historical collection experience for customers and forecast of macro-economic factors for each identified segment.

The Company defines default as an event when the financial asset is past due for more than 365 days. This definition is based on management's expectation of the time period beyond which if a receivable is outstanding, it is an objective evidence of impairment.

- (ii) **For debtors considered past due** - any enhancement in the accrual done for expected credit loss on individually significant receivables is made to recognise any additional expected credit loss on amount recoverable. The Company writes off trade receivables when there is no objective evidence that such amounts would not be recovered. Financial assets that are written-off are still subject to enforcement activity by the Company.

Other financial assets

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If the credit risk has not increased significantly since initial recognition, the Company measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

Regency Hospital Limited (Standalone)**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023**

(All amounts in ₹ million, unless otherwise stated)

When making this assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Company assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

g. Impairment of non-financial assets

For impairment assessment purposes, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash generating units). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level.

At each reporting date, the Company assesses whether there is any indication based on internal/external factors, that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If, at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed which is the higher of fair value less costs of disposal and value-in-use and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. Impairment losses previously recognised are accordingly reversed in the statement of profit and loss.

To determine value-in-use, management estimates expected future cash flows from each cash-generating unit and determines a suitable discount rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Company's latest approved budget, adjusted as necessary to exclude the effects of future re-organizations and asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect current market assessment of the time value of money and asset-specific risk factors.

h. Fair value measurement

The Company measures certain financial instruments, such as, investments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

Refer note 42 for fair value hierarchy.

i. Investment in subsidiaries

In accordance with Ind AS 27 - Separate Financial Statements, investments in equity instruments of subsidiaries can be measured at cost or at fair value in accordance with Ind AS 109. The Company has opted to measure such investments at cost at initial recognition.

Subsequently, such investments in subsidiaries is carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of these investments, the difference between net disposal proceeds and the carrying amounts are recognised in the statement of profit and loss.

j. Inventories

Inventories comprise of pharmacy, drugs, consumable and implants which are valued at lower of cost and net realizable value. The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location

Regency Hospital Limited (Standalone)**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023**

(All amounts in ₹ million, unless otherwise stated)

and condition. Costs of inventories are computed using weighted average cost formula. However, raw materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

Net realisable value is the estimated selling price in the ordinary course of business less any applicable selling expenses. Provision for obsolescence and slow-moving inventory is made based on management's best estimates of net realisable value of such inventories.

k. Expenses incurred for raising equity share capital

The Company is in the process of raising equity share capital and has certain direct expenditure which shall be adjusted against securities premium to the extent permissible u/s 52 of companies act 2013 on successful completion of raising capital.

l. Revenue recognition

Revenue arises mainly from the sale of goods. To determine whether to recognise revenue, the Company follows a 5-step process:

1. Identifying the contract with a customer
2. Identifying the performance obligations
3. Determining the transaction price
4. Allocating the transaction price to the performance obligations
5. Recognising revenue when/as performance obligation(s) are satisfied.

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services net of returns and allowances, trade discounts and volume rebates. The Company has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer. Revenue is usually recognized when it is probable that economic benefits associated with the transaction will flow to the entity, amount of revenue can be measured reliably and entity retained neither ownership nor effective control over the goods sold or services rendered.

Revenue is recognised either at a point in time or over time, when (or as) the Company satisfies performance obligations by transferring the promised goods or services to its customers.

The Company recognises contract liabilities for consideration received in respect of unsatisfied performance obligations and reports these amounts as other liabilities in the statement of financial position. Similarly, if the Company satisfies a performance obligation before it receives the consideration, the Company recognises either a contract asset or a receivable in its statement of financial position, depending on whether something other than the passage of time is required before the consideration is due.

Sale of goods

Revenue from sale of pharmacy and pharmaceutical supplies is recognized at the point in time when control of the asset is transferred to the customer, generally on delivery of the pharmacy and pharmaceutical items. The Company collects goods and service tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Company and thus excluded from revenue. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates

Revenue from healthcare services

Revenue from rendering of healthcare services (including drugs, consumables and implants used in delivery of such services) is recognized over the time based on the performance of related services to the customers as per the terms of contract. Income from medical services and operation and management fee is recognised as and when obligations arising out of the contractual arrangements are fulfilled and services are provided in terms of such agreements

Revenue from other services

Income from other services like sponsorship income, education income, clinical trials and other ancillary activities is recognized based on the terms of the contract and it is probable that economic benefits associated with the transaction will flow to the entity and amount of revenue can be measured reliably.

Regency Hospital Limited (Standalone)

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

(All amounts in ₹ million, unless otherwise stated)

Other income

Interest

Interest income is recognized on time proportion basis taking into account the amount outstanding and rate applicable. For all financial assets measured at amortised cost (refer 'e' above), interest income is recorded using the effective interest rate (EIR) i.e. the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial assets. The future cash flows include all other transaction costs paid or received, premiums or discounts if any, etc.

m. Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, demand deposits with banks/corporations and short-term highly liquid investments (original maturity less than 3 months) that are readily convertible into known amount of cash and are subject to an insignificant risk of change in value.

n. Foreign currency transactions and translations

Functional and presentation currency

The standalone financial statements are presented in Indian Rupee ('₹'), which is also the functional and presentation currency of the Company.

Transactions and balances

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transactions.

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognised in the statement of profit and loss in the year in which they arise.

o. Post-employment and short term employee benefits

The Company provides post-employment benefits through various defined contribution and defined benefit plans.

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity and has no obligation to pay any further amounts. Specified monthly contributions to the recognised provident fund and approved superannuation schemes, which are defined contribution schemes, are charged to the statement of profit and loss during the period in which the employee renders the related service.

Defined benefit plans

The defined benefit plans sponsored by the Company define the amount of the benefit that an employee will receive on completion of services by reference to length of service and last drawn salary. The legal obligation for any benefits remains with the Company.

Gratuity is post-employment benefit and is in the nature of a defined benefit plan. The liability recognised in the standalone financial statements in respect of gratuity is the present value of the defined benefit obligation at the reporting date, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit obligation is calculated at or near the reporting date by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of OCI in the year in which such gains or losses are determined.

Leave encashment benefits

Provision for compensated absences when determined to be short term benefit is made on the basis of Company policy as at the end of the year. Provision related to short term compensated absences of employees is provided on actual basis.

Short-term employee benefits

Expense in respect of other short-term benefits is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

p. Income taxes

Tax expense recognised in profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Regency Hospital Limited (Standalone)**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023**

(All amounts in ₹ million, unless otherwise stated)

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961. Current tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax liabilities are generally recognised in full for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss, unused tax credits (Minimum alternate tax credit entitlement) or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

q. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

r. Provisions, contingent assets and contingent liabilities

Provisions are recognised only when there is a present obligation, as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When provisions are discounted, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liability is disclosed for:

- Possible obligations which will be confirmed only by future events not wholly within the control of the Company or
- Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognised. However, when inflow of economic benefits is probable, related asset is disclosed.

4. Significant management judgements in applying accounting policies and estimation uncertainty

The following are the critical judgments and the key estimates concerning the future that management has made in the process of applying the Company's accounting policies and that may have the most significant effect on the amounts recognised in the standalone financial Statements or that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Significant management estimates

Allowance for doubtful debts - The allowance for doubtful debts reflects management's estimate of losses inherent in its credit portfolio. This allowance is based on Company's estimate of the losses to be incurred, which derives from past experience with similar receivables, current and historical past due amounts, dealer termination rates, write-offs and collections, the careful monitoring of portfolio credit quality and current and projected economic and market conditions.

Regency Hospital Limited (Standalone)**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023**

(All amounts in ₹ million, unless otherwise stated)

Useful lives of depreciable/amortisable assets - Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of certain software and other plant and equipment.

Defined benefit obligations (DBO) - Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

Provisions - The Company estimates the provisions that have present obligations as a result of past events and it is probable that outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates.

Significant management judgments

Evaluation of indicators for impairment of non-financial assets - The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

Leases - The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

Contingent liabilities - The Company uses significant judgements to disclose contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the standalone financial statements.

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
A. Equity share capital

	Amount
Balance as at 01 April 2021	140.43
Equity share capital issued during the year	-
Balance as at 31 March 2022	140.43
Equity share capital issued during the period	-
Balance as at 31 March 2023	140.43

B. Other equity

	General reserve	Securities Reserve Premium	Retained earnings	Total
Balance as at 01 April 2021	418.74	981.26	(62.19)	1,337.81
Profit for the year	-	-	273.02	273.02
Other comprehensive income (net of tax)	-	-	(7.97)	(7.97)
Balance as at 31 March 2022	418.74	981.26	202.86	1,602.86
Balance as at 31 March 2022	418.74	981.26	202.86	1,602.86
Profit for the period	-	-	293.91	293.91
Other comprehensive income (net of tax)	-	-	3.79	3.79
Balance as at 31 March 2023	418.74	981.26	500.56	1,900.56

This is the Standalone Statement of Changes in Equity referred to in our report of even date.

For **Walker Chandlok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

For and on behalf of the Board of Directors of
Regency Hospital Limited

Rohit Arora
Partner
Membership No: 504774

Atul Kapoor
Managing Director
DIN: 01449229

Rashmi Kapoor
Whole Time Director
DIN: 01818323

Rajesh Shroff
Chief Financial Officer

Kriti Misra
Company Secretary

Place : Gurugram
Date : 15 September 2023

Place : Kanpur
Date : 15 September 2023

Place : Kanpur
Date : 15 September 2023

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

5. Property, plant and equipment - Tangible

Particulars	Computers	Furniture and fixtures	Office equipment	Vehicles	Electrical equipments	Plant & machinery	Building	Leasehold improvements	Freehold land	Total
Gross carrying value										
As at 01 April 2021	8.64	39.07	6.98	25.90	48.24	1,129.45	1,137.63	97.05	641.22	3,134.18
Additions	2.47	3.22	1.91	11.04	2.37	143.49	64.46	5.18	0.84	234.98
Disposals	-	0.07	0.05	4.99	-	3.94	-	-	-	9.05
As at 31 March 2022	11.11	42.22	8.84	31.95	50.61	1,269.00	1,202.09	102.23	642.06	3,360.11
Additions	3.35	3.30	2.79	7.13	5.96	102.79	7.67	0.81	-	133.80
Disposals	0.17	1.12	-	4.45	0.06	0.89	-	0.13	-	6.82
As at 31 March 2023	14.29	44.40	11.63	34.63	56.51	1,370.90	1,209.76	102.91	642.06	3,487.09
Accumulated depreciation										
As at 01 April 2021	2.80	5.77	1.68	2.52	6.61	99.26	43.34	15.35	-	177.33
Charge for the year	2.36	5.79	1.82	3.86	6.45	106.61	48.26	15.61	-	190.76
Adjustment for disposals	-	-	-	1.25	-	1.30	-	-	-	2.55
As at 31 March 2022	5.16	11.56	3.50	5.13	13.06	204.57	91.60	30.96	-	365.54
Charge for the year	2.91	5.30	1.90	3.94	6.07	115.22	46.96	16.51	-	198.81
Adjustment for disposals	0.10	0.86	-	1.03	-	0.16	-	0.05	-	2.20
As at 31 March 2023	7.97	16.00	5.40	8.04	19.13	319.63	138.56	47.42	-	562.15
Net block										
Balance as at 31 March 2022	5.95	30.66	5.34	26.82	37.55	1,064.43	1,110.49	71.27	642.06	2,994.57
Balance as at 31 March 2023	6.32	28.40	6.23	26.59	37.38	1,051.27	1,071.20	55.49	642.06	2,924.94

Notes:

(i) Contractual obligations

Refer note 48 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

Depreciation for the year has been included in "Depreciation and amortisation expense" line item in statement of profit and loss. Refer note-36

*Refer note 24(a) for charge created on the Property, plant and equipment.

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

6	Right of use asset	ROU- Land	ROU- Building	Total
	Gross carrying value			
	Balance as at 01 April 2021	105.77	435.61	541.38
	Addition during the year	-	11.60	11.60
	Balance as at 31 March 2022	105.77	447.21	552.98
	Addition during the year	-	65.97	65.97
	Disposal during the year	-	(6.51)	(6.51)
	Balance as at 31 March 2023	105.77	506.67	612.44
	Accumulated depreciation			
	Balance as at 01 April 2021	0.74	72.11	72.85
	Charge for the year	0.74	65.89	66.63
	Balance as at 31 March 2022	1.48	138.00	139.48
	Charge for the year	0.85	74.55	75.40
	Adjustment for disposals	-	(0.71)	(0.71)
	Balance as at 31 March 2023	2.33	211.84	214.17
	Net block			
	Balance as at 31 March 2022	104.29	309.21	413.50
	Balance as at 31 March 2023	103.44	294.83	398.27
7	Capital work-in-progress		As at	As at
			31 March 2023	31 March 2022
	Plant and machinery pending installation and building under construction		421.00	90.79
			421.00	90.79
	Movement in capital work in progress:			
	Particulars			Amount
	Balance as at 01 April 2021			64.22
	Add: Additions during the year			59.82
	Less: Capitalisation during the year			(33.25)
	Balance as at 31 March 2022			90.79
	Add: Additions during the year			368.96
	Less: Capitalisation during the year			(38.75)
	Balance as at 31 March 2023			421.00

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
Capital work in progress (CWIP) Ageing Schedule

As at 31 March 2023	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	369.95	33.50	17.53	-	421.00
Projects temporarily suspended	-	-	-	-	-
Total	369.95	33.50	17.55	-	421.00

As at 31 March 2022	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	59.82	30.97	-	-	90.79
Projects temporarily suspended	-	-	-	-	-
Total	59.82	30.97	-	-	90.79

8 Other intangible assets

	Intangible	Total
Gross carrying value		
Balance as at 01 April 2021	17.07	17.07
Additions during the year	0.06	0.06
Balance as at 31 March 2022	17.13	17.13
Additions during the year	12.31	12.31
Balance as at 31 March 2023	29.44	29.44
Accumulated depreciation		
Balance as at 01 April 2021	3.91	3.91
Charge for the year	4.13	4.13
Balance as at 31 March 2022	8.04	8.04
Charge for the year	8.62	8.62
Balance as at 31 March 2023	16.66	16.66
Net block		
Balance as at 31 March 2022	9.09	9.09
Balance as at 31 March 2023	12.78	12.78

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
9 Intangible assets under development

	As at	As at
	31 March 2023	31 March 2022
Intangible assets under development	6.32	6.67
	6.32	6.67

Movement in intangible assets under development:

Particulars	Amount
Balance as at 01 April 2021	4.97
Add: Additions during the year	1.70
Less: Capitalisation during the year	-
Balance as at 31 March 2022	6.67
Add: Additions during the year	6.32
Less: Capitalisation during the year	(6.67)
Balance as at 31 March 2023	6.32

Intangible assets under development Ageing Schedule

As at 31 March 2023	Amount in Intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	6.32	-	-	-	6.32
Projects temporarily suspended	-	-	-	-	-
Total	6.32	-	-	-	6.32

As at 31 March 2022	Amount in Intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	1.70	1.42	3.55	-	6.67
Projects temporarily suspended	-	-	-	-	-
Total	1.70	1.42	3.53	-	6.67

Note: Intangible assets under development represents the cost incurred for the purpose of new software being developed by the Company. The Company has incurred ₹ 6.32 million on the same during the current year and the development is in process.

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
10 Investments (non-current)

	As at 31 March 2023	As at 31 March 2022
Investment in equity shares (unquoted, at cost)		
Wholly owned subsidiaries		
Sibling Lifecare Private Limited 10,000 (31 March 2022: 10,000) Equity shares of ₹ 10 each fully paid up	0.10	0.10
Regency Institute of Nursing 100,000 (31 March 2022: 100,000) Equity shares of ₹ 10 each fully paid up	1.00	1.00
Associates		
Regency Nephrocare Private Limited 1,421,000 (31 March 2022: 1,421,000) Equity shares of ₹ 10 each fully paid up	14.21	14.21
	15.31	15.31

11 Other financial assets (non-current)

	As at 31 March 2023	As at 31 March 2022
Security deposits (unsecured, considered good)	98.82	64.15
Deposits with maturity more than 12 months*	15.91	338.52
Interest accrued but not due on others	0.05	3.88
	114.78	406.55

*Total deposits of ₹ 1.14 million(31 March, 2022 ₹ 9.63 million) are pledged with Bank HDFC Bank Limited, Yes bank, Bank of Baroda against fund based and non fund based limit.

12 Income tax assets (net)

	As at 31 March 2023	As at 31 March 2022
Income tax assets (net)		
Advance income tax	184.46	119.37
Less: Provision for income tax	145.22	38.98
	39.24	80.39

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
13 Deferred tax liabilities (net)

	As at 31 March 2023	As at 31 March 2022
Deferred tax liabilities (net)	143.10	110.49
Deferred tax asset arising on account of :		
Provision for employee benefits	(0.24)	(4.33)
Allowance for expected credit loss	(18.85)	(12.05)
Provision for bonus	-	(8.15)
Expenses incurred on capital raising	-	(7.06)
	(19.09)	(31.59)
Deferred tax liability arising on account of :		
Temporary difference on account of property, plant and equipment (including Right of use assets, related lease liabilities and deferred lease rent recoverable)	162.18	141.38
Fair value measurement of investment	0.01	0.70
	162.19	142.08
Net deferred tax liabilities	143.10	110.49

Notes:
(i) Movement in deferred tax assets/(liabilities) for year ended 31 March 2023:

	As at 01 April 2022	Recognised in other comprehensive income	Recognised in statement of profit and loss	As at 31 March 2023
Deferred tax asset/(liability) arising on account of :				
Provision for employee benefits	4.33	(1.28)	(2.81)	0.24
Allowance for expected credit loss	12.05	-	6.8	18.85
Provision for bonus	8.15	-	(8.15)	-
Expenses incurred on capital raising	7.06	-	(7.06)	-
Fair value measurement of investment	(0.70)	-	(0.69)	(0.01)
Temporary difference on account of property, plant and equipment (including Right of use assets, related lease liabilities and deferred lease rent recoverable)	(141.38)	-	(20.80)	(162.18)
Net deferred tax assets/(liabilities)	(110.49)	(1.28)	(31.33)	(143.10)

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
(ii) Movement in deferred tax assets/(liabilities) for year ended 31 March 2022:

	As at 01 April 2021	Recognised in other comprehensive income	Recognised in statement of profit and loss	As at 31 March 2022
Deferred tax asset/(liability) arising on account of :				
Provision for employee benefits	0.66	2.68	0.99	4.33
Allowance for expected credit loss	14.56	-	(2.51)	12.05
Provision for bonus	4.21	-	3.94	8.15
Expenses incurred on capital raising	7.27	-	(0.21)	7.06
Unabsorbed depreciation as per the Income- tax Act, 1961	44.62	-	(44.62)	-
Fair value measurement of investment	-	-	(0.70)	(0.70)
Temporary difference on account of property, plant and equipment (including Right of use assets, related lease liabilities and deferred lease rent recoverable)	(128.85)	-	(12.53)	(141.38)
Net deferred tax assets/(liabilities)	(57.53)	2.68	(55.64)	(110.49)

Note: A deferred tax shall be recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised.

14 Other non-current assets
(unsecured, considered good)

	As at 31 March 2023	As at 31 March 2022
Deferred lease rent recoverable	8.54	8.07
Advance to others	2.06	2.23
Capital advances	43.15	9.66
	53.75	19.96

15 Inventories

	As at 31 March 2023	As at 31 March 2022
Stock-in-trade		
Pharmacy	71.13	50.81
Surgical, pathological and kitchen items	47.38	49.78
Other miscellaneous consumable items	8.44	10.27
Stock-in-trade (net of provision)	126.95	110.86
Goods in transit	0.30	1.64
	127.25	112.50

16 Investments (current)

	As at 31 March 2023	As at 31 March 2022
Investment in Mutual Funds (at lower of cost and fair value, quoted)		
NIL (31 March, 2022-4,37,546.657) units of HDFC Low Duration Funds - LT - Growth	-	20.48
1,225.405 (31 March, 2022-47,538.623) units of Axis Treasury Advantage Fund - Regular Plan - Growth	3.21	118.71
NIL (31 March, 2022-43,350.176) units of Reliance Low Duration funds	-	132.07
	3.21	271.26

Notes to the Standalone Financial Statements**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023***(All amounts are in ₹ million, unless stated otherwise)***17 Trade receivables**

	As at	As at
	31 March 2023	31 March 2022
Unsecured, considered good	626.04	298.33
Credit impaired	74.88	47.87
Less: Allowance for expected credit loss	(74.88)	(47.87)
	-	-
	626.04	298.33

Notes to the Standalone Financial Statements
 Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
 (All amounts are in ₹ million, unless stated otherwise)

Outstanding for following periods from due date of payment - 31 March 2023							
Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total	
Undisputed Trade receivables – considered good	441.20	134.28	36.07	6.54	7.95	626.04	
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	
Undisputed Trade receivable – credit impaired	25.06	7.63	2.05	0.37	39.77	74.88	
Disputed Trade receivables - considered good	-	-	-	-	-	-	
Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	
Disputed Trade receivables – credit impaired	-	-	-	-	-	-	
Total	466.26	141.91	38.12	6.91	47.72	700.92	
Outstanding for following periods from due date of payment - 31 March 2022							
Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total	
Undisputed Trade receivables – considered good	213.90	44.36	16.89	7.37	15.81	298.33	
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	
Undisputed Trade receivable – credit impaired	13.15	2.73	1.04	0.45	30.50	47.87	
Disputed Trade receivables - considered good	-	-	-	-	-	-	
Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	
Disputed Trade receivables – credit impaired	-	-	-	-	-	-	
Total	227.05	47.09	17.93	7.82	46.31	346.20	

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
18 Cash and cash equivalents

	As at	As at
	31 March 2023	31 March 2022
Balances with banks:		
- in current accounts *	81.12	905.33
Cash in hand	7.64	5.67
Term Deposits (with maturity up to 3 months)**	265.83	4.24
Interest accrued but not due on fixed deposits	0.02	0.01
	354.61	915.25

**Total deposits of ₹ 2.77 million (31 March, 2022 ₹ 4.24 million) are pledged with HDFC Bank Limited against fund-based and non fund-based limits.

19 Other bank balances

	As at	As at
	31 March 2023	31 March 2022
Deposits with maturity more than three months but less than 12 months*	38.40	0.87
Interest accrued but not due on fixed deposits	0.49	0.01
	38.89	0.88

20 Other financial assets (current)

(unsecured, considered good)

	As at	As at
	31 March 2023	31 March 2022
Unbilled revenue	59.65	41.23
Interest accrued on income tax refund	-	2.56
	59.65	43.79

21 Other current assets

(unsecured, considered good)

	As at	As at
	31 March 2023	31 March 2022
Prepaid expenses	23.72	20.78
Advances to vendor	3.52	13.05
Advance to employees	2.81	3.07
Advances to others	0.26	0.42
Balances with statutory and government authorities	0.16	0.15
Deferred lease rent recoverable	0.81	0.58
Expenses incurred for raising equity share capital	15.68	-
	46.96	38.05

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
22 Equity share capital

	As at 31 March 2023	As at 31 March 2022
Authorised equity share capital		
55,000,000 (31 March 2022 : 55,000,000) Equity shares of Rs 10 each	550.00	550.00
Authorised preference share capital*		
15,00,00,000 (31 March 2022 : NIL) Equity shares of Rs 10 each	1,500.00	-
	2,050.00	550.00
Issued, subscribed and paid up equity share capital		
14,042,779 (31 March 2022 : 14,042,779) Equity shares of Rs 10 each	140.43	140.43
	140.43	140.43

*(The Authorised Share Capital of the Holding Company has increased from Rs. 550.00 million (₹ Five hundred Fifty million) divided into 5,50,00,000 (Fifty five million) Equity Shares of face value of Rs. 10/- (₹ Ten) to Rs. 2,050.00 million (₹ Two thousand Fifty million only) divided into 5,50,00,000 (Fifty five million) Equity Shares of face value of Rs. 10/- (₹ Ten) each and 15,00,00,000 (one hundred fifty million) Preference Shares of face value of Rs. 10/- (₹ Ten) each vide the Ordinary Resolution passed in the Extra Ordinary General Meeting of the Regency Hospital Limited dated 21 March 2023.)

i) Rights, preferences and restrictions attached to equity shares:

As per the Memorandum of Association, the Company's authorised share capital consists of equity shares. All equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on show of hand or through proxy shall be in proportion to his share of the paid-up equity capital of the Company. On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

ii) Reconciliation of equity shares outstanding at the beginning and at the end of the year

	As at 31 March 2023		As at 31 March 2022	
	No. of shares	Amount	No. of shares	Amount
Balance at the beginning of the year	14,042,779	140	14,042,779	140
Add: Issued during the year	-	-	-	-
Balance at the end of the year	14,042,779	140	14,042,779	140

iii) Shareholders holding more than 5% of share/ Promoters with any number of shares of the Company as at balance sheet date:

Name of Shareholder	As at 31 March 2023		As at 31 March 2022	
	No. of shares	% holding	No. of shares	% holding
Promoters and Promoter group (with any number of shareholding)				
Dr. Rashmi Kapoor	3,433,502	24.45%	3,433,502	24.45%
Dr. Atul Kapoor *	3,145,386	22.40%	2,702,260	19.24%
Atul Kapoor (HUF)	1,182,523	8.42%	1,182,523	8.42%
Anant Ram Kapoor *	-	0.00%	886,252	6.31%
Soni Kapoor	649,210	4.62%	649,210	4.62%
Abhishek Kapoor	177,508	1.26%	177,508	1.26%
Arun Akshat Kapoor HUF	67,200	0.48%	67,200	0.48%
Arun Kapoor HUF	52,272	0.37%	52,272	0.37%
Arun Kapoor *	448,126	3.19%	5,000	0.04%

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
Others (with shareholding more than 5% of share)

International Finance Corporation	2,802,217	19.95%	2,802,217	19.95%
Kois Holdings	908,590	6.47%	908,590	6.47%
Healthquad Fund	770,832	5.49%	770,832	5.49%

* Shares held by Mr. Anant Ram Kapoor, who deceased on 10 December, 2021, have been transferred equally in the names of his legal heirs Mr. Atul Kapoor and Mr. Arun Kapoor on 07 April 2022 and 29 June 2022 respectively.

- iv) The Company has neither issued equity shares pursuant to contract without payment being received in cash or any bonus shares nor has there been any buy-back of shares in the current year and five years immediately preceding the balance sheet date.

23 Other equity

	As at 31 March 2023	As at 31 March 2022
Securities Premium Reserve		
Opening balance	981.26	981.26
Additions during the year	-	-
	981.26	981.26
General reserve		
Opening balance	418.74	418.74
Add: Transferred from statement of profit and loss	-	-
	418.74	418.74
Retained earnings		
Opening balance	202.86	(62.19)
Profit for the year	293.91	273.02
Other comprehensive income (net of tax)	3.79	(7.97)
	500.56	202.86
	1,900.56	1,602.86

Nature and purpose of reserves :

Securities Premium Reserve: Securities premium reserve represents premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

General Reserve : General reserve represents profits transferred from retained earnings from time to time to general reserve for appropriate purposes based on the provisions of the erstwhile Companies Act, 1956. Consequent to introduction of the Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. It can be utilised in accordance with the provisions of the Companies Act, 2013.

Retained Earnings : Retained earnings are the profits of the Company earned till date net of appropriations.

24 Borrowings - Non-current *

	As at 31 March 2023	As at 31 March 2022
Secured		
Term loans *		
- from banks	1,553.35	2,366.76
Vehicle loan		
- from banks	0.99	1.38
- from others	12.48	11.25
	1,566.82	2,379.39
Less: Current maturities of long-term borrowings	(238.19)	(889.86)
	1,328.63	1,489.53

*Refer note 24(a) for terms of borrowings.

* Term Loan from Banks as on 31 March, 2022 includes Term Loan from IndusInd Bank Limited amounting to ₹ 653.95 million which has been fully repaid on 7th April, 2022.

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
24(a) Terms of repayment and security disclosure for the outstanding long term borrowings (including current maturities of long term borrowings) Secured term loans from banks

Name of bank Financial Institution	As at 31 March 2023	As at 31 March 2022	Repayment terms	Details of security
HDFC Bank Limited	-	0.04	Duration: 81 months (including 6 months moratorium) beginning from 20 Aug 2015 to 20 April 2022:- 49 Equated Monthly Instalments (EMIs) of ₹ .43 million per month beginning from 20 Feb 2016 to 20 Feb 2020 - 6 months moratorium availed under relief package provided by RBI- 20 EMIs of ₹ 0.43 million per month from 20 Sept 2020 till 20 April 2022'	Secured by way of charge on movable plant and machinery, and other fixed assets.
HDFC Bank Limited	15.67	23.43	Duration: 101 Months (including 12 Months Moratorium) beginning from 01 Oct 2016 to 01 Feb 2025 details as follows:-, 29 Equated Monthly Instalments of ₹ 0.76 million from 01 Oct, 2017 to 01 Feb, 2020- 6 months moratorium availed under relief package provided by RBI from March 2020 to August 2020 -54 Equated Monthly instalments of ₹ 0.76 million from 01 Sept, 2020 to 1st Feb, 2025.	<ol style="list-style-type: none"> 1. First and exclusive charge on all current assets of Regency Hospital Limited. 2. First and exclusive charge on all present and future fixed assets (movable & immovable) excluding assets specifically charged to others lender. 3. Hypothecation and exclusive charge on plant & machinery & other assets of the company (both current and future) 4. Personal guarantee of Mr. Atul Kapoor and Mrs. Rashmi Kapoor and Mr. A.R. Kapoor '. 5. Equitable mortgage of residential as well as commercial property as mentioned below: <ol style="list-style-type: none"> a) 117/A-2 Sarvodya Nagar, Kanpur b) 117/138 B-2 Sarvodya Nagar, Kanpur c) 117/101, K-Block Kakadeo Hospital Kanpur, UP'
HDFC Bank Limited	33.77	46.99	Duration: 107 months (including 15 months moratorium) beginning from 01 Oct 2016 to 01 Aug 2025 details as follows:- 3 (EMIs) of ₹ 0.67 million per month from 01 Jan 2018 to 01 March 2020- 23 (EMIs) of ₹ 1.34 million per month from 01 April 2018 to 01 Feb 2020- 6 months moratorium availed under relief package provided by RBI from March 20 to Aug 2020 - 60 EMIs of ₹ 1.34 million per month from 01 Sept 2020 till 01 Aug 2025	
HDFC Bank Limited	33.37	47.11	Duration: 105 months Equated Monthly Instalments (EMIs) beginning from 05 Oct 2016 to 05 June 2022 details as follows:- 41 Equated Monthly Instalments (EMIs) of ₹ 1.38 million per month beginning from 05 Oct 2016 to 05 Feb 2020 - 6 months moratorium availed under relief package provided by RBI from March 20 to August 2020 - 58 EMIs of ₹ 0.43 million per month from 05 Sept 2020 till 05 June 2022	
HDFC Bank Limited	20.72	26.08	Duration: 105 Equated Monthly Instalments (EMIs) beginning from 20 January 2018 to 20 Sept 2026 details as follows:-6 EMI of ₹ 0.56 million from 20 January 2018 to 20 June 2018, - 20 EMI of ₹ 0.59 million from 20th July 2018 to 20th February 2020.-6 months moratorium availed under relief package provided by RBI from March 20 to August 2020 -73 EMI of ₹ 0.59 million from 20th September 2020 to 20th September 2026.	<ol style="list-style-type: none"> 1. First and exclusive charge on all current assets (Stock, consumables and book debts of Regency Hospital Limited (Both present & future of MSH) 2. First and exclusive charge on fixed assets (movable & immovable) including Land & Building of Regency Hospital Limited (both current & future of MSH) 3. First & exclusive charge through equitable mortgage of Regency Hospital Limited 4. Hypothecation and exclusive charge on plant & machinery & other assets of the company RHL-MSH facility (Both current & future) 5. Co-applicancy/Personal guarantee of Mr. Atul Kapoor and Mrs. Rashmi Kapoor and Mr. A.R. Kapoor ' . SPDC with SI for all activities as per bank requirement from company and promoters. 6. The customer has to ensure insurance cover against all risk on the equipment financed .
HDFC Bank Limited	38.30	46.34	Duration: 110 Equated Monthly Instalments (EMIs) (including 12 months moratorium) beginning from 01 April 2018 to 01 May 2027 details as follows:-11 EMI of ₹ 0.92 million from 01 April 2019 to 01 Feb 2020. -6 months moratorium availed under relief package provided by RBI from March 20 to August 2020 -	

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
24(a) Terms of repayment and security disclosure for the outstanding long term borrowings (including current maturities of long term borrowings) Secured term loans from banks

Name of bank Financial Institution	As at 31 March 2023	As at 31 March 2022	Repayment terms	Details of security
			81 EMI of ₹ 0.92 million from 20th September 2020 to 20th September 2026.	The said policy to be endorsed in the name of HDFC Bank Limited Ltd. 7. Hedging of Fx exposures as appointed by the bank, General Insurance for all assets to be lien marked in favour of HDFC Bank Limited Ltd. as the first loss payee as applicable. 5. Equitable mortgage of residential as well as commercial property as mentioned below: a) 117/A-2 Sarvodaya Nagar, Kanpur b) M/s Abhirev Healthcare Pvt Ltd. (amalgamated with Regency Hospital Ltd.)- 117/138 B-2 Sarvodaya Nagar Kanpur UP c) 117/101, K-Block Kakadeo Hospital Kanpur, UP
Yes Bank Limited	20.87	26.72	88 Equated Monthly Instalments (EMIs) ranging from ₹ 0.0023 million to ₹ 0.11 million	Hypothecation on Original Invoices and Insurance Copies
HDFC Bank Limited	110.11	114.23	Loan With a Door to Door tenure of 10.42 years . Repayment in 37 quarterly ended structured instalments as per repayment schedule given below: Year Till May 21 June 21 to May 22 June 22 to May 23 June 23 to May 24 June 24 to May 25 June 25 to May 26 June 26 to May 27 June 27 to May 28 June 28 to May 29 June 29 to May 30 June 30 Repayment Nil 1% of TL with interest 4% of TL with interest 5% of TL with interest 6% of TL with interest 8% of TL with interest 9% of TL with interest 19% of TL with interest 19% of TL with interest 24% of TL with interest 1% of TL with interest	1. First and exclusive charge on all current assets (Stock, consumables and book debts of Regency Hospital Limited (Both present & future of MSH) 2. First and exclusive charge on fixed assets (movable & immovable) including Land & Building of Regency Hospital Limited (both current & future of MSH) 3. First & exclusive charge through equitable mortgage of Regency Hospital Limited 4. Hypothecation and exclusive charge on plant & machinery & other assets of the company RHL-MSH facility (Both current & future) 5. Co-applicancy/Personal guarantee of Mr. Atul Kapoor and Mrs. Rashmi Kapoor and Mr. A. R. Kapoor . SPDC with SI for all activities as per bank requirement from company and promoters.
HDFC Bank Limited	95.41	99.85	Loan With a Door to Door tenure of 10.3 years . Repayment in 36 quarterly ended structured instalments as per repayment schedule given below: Year Till May 21 June 21 to May 22 June 22 to May 23 June 23 to May 24 June 24 to May 25 June 25 to May 26 June 26 to May 27 June 27 to May 28 June 28 to May 29 June 29 to May 30 Repayment Nil 1% of TL with interest 5% of TL with interest 6% of TL with interest 8% of TL with interest 9% of TL with interest 12% of TL with interest 23% of TL with interest 23% of TL with interest 13% of TL with interest	6. The customer has to ensure insurance cover against all risk on the equipment financed . The said policy to be endorsed in the name of HDFC Bank Limited Ltd. 7. Hedging of Fx exposures as appointed by the bank, General Insurance for all assets to be lien marked in favor of HDFC Bank Limited Ltd. as the first loss payee as applicable. 8. Equitable mortgage of residential as well as commercial property as mentioned below: a) 117/A-2 Sarvodaya Nagar, Kanpur b) M/s Abhirev Healthcare Pvt Ltd. (amalgamated with Regency Hospital Ltd.)- 117/138 B-2 Sarvodaya Nagar Kanpur UP c) 117/101, K-Block Kakadeo Hospital Kanpur, UP d) 113/104, Swaroop Nagar Kanpure) e) Plot No 1/PS Ambedhkarpuram, Scheme No 3, Kalyanpur, Kanpur
HDFC Bank Limited	59.80	81.82	Duration: 70 Equated Monthly Instalments (EMIs) beginning from 20 Dec 2019 to 20 Sept 2025 details as follows:-3 EMI of ₹ 2.26 million on 20 Dec 2019 to 20 Feb 2020. -6 months moratorium availed under relief package provided by RBI from March 20 to August 2020 - 61 EMI of ₹ 2.26 million from 20 Sept 2020 to 20 Sept 2025.	

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
24(a) Terms of repayment and security disclosure for the outstanding long term borrowings (including current maturities of long term borrowings) Secured term loans from banks

Name of bank Financial Institution	As at 31 March 2023	As at 31 March 2022	Repayment terms	Details of security
HDFC Bank Limited	-	9.09	Duration: 30 Equated Monthly Instalments (EMIs) beginning from 20 Dec 2019 to 20 May 2022 details as follows:-1 EMI of ₹ 5.29 million on 20 Dec 2019 -2 EMI of ₹ 5.29 million from 20 Jan 2020 to 20 Feb 2020. -6 months moratorium availed under relief package provided by RBI from March 20 to August 2020 - 21 EMI of ₹ 5.29 million from 20th September 2020 to 20th May 2022.	
HDFC Bank Limited	-	-	Duration: 113 Months EMIs (including 12 Months Moratorium) beginning from 20 Dec 2019 to 20 April 2029 details are as follows- 1 EMI of ₹ 0.83 million on 20 Dec 2020- 1 EMI of ₹ 0.85 million on 20 Jan 2021- 3 EMI of ₹ 0.88 million from 20 Feb 2021 to 20 April 2021. - 96 EMIs of ₹ 0.89 million per month from 20 May 2021 till 20 Apr 2029	
HDFC Bank Limited	28.67	27.62	Duration: 95 Months (including 12 Months Moratorium) beginning from 20 February 20 to 20 Dec 2027 details are as follows- 1 EMI of ₹ 0.45 million on 20 Feb 2021 - 82 EMIs of ₹ 0.46 million per month beginning from 20 March 2021 till 20 Dec 2027	
HDFC Bank Limited	0.04	11.07	Duration: 41 Months beginning from 20 Dec 2019 to 20 April 2023 details are as follows-3 EMI of ₹ 0.90 million from 20 Dec 2019 to 20 Feb 2021- 6 months moratorium availed under relief package provided by RBI from March 20 to August 2020 - 32 EMIs of ₹ 0.90 million per month beginning from 20 Sept 2020 till 20 April 2023	
HDFC Bank Limited	-	-	Duration: 115 EMIs (including 12 Months Moratorium) beginning from 20 Jan 2020 to 20 July 2029 details as follows:-103 EMI of ₹ 0.05 million on 20 Jan 2021 to 20 July 2029.	
HDFC Bank Limited	9.51	6.37	Duration: 102 Months beginning from 05 July 2019 to 05 Dec 2027 details are as follows- 8 EMI of ₹ 0.08 million from 05 July 2019 to 05 Feb 2020 -6 months moratorium availed under relief package provided by RBI from March 20 to August 2020 - 26 EMIs of ₹ 0.12 million per month beginning from 05 Sept 2020 till 05 Oct 2022- 5 EMIs of ₹ 0.20 million per month beginning from 05 Nov 2022 till 05 Mar 2023- 56 EMIs of ₹ 0.21 million per month beginning from 05 Apr 2023 till 05 Nov 2027- 1 EMI of ₹ 0.08 million per month beginning on 05 Dec 2027	
IndusInd Bank *	-	611.16	Loan With a Door to Door tenure of 7 years . Repayment in 24 quarterly ended structured instalments as per repayment schedule given below: Year Till Dec 20 Repayment Nil	1. Exclusive charge on the medical equipment and other movable fixed assets (both present and future) in Oncology and Gastro Centre. 2. Exclusive charge by way of equitable mortgage on the land and building of the Oncology and Gastro Centre

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
24(a) Terms of repayment and security disclosure for the outstanding long term borrowings (including current maturities of long term borrowings) Secured term loans from banks

Name of bank Financial Institution	As at 31 March 2023	As at 31 March 2022	Repayment terms	Details of security																								
			Jan 21 to Dec 21 17% of TL with interest Jan 22 to Dec 22 10% of TL with interest Jan 23 to Dec 23 13% of TL with interest Jan 24 to Dec 24 13% of TL with interest Jan 25 to Dec 25 13% of TL with interest Jan 26 to Dec 26 34% of TL with interest	3. Exclusive charge on all current assets (both present & future) of Oncology and Gastro Centre.																								
IndusInd Bank *	-	42.79	Loan With a Door to Door tenure of 10 years . Repayment in 36 quarterly ended structured instalments as per repayment schedule given below : <table border="1"> <thead> <tr> <th>Year</th> <th>Repayment</th> </tr> </thead> <tbody> <tr> <td>Till</td> <td></td> </tr> <tr> <td>Sept 20 --Nil</td> <td></td> </tr> <tr> <td>Oct 20 to Sep 21 of TL with interest</td> <td>3%</td> </tr> <tr> <td>Oct 21 to Sep 22 of TL with interest</td> <td>2%</td> </tr> <tr> <td>Oct 22 to Sep 23 of TL with interest</td> <td>5%</td> </tr> <tr> <td>Oct 23 to Sep 24 of TL with interest</td> <td>7%</td> </tr> <tr> <td>Oct 24 to Sep 25 of TL with interest</td> <td>8%</td> </tr> <tr> <td>Oct 25 to Sep 26 of TL with interest</td> <td>10%</td> </tr> <tr> <td>Oct 26 to Sep 27 of TL with interest</td> <td>19%</td> </tr> <tr> <td>Oct 27 to Sep 28 of TL with interest</td> <td>19%</td> </tr> <tr> <td>Oct 28 to Sep 29 of TL with interest</td> <td>27%</td> </tr> </tbody> </table>	Year	Repayment	Till		Sept 20 --Nil		Oct 20 to Sep 21 of TL with interest	3%	Oct 21 to Sep 22 of TL with interest	2%	Oct 22 to Sep 23 of TL with interest	5%	Oct 23 to Sep 24 of TL with interest	7%	Oct 24 to Sep 25 of TL with interest	8%	Oct 25 to Sep 26 of TL with interest	10%	Oct 26 to Sep 27 of TL with interest	19%	Oct 27 to Sep 28 of TL with interest	19%	Oct 28 to Sep 29 of TL with interest	27%	
Year	Repayment																											
Till																												
Sept 20 --Nil																												
Oct 20 to Sep 21 of TL with interest	3%																											
Oct 21 to Sep 22 of TL with interest	2%																											
Oct 22 to Sep 23 of TL with interest	5%																											
Oct 23 to Sep 24 of TL with interest	7%																											
Oct 24 to Sep 25 of TL with interest	8%																											
Oct 25 to Sep 26 of TL with interest	10%																											
Oct 26 to Sep 27 of TL with interest	19%																											
Oct 27 to Sep 28 of TL with interest	19%																											
Oct 28 to Sep 29 of TL with interest	27%																											
HDFC Bank Limited	94.77	122.25	Duration: 60 Months (including 12 Months Moratorium). Equated Monthly Instalments (EMIs) of ₹ 3.05 million per month beginning from 07 Feb 2022 till 20 Jan 2026	Extension of Second Ranking Charge over existing primary and collateral securities including mortgages created in favour of Bank																								
HDFC Bank Limited	137.83	177.81	Duration: 60 Months (including 12 Months Moratorium). Equated Monthly Instalments (EMIs) of ₹ 4.44 million per month beginning from 07 Feb 2022 till 20 Jan 2026	Extension of Second Ranking Charge over existing primary and collateral securities including mortgages created in favour of Bank																								
HDFC Bank Limited	-	-	Duration: 79 Months EMIs beginning from 20 Nov 2020 to 20 April 2027 details are as follows- 1 EMI of ₹ 0.11 million on 20 Nov 2020- 3 EMI of ₹ 0.42 million from 20 Dec 2020 to 20 Feb 2021- 1 EMI of ₹ 0.50 million from 20 March 2021. - 1 EMI of ₹ 0.80 million on 20 April 2021- 73 EMIs of ₹ 0.89 million from 20 May 2021 till 20 Apr 2027	1. First and exclusive charge on all current assets (Stock, consumables and book debts of Regency Hospital Limited (Both present & future of MSH) 2. First and exclusive charge on fixed assets (movable & immovable) including Land & Building of Regency Hospital Limited (both current & future of MSH) 3. First & exclusive charge through equitable mortgage of Regency Hospital Limited 4. Hypothecation and exclusive charge on plant & machinery & other assets of the company RHL-MSH facility (Both current & future) 5. Co-applicancy/Personal guarantee of Mr. Atul Kapoor and Mrs. Rashmi Kapoor and Mr. A.R. Kapoor *, SPDC with SI for all activities as per bank requirement from company and																								

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
24(a) Terms of repayment and security disclosure for the outstanding long term borrowings (including current maturities of long term borrowings) Secured term loans from banks

Name of bank Financial Institution	As at 31 March 2023	As at 31 March 2022	Repayment terms	Details of security
				<p>promoters.</p> <p>6. The customer has to ensure insurance cover against all risk on the equipment financed. The said policy to be endorsed in the name of HDFC Bank Limited Ltd.</p> <p>7. Hedging of Fx exposures as appointed by the bank. General Insurance for all assets to be lien marked in favor of HDFC Bank Limited Ltd. as the first loss payee as applicable.</p> <p>8. Equitable mortgage of residential as well as commercial property as mentioned below:</p> <p>a) 117/A-2 Sarvodaya Nagar, Kanpur b) M/s Abhirev Healthcare Pvt Ltd. (amalgamated with Regency Hospital Ltd.)- 117/138 B-2 Sarvodaya Nagar Kanpur UP c) 117/101, K-Block Kakadeo Hospital Kanpur, UP d) 113/104, Swaroop Nagar Kanpur e) Plot No 1/PS Ambedhkarpuram, Scheme No 3, Kalyanpur, Kanpur</p>
Axis Bank	584.16	611.16	Total Tenure 7 Yrs. 6 Months Interest payment on monthly basis Principal Repayment 22 Quarterly Instalments as below:- 2 quarterly instalments of Rs. 6.00 million starting from 30.06.2022 to 30.09.2022- 4 quarterly instalments of Rs. 7.50 million starting from 31.12.2022 to 30.09.2023- 4 quarterly instalments of Rs. 10.50 million starting from 31.12.2023 to 30.09.2024- 4 quarterly instalments of Rs. 12.00 million starting from 31.12.2024 to 30.09.2025- 4 quarterly instalments of Rs. 15.00 million starting from 31.12.2025 to 30.09.2026- 4 quarterly instalments of Rs. 30.00 million starting from 31.12.2026 to 30.09.2027	<p>Primary:- *Exclusive charge on all the present and future current assets of Oncology & Gastro unit. *Exclusive charge on all the medical equipment and other movable fixed assets, present and future in Oncology & Gastro unit Collateral: Exclusive charge by the way of equitable mortgage of commercial property- located at A-4, Sarvodaya nagar Oncology & Gastro unit Kanpur nagar Uttar-Pradesh (208005) .Comapny to maintain minimum collateral coverage of 42.50% throughout the tenor of facility. Shortfall, if any, to be made good by way of additional collateral security acceptable to the bank. Guarantors:- a) Mr. Atul Kapoor b) Mrs. Rashmi Kapoor</p>
Axis Bank	35.03	42.79	Total Tenure 5 Yrs. 9 Months Interest payment on monthly basis Principal Repayment 23 Quarterly Instalments as below:- 15 quarterly instalments of Rs. 1.94 million starting from 30.06.2022 to 31.12.2025- 3 quarterly instalments of Rs. 2.25 million starting from 31.03.2026 to 30.09.2026- 5 quarterly instalments of Rs. 1.39 million starting from 31.12.2026 to 31.12.2027	<p>Primary:- *Exclusive charge on all the present and future current assets of Oncology & Gastro unit. *Exclusive charge on all the medical equipment and other movable fixed assets, present and future in Oncology & Gastro unit Collateral: Exclusive charge by the way of equitable mortogage of commercial property- located at A-4, Sarvodaya nagar Oncology & Gastro unit Kanpur nagar Uttar-Pradesh (208005) .Comapny to maintain minimum collateral coverage of 42.50% throughout the tenor of facility. Shortfall, if any, to be made good by way of additional collateral security acceptable to the bank. Guarantors:- a) Mr. Atul Kapoor b) Mrs. Rashmi Kapoor</p>
HDFC Bank Limited	112.27	115.99	Duration: 8 years and 4 months beginning from 20 Jan 2021 to 20 April 2029-Yearly loan repayment schedule-- Year 2021-22 0.96 million 2022-23 4.01 million 2023-24 5.88 million	<p>1. First and exclusive charge on all current assets of Regency Hospital Limited.</p> <p>2. First and exclusive charge on all present and future fixed assets (movable & immovable) excluding assets specifically charged to others lender.</p> <p>3. Hypothecation and exclusive charge on plant</p>

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
24(a) Terms of repayment and security disclosure for the outstanding long term borrowings (including current maturities of long term borrowings) Secured term loans from banks

Name of bank Financial Institution	As at 31 March 2023	As at 31 March 2022	Repayment terms	Details of security
			2024-25 10.75 million 2025-26 20.66 million 2026-27 30.58 million 2027-28 22.84 million 2028-29 21.26 million	& machinery & other assets of the company (both current and future) 4. Personal guarantee of Mr. Atul Kapoor and Mrs. Rashmi Kapoor and Mr. A.R. Kapoor. 5. Equitable mortgage of residential as well as commercial property as mentioned below: a) 117/A-2 Sarvodya Nagar, Kanpur b) 117/138 B-2 Sarvodya Nagar, Kanpur c) 117/101, K-Block Kakadeo Hospital Kanpur, UP
HDFC Bank Limited	60.01	33.17	Duration:- 10 years beginning from 20 Feb,2022 to 20 Dec,2030 -First Instalment of Rs.0.07 million on 20.02.2022 -Two Instalments of Rs. 0.40 million on 20.03.2022 and 20.4.2022 -Two Instalments of Rs. 0.50 million on 20.05.2022 and 20.6.2022 -Two instalments of Rs. 0.57 million on 20.7.2022 to 20.8.2022 -Two instalments of Rs. 0.58 million on 20.9.2022 to 20.10.2022 -One instalments of Rs. 0.78 million on 20.11.2022 -One instalments of Rs. 0.83 million on 20.12.2022 -Two instalments of Rs. 0.86 million on 20.01.2023 to 20.02.2023 -94 instalments of Rs. 0.87 million on 20.3.2023 to 20.12.2030	
HDFC Bank Limited	63.04	42.88	Duration:- 6 years and 10 months beginning from 20 Nov,2020 to 20 Aug,2027 -First Instalment of Rs. 0.12 million on 20.11.2020 -Five Instalments of Rs.0.42 million on 20.12.2020 and 20.4.2021 -Four Instalments of Rs. 0.52 million on 20.05.2021 and 20.8.2021 -One Instalment of Rs. 0.59 million on 20.09.2021 -One Instalment of Rs. 0.70 million on 20.10.2021 -One Instalment of Rs. 0.72 million on 20.11.2021 -11 Monthly instalments of Rs. 0.83 million starting from 20.12.2021 to 20.10.2022 -57 Monthly instalments of Rs.1.44 million starting from 20.11.2022 to 20.07.2027 -One Instalment of Rs. 0.82 million on 20.08.2027	
HDFC Bank Limited (Vehicle Loan)	0.99	1.38	Equated Monthly Instalments (EMIs) of ₹ .04 million	
Kotak Mahindra Prime Limited (Vehicle Loan)- Loan from NBFC	12.48	11.25	Equated Monthly Instalments (EMIs) ranging from ₹ .02 million per month to ₹ 0.11 million	Secured by way of charge on vehicle on vehicle financed through loan facility.

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

Total-A	1,566.82	2,379.39
Current maturities of long term debt	238.19	889.86
Total-B	1,328.63	1,489.53

* Mr. Anant Ram Kapoor has thus deceased on 10th December, 2021.

The above loans carry an interest rate ranging from 6.00 % p.a. to 9.25% p.a. (previous year 6.10% p.a. to 8.40% p.a).

24(a) Security disclosure for the outstanding short term borrowings (including working capital facilities)

Name of bank	As at 31 March 2023	As at 31 March 2022	Details of security
HDFC Bank	210.68	220.83	1.Exclusive charge on Land & Building located at A-4, Sarvodaya Nagar, Kanpur. 2.Exclusive charge on all movable fixed and current assets (both present & future)
Axis Bank	28.87	45.34	Same as above
	239.55	266.17	

The above cash credit facilities carry an interest rate ranging from 6.00% p.a. to 9.25% p.a. (previous year 6.10% p.a. to 8.40%)

* Term loans and working capital facilities availed from IndusInd Bank have been repaid on 7th April, 2022 and the charge thereon has been duly satisfied.

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
25 Other financial liabilities (non-current)

	As at 31 March 2023	As at 31 March 2022
Security deposit received (unsecured, considered good)	28.07	42.22
Creditors for capital goods	-	1.00
	28.07	43.22

26 Borrowings- Current

	As at 31 March 2023	As at 31 March 2022
Working capital loans *	239.55	266.17
Current maturities of long-term debt *	238.19	889.86
	477.74	1,156.03

*Refer note-24(a) for details.

Reconciliation of liabilities arising from financing activities

	Long-term borrowings (including current maturities)	Lease liabilities	Short-term borrowings	Interest	Total
As at 31 March 2022	2,379.39	433.37	266.17	7.02	3,085.95
Cash flows:					
Proceeds	77.84	57.94	-	-	135.78
Repayment of borrowings	(890.40)	(72.78)	(26.62)	(146.34)	(1,136.14)
Payment of interest on lease obligation	-	(45.52)	-	-	(45.52)
Non-cash:					
Interest expenses	-	45.52	-	143.05	188.57
As at 31 March 2023	1,566.83	418.53	239.55	3.73	2,228.64

	Long-term borrowings (including current maturities)	Lease liabilities	Short-term borrowings	Interest	Total
As at 01 April 2021	1,804.29	490.38	126.61	4.30	2,425.58
Cash flows:					
Proceeds	739.29	-	139.56	-	878.85
Repayment of borrowings	(164.20)	(68.60)	-	(132.97)	(365.77)
Payment of interest on lease obligation	-	(51.05)	-	-	(51.05)
Non-cash:					
Interest expenses	-	51.05	-	135.69	186.74
Increase in lease Liability	-	11.60	-	-	11.60
As at 31 March 2022	2,379.38	433.38	266.17	7.02	3,085.95

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
27 Trade payables

	As at 31 March 2023	As at 31 March 2022
Outstanding dues of Micro Enterprises and Small Enterprises	7.51	4.40
Outstanding dues of creditors other than Micro Enterprises and Small Enterprises	327.66	273.00
	335.17	277.40

Trade Payables Ageing Schedule
As on 31 March 2023

Particulars	Outstanding for the following periods from the due date of payment				
	Less Than 1 year	1-2 years	2-3 years	More than 3 years	Total
(a) MSME	7.51	-	-	-	7.51
(b) Others	323.51	2.82	0.52	0.81	327.66
Total	331.02	2.82	0.52	0.81	335.17

Trade Payables Ageing Schedule
As on 31 March 2022

Particulars	Outstanding for the following periods from the due date of payment				
	Less Than 1 year	1-2 years	2-3 years	More than 3 years	Total
(a) MSME	4.40	-	-	-	4.40
(b) Others	261.44	8.61	2.36	0.59	273.00
Total	265.84	8.61	2.36	0.59	277.40

a. Dues to micro and small enterprises pursuant to section 22 of the Micro and Small Enterprises Development Act (MSMED), 2006

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that Micro and Small Enterprises should mention in their correspondence with their customers the Entrepreneurs Memorandum number as allocated after filing of the Memorandum. Amount due to entities covered under Micro, Small and Medium Enterprises as defined in the Micro, Small, Medium Enterprises Development Act, 2006, have been identified on the basis of information available with the Company.

On the basis of confirmation obtained from suppliers who have registered themselves under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) and based on the information available with the company, the following are the details:

i) the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting period;	7.51	4.40
ii) Interest due thereon	0.01	0.01
iii) the amount of interest paid by the buyer in terms of Section 16, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting period; Interest accrued and due thereon remaining unpaid	-	-
iv) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under this Act;	-	-

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

v) the amount of interest accrued and remaining unpaid at the end of each accounting period; and

vi) the amount of further interest remaining due and payable even in the succeeding periods, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.

28 Other financial liabilities (current)

	As at 31 March 2023	As at 31 March 2022
Interest accrued but not due	3.73	7.02
Security deposit received	14.65	10.71
Creditor for capital goods	23.54	82.11
Consultant fee payable	114.59	81.95
Employee related payables	87.15	72.55
	243.66	254.34

29 Other current liabilities

	As at 31 March 2023	As at 31 March 2022
Advance from customers	196.53	163.47
Statutory dues	21.79	20.26
Other liabilities	2.89	4.29
	221.21	188.02

30 Provisions (current)

	As at 31 March 2023	As at 31 March 2022
Provision for employee benefits**		
Gratuity	0.82	15.79
Compensated absences	5.08	5.40
	5.90	21.19

*Refer note 41 for details.

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

31 Revenue from operations	For the year ended 31 March 2023	For the year ended 31 March 2022
Healthcare services	3,880.19	3,369.74
Pharmacy and surgical sales	341.86	265.44
Other Operating Receipts	22.50	9.17
	4,244.55	3,644.35
32 Other income	For the year ended 31 March 2023	For the year ended 31 March 2022
Interest income on		
bank deposits	19.30	32.41
others	1.75	6.78
Provision/liabilities no longer required written back	-	5.25
Profit on sale of mutual funds	1.06	2.98
Rental Income	12.73	15.81
Miscellaneous income	2.27	3.40
	37.11	66.63
33 Cost of materials consumed	For the year ended 31 March 2023	For the year ended 31 March 2022
Opening stock	100.59	91.19
Add : Purchases during the year	1,017.82	866.53
Less : Closing stock	(118.51)	(100.59)
Cost of materials consumed	999.90	857.13
34 Employee benefit expenses	For the year ended 31 March 2023	For the year ended 31 March 2022
Salaries, wages and bonus	639.51	528.01
Contribution to provident and other funds	22.89	18.56
Gratuity*	7.07	4.42
Staff welfare expenses	4.29	3.95
	673.76	554.94
*Refer note 41 for details.		
35 Finance costs	For the year ended 31 March 2023	For the year ended 31 March 2022
Interest expense on		
lease obligations	45.52	51.05
term loans	122.97	132.06
vehicle loans	1.12	1.09
working capital facilities	8.05	0.32

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

others	0.36	0.03
Other borrowing cost	10.55	2.19
	188.57	186.74
36 Depreciation and amortisation expenses		
	For the year ended 31 March 2023	For the year ended 31 March 2022
Depreciation of property, plant and equipment (refer note 5)	198.81	190.76
Depreciation on right of use asset (refer note 6)	74.69	66.63
Amortisation of intangible assets (refer note 8)	8.62	4.13
	282.12	261.52
37 Other expenses		
	For the year ended 31 March 2023	For the year ended 31 March 2022
Doctor and other professional fees	981.35	867.35
Power and fuel	118.05	114.48
Bill processing and collection charges	29.51	21.75
Rent	9.31	15.45
Repair and Maintenance		
on plant and machinery	66.40	54.34
on building	10.71	5.28
on vehicles	7.68	6.21
on others	51.03	57.97
Insurance	6.37	5.84
Rates and taxes	5.79	5.69
Advertisement expenses	31.60	21.99
Travelling and conveyance	17.03	7.53
Communications	2.09	1.64
Medical service fee	83.89	81.81
House keeping expenses	101.55	82.33
Corporate social responsibility expenses (refer note 49)	2.25	1.50
Legal and professional	17.36	16.37
Payment to Auditors *	2.78	3.96
Loss on sale /retirement of property, plant and equipment	0.82	1.56
Security expenses	25.64	22.67
Printing and stationary	25.12	20.31
Bad debts and provision for doubtful debts	94.78	53.43
Bank charges	0.38	0.37
Bank commission	8.33	7.99
Miscellaneous expenses	12.35	7.26
	1,712.17	1,485.08

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
Notes:
*** Payments to Auditors'**

	For the year ended 31 March 2023	For the year ended 31 March 2022
As Auditors :		
Statutory audit fee	2.59	2.60
Tax audit fee	0.18	0.18
Other services	-	1.18
Reimbursement of expenses	0.01	-
	2.78	3.96

38 Tax expense

	For the year ended 31 March 2023	For the year ended 31 March 2022
Current tax	106.24	36.92
Tax pertaining to earlier years	(6.34)	-
Deferred tax	32.61	52.95
	132.51	89.87

The major components of income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the Company and the reported tax expense in profit or loss are as follows:

	For the year ended 31 March 2023	For the year ended 31 March 2022
Accounting profit before income tax	425.14	365.57
Tax at the applicable rate of tax (25.168%)	106.99	92.01
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Non-deductible expenses for tax purposes	0.58	0.38
Reversal of deferred tax assets not eligible for deduction (including earlier year tax adjustments (net))	23.54	-
Others	0.12	0.16
Impact of deferred tax on OCI	1.28	(2.68)
	132.51	89.87

Unused tax losses and credits

There are no unused tax losses and unabsorbed depreciation

39 Earnings per equity share

	For the year ended 31 March 2023	For the year ended 31 March 2022
a) Net profit/(loss) attributable to equity shareholders	293.91	273.02
b) Weighted average number of shares	14,042,779	14,042,779
c) Nominal value of shares	10	10
d) Earnings per share		
Basic earnings per share	20.93	19.44
Diluted earnings per share	20.93	19.44

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
40 Revenue from Contracts with Customers

The Company provides various category of healthcare services, pharmacy, surgical, pathological and kitchen items.

Description of nature of goods sold

Pharmacy
Surgical, pathological and kitchen items
Other miscellaneous consumable items

Description of nature of services rendered

Healthcare services

a. Disaggregation of revenue from contracts with customers

The Company has performed a disaggregated analysis of revenues considering the nature, amount, timing and uncertainty of revenues. This includes disclosure of revenues by geography and timing of recognition.

For the year ended 31 March 2023

	Goods	Services	Total
Revenue by geography			
Domestic	341.86	3,902.69	4,244.55
	341.86	3,902.69	4,244.55

Revenue by time

Revenue recognised at point in time	341.86	-	341.86
Revenue recognised over time	-	3,902.69	3,902.69
	341.86	3,902.69	4,244.55

For the year ended 31 March 2022

	Goods	Services	Total
Revenue by geography			
Domestic	265.44	3,378.91	3,644.35
	265.44	3,378.91	3,644.35

Revenue by time

Revenue recognised at point in time	265.44	-	265.44
Revenue recognised over time	-	3,378.91	3,378.91
	265.44	3,378.91	3,644.35

b. Assets and liabilities related to contracts with customers

	As at 31 March 2023	As at 31 March 2022
Assets		
Contract assets		
Unbilled revenue		
Current	59.65	41.23
Advance from customers		
Current	196.53	163.47

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
c. Significant change in contract assets and liabilities
i) Unbilled revenue

	For the year ended 31 March 2023	For the year ended 31 March 2022
Opening balance	41.23	45.91
Revenue billed during the year	(41.23)	(45.91)
Additions during the year	59.65	41.23
Closing balance	59.65	41.23

ii) Advance from customers

	For the year ended 31 March 2023	For the year ended 31 March 2022
Opening balance	163.47	113.56
Goods and services delivered during the period	(163.67)	(89.88)
Advances received during the period	196.73	139.79
Closing balance	196.53	163.47

d. Reconciliation of revenue recognised with contract price

	For the year ended 31 March 2023	For the year ended 31 March 2022
Contract price	4,244.55	3,644.35
Less: Rebates and discounts	-	-
Revenue from contracts with customers	4,244.55	3,644.35

e. The Company has not incurred any cost for obtaining contracts except administrative cost required for preparation of offers and the same is charged to Statement of Profit and Loss.

41 Employee benefits

The Company has adopted Indian Accounting Standard (Ind AS) - 19 on Employee Benefit as under :

41.1 Defined contribution plans
Provident fund

The Company also has certain defined contribution plans. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognized during the period towards defined contribution plan is ₹ 22.89 million (31 March 2022: ₹ 18.56 million).

41.2 Defined benefit plans
A Gratuity

The Company operates a gratuity plan wherein every employee is entitled to the benefit equivalent to 15 days of basic salary last drawn for each completed year of service. Gratuity is payable to all eligible employees of the Company on retirement or separation or death or permanent disablement in terms of the provisions of the Payment of Gratuity Act, 1972.

(i) Amount recognized in the balance sheet is as under:

Particulars	31 March 2023		31 March 2022	
	Current	Non-current	Current	Non-current
Gratuity	0.82	-	15.79	-

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
(ii) Amount recognized in the statement of profit and loss and comprehensive income is as under:

Description	31 March 2023	31 March 2022
Current service cost	6.56	4.31
Net interest cost	0.52	0.11
Net impact on profit (before tax)	7.08	4.42
Actuarial loss/(gain) recognized during the year	(5.07)	10.65
Amount recognized in total comprehensive income	2.01	15.07

(iii) Movement in the present value of defined benefit obligation recognized in the balance sheet is as under:

Description	31 March 2023	31 March 2022
Present value of defined benefit obligation as at the start of the year	(15.79)	(2.61)
Current service cost	(6.56)	(4.31)
Interest cost	(0.52)	(0.11)
Actuarial loss/(gain) recognized during the year	5.07	(10.65)
Employer contributions	16.97	1.89
Present value of defined benefit obligation as at the end of the year	(0.83)	(15.79)

(iv) Breakup of actuarial (gain)/loss:

Description	31 March 2023	31 March 2022
Actuarial loss/(gain) on arising from change in financial assumption	(0.83)	(1.08)
Return on plan assets less than discount rate	0.45	0.05
Actuarial (gain) on arising from experience adjustment	(4.78)	11.67
Total actuarial loss/(gain)	(5.07)	10.64

(v) Actuarial assumptions

Description	31 March 2023	31 March 2022
Discount rate	0.07	0.07
Future salary increase	0.05	0.05
Expected average remaining working lives of employees (years)	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate

Gratuity is payable to the employees on death or resignation or on retirement at the attainment of superannuation age. To provide for these eventualities, the Actuary has used Indian Assured Lives Mortality (2006-08) ultimate table.

These assumptions were developed by management with the assistance of independent actuarial appraisers. Discount factors are determined close to each year-end by reference to government bonds and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
(vii) Sensitivity analysis for gratuity liability

Description	31 March 2023	31 March 2022
Impact of the change in discount rate		
- Impact due to increase of 1 %	(3.76)	(3.21)
- Impact due to decrease of 1 %	4.48	3.83
Impact of the change in salary increase		
- Impact due to increase of 1 %	4.30	3.69
- Impact due to decrease of 1 %	(3.66)	(3.16)

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied which was applied while calculating the defined benefit obligation recognized in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to prior period.

(viii) Maturity profile of defined benefit obligation

Description	31 March 2023	31 March 2022
Within next 12 months	1.61	7.45
Between 1-5 years	11.87	10.23
Beyond 5 years	35.88	28.30

B Compensated absences (unfunded)

The leave obligations cover the Company's liability for earned leaves. The Company does not have an unconditional right to defer settlement for the obligation shown as current provision balance below. These are the amounts which have been recognised in the statement of profit and loss for the respective years.

Particulars	31 March 2023		31 March 2022	
	Current	Non-current	Current	Non-current
Compensated absences (unfunded)	5.08	-	5.40	-

42 Financial instruments
i) Financial assets and liabilities
The carrying amounts of financial instruments by category measured at amortised cost*

	As at 31 March 2023	As at 31 March 2022
Financial assets		
Investments in Mutual Funds *	3.21	271.26
Trade receivables	626.04	298.33
Cash and cash equivalents	354.61	915.25
Other bank balances	38.89	0.88
Other financial assets	174.43	450.34
Total	1,197.18	1,936.06

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

	As at 31 March 2023	As at 31 March 2022
Financial liabilities		
Borrowings	1,806.37	2,645.56
Lease liabilities	349.41	433.38
Trade payables	335.17	277.40
Other financial liabilities	271.73	297.56
Total	2,762.68	3,653.90

*Investments in Mutual Funds are valued at FVTPL applying level 1 of valuation, remaining all Financial assets and Financial liabilities are valued at amortised cost.

Investment in subsidiaries and associate are measured at cost as per Ind AS 27, 'Separate financial statements' and hence, not presented here.

ii) Fair values hierarchy

The Company does not have any financial assets or financial liabilities carried subsequently at fair value.

The fair value of financial instruments as referred to in note (A) above has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities [Level 1 measurements] and lowest priority to unobservable inputs [Level 3 measurements].

The categories used are as follows:

Level 1: Quoted prices (unadjusted) for identical instruments in an active market;

Level 2: Directly (i.e. as prices) or indirectly (i.e. derived from prices) observable market inputs, other than Level 1 inputs; and

Level 3: Inputs which are not based on observable market data (unobservable inputs).

43 Financial risk management
i) Risk Management

The Company's activities expose it to market risk, liquidity risk and credit risk. The Company's board of directors has overall responsibility for the establishment and oversight of the Company risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost	Aging analysis	Bank deposits, diversification of asset base, credit limits and collateral.
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk-foreign exchange	Recognised financial assets and liabilities not denominated in Indian rupee (INR)	Cash flow forecasting	Forward contract/hedging, if required

The Company's risk management is carried out by a finance department (of the Company) under policies approved by the board of directors. The board of directors provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, credit risk and investment of excess liquidity.

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
I Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Company. The Company's exposure to credit risk is influenced mainly by cash and cash equivalents, trade receivables and other financial assets measured at amortised cost. The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

a) Credit risk management
(i) Credit risk rating

The Company assesses and manages credit risk based on internal credit rating system. Internal credit rating is performed for each class of financial instruments with different characteristics. The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets. (i) Low credit risk(ii) Moderate credit risk(iii) High credit risk. Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognized in statement of profit and loss.

Basis of categorisation	Asset class exposed to credit risk	Provision for expected credit loss
Low credit risk	Cash and cash equivalents, other bank balances, loans and other financial assets	12 month expected credit loss.

Financial assets (other than trade receivables) that expose the entity to credit risk (gross exposure) –

Particulars	As at	As at
	31 March 2023	31 March 2022
Low credit risk on financial reporting date		
Cash and cash equivalents	354.61	915.25
Other bank balances	38.89	0.88
Other financial assets	174.43	450.34

* These represent gross carrying values of financial assets, without deduction for expected credit losses

Cash and cash equivalents and bank deposits

Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits and accounts in different banks across the country.

Loans and other financial assets measured at amortized cost

Other financial assets measured at amortised cost includes security deposits, lease receivables, deposits with remaining maturity more than 12 months, accrued revenue and others. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously, while at the same time internal control system in place ensure the amounts are within defined limits.

Trade receivables

Life time expected credit loss is provided for trade receivables. Based on business environment in which the Company operates, a default on a financial asset is considered when the counter party fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions. Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in statement of profit and loss. The Company recognizes lifetime expected credit losses on trade receivables using a simplified approach, wherein Company has defined percentage of provision by analysing historical trend of default relevant to each business segment based on the criteria defined above and such provision

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

percentage determined have been considered to recognise life time expected credit losses on trade receivables (other than those where default criteria are met in which case the full expected loss against the amount recoverable is provided for).

b) Expected credit losses for financial assets

As at	Estimated gross carrying	Expected credit	Carrying amount
31 March 2023	amount at default	losses	net of impairment
			provision
Cash and cash equivalents	354.61	-	354.61
Other bank balances	38.89	-	38.89
Trade receivables	700.92	(74.88)	626.04
Other financial assets	174.43	-	174.43
As at	Estimated gross carrying	Expected credit	Carrying amount
31 March 2022	amount at default	losses	net of impairment
			provision
Cash and cash equivalents	915.25	-	915.25
Other bank balances	0.88	-	0.88
Trade receivables	346.20	(47.87)	298.33
Other financial assets	450.34	-	450.34

II Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

The Company's approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates.

(i) Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity based on their contractual maturities for all non-derivative financial liabilities.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

As at 31 March 2023	Less than 1 year	1-5 years	More than 5 years	Total
Lease liabilities	69.40	288.43	60.70	418.53
Borrowings	477.74	997.95	330.68	1,806.37
Trade payables	335.17	-	-	335.17
Other financial liabilities	243.66	28.07	-	271.73
Total	1,125.97	1,314.45	391.38	2,831.80
As at 31 March 2022	Less than 1 year	1-5 years	More than 5 years	Total
Lease liabilities	69.49	248.27	115.62	433.38
Borrowings	1,156.03	943.67	545.86	2,645.56
Trade payables	277.40	-	-	277.40
Other financial liabilities	254.34	43.22	-	297.56
Total	1,757.26	1,235.16	661.48	3,653.90

III Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

(All amounts are in ₹ million, unless stated otherwise)

market prices. It comprises of currency risk, interest rate risk and price risk. The Company does not have any borrowings which carry variable rate of interest, hence, it is not exposed to interest rate risk. The Company does not have any financial instrument which exposes it to price risk.

a) Foreign currency risk

The Company is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the US Dollar, EURO, Singapore Dollar (SGD), Canadian Dollar (CAD) and GBP. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the functional currency of the Company. Considering the volume of foreign currency transactions, the Company's exposure to foreign currency risk is limited and the Company has taken forward contracts to manage its exposure. The Company does not hedge these foreign currency exposures by a derivative instrument or otherwise.

(i) Foreign currency risk exposure in USD:

The Company's exposure to foreign currency risk at the end of the reporting period (unhedged) are as follows:

Particulars	As at	As at
	31 March 2023 (Amount in ₹ million)	31 March 2022 (Amount in ₹ million)
Payables	-	6.22
Net exposure to foreign currency risk (liabilities)	-	6.22
Value in USD	-	0.09
Exchange rate (INR per USD)	-	69.11

Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments.

Particulars	For the year ended	For the year ended
	31 March 2023	31 March 2022
USD sensitivity		
INR/USD- increase by 5%	-	0.31
INR/USD- decrease by 5%	-	(0.31)

* Holding all other variables constant

44 Capital management

The Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet.

The Company's capital includes issued share capital and all other distributable reserves. The primary objective of the Company's capital management is to maximize shareholder value and to maintain an optimal capital structure to reduce the cost of capital. The Company has long-term and short term borrowings.

Debt equity ratio

Particulars	As at	As at
	31 March 2023	31 March 2022
Total Debt*	1,806.37	2,645.56
Total equity	2,040.99	1,743.29
Net debt to equity ratio	0.89	1.52

* Debt includes long-term and short term borrowings

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
45 Lease related disclosures

The Company has leases for land and office premises. With the exception of short-term lease underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability as a borrowings. Variable lease payments which do not depend on an index or a rate are excluded from the initial measurement of the lease liability and right of use assets. The Company classifies its right-of-use assets in a consistent manner to its property, plant and equipment.

Each lease generally imposes a restriction that, unless there is a contractual right for the Company to sublease the asset to another party, the right-of-use asset can only be used by the Company. Some leases contain an option to extend the lease for a further term. The Company is prohibited from selling or pledging the underlying leased assets as security. For leases over premises, the Company must keep those properties in a good state of repair and return the properties in their original condition at the end of the lease. Further, the Company is required to pay maintenance fees in accordance with the lease contracts.

A Lease payments not included in measurement of lease liability

The expense relating to payments not included in the measurement of the lease liability is as follows:

Particulars	31 March 2023	31 March 2022
Short-term leases	9.31	15.45
Total	9.31	15.45

B Total cash outflow for leases for the year ended 31 March 2023 was ₹ 118.30 million (31 March 2022: ₹ 119.66 million)
C Set out below are the carrying amounts of lease liabilities (included under borrowings) and the movements during the year

	31 March 2023	31 March 2022
Opening balance	433.37	490.38
Additions	57.94	11.60
Accretion of interest	45.52	51.05
Payments	(118.30)	(119.65)
Closing balance	418.53	433.38

D Maturity of lease liabilities

The lease liabilities are secured by the related underlying assets. Future minimum lease payments were as follows:

31 March 2023	Minimum lease payments due				
	Within 1 year	1-2 years	2-3 years	More than 3 years	Total
Lease payments	69.40	72.11	72.95	240.07	418.53
Total	69.40	72.11	72.95	204.07	418.53

31 March 2022	Minimum lease payments due				
	Within 1 year	1-2 years	2-3 years	More than 3 years	Total
Lease payments	69.49	60.07	60.94	242.88	433.38
Total	69.49	60.07	60.94	242.88	433.38

E Variable lease payments are expensed in the period they are incurred. Expected future cash outflow as at 31 March 2023 is of ₹ Nil

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
F Information about extension and termination options.

Right of use assets	Number of leases	Range of remaining term (In months)	Average remaining lease term (In months)	Number of leases with extension option	Number of leases with purchase option	Number of leases with termination option
Property leases	14	2-97	34.71	10.00	-	10.00

G The total future cash outflows as at 31 March 2023 for leases that had not yet commenced is of ₹ nil (31 March 2022: ₹ nil).

H Current and non-current balances

Particulars	31 March 2023	31 March 2022
Current	69.12	69.49
Non-current	349.41	363.89
Total	418.53	433.38

I As a lessor
Operating leases

The Company has leased some of its premises to third parties under the lease agreements that qualifies as operating lease. Rental income for operating leases for the years ended on 31 March, 2023 and 31 March, 2022 aggregate to ₹ 12.73 million and ₹ 15.81 million.

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
46 Related party transactions
a) Related parties and nature of the relationship where control exists, irrespective of whether or not there have been transactions between the related parties:
Subsidiary company

Sibling Lifecare Private Limited

Regency Institute of Nursing

b) Other related parties and nature of the relationship with whom transactions have taken place during the year:
Key management personnel

Dr. Atul Kapoor (Managing Director)

Dr. Rashmi Kapoor (Whole-time Director)

Mr. Rajesh Shroff (Chief Financial Officer)

Ms. Ankita Gupta (Company Secretary upto 25th March, 2023)

Mr. Anil Kumar Khemka (Non Executive Director)

Mr. Rabindra Nath Mohanty (Non Executive Director)

Mr. Charles Antoine Janssen (Non Executive Director)

Mr Arun Shrivastava (Non Executive Director)

Ms. Tanushree Shyam Bagrodia (Non Executive Director)

Relatives of KMP and relationship

Late Mr. Anant Ram Kapoor

(hence deceased on 10th December, 2021)

Mr. Arun Kapoor

Mr. Abhishek Kapoor

Mrs. Jahnvi Kapoor

- Father of Dr. Atul Kapoor

- Brother of Dr. Atul Kapoor

- Son of Dr. Atul Kapoor

and Dr Rashmi Kapoor

- Wife of Mr. Abhishek Kapoor

Associate Company

Regency Nephrocare Private Limited

Enterprises owned or significantly influenced by KMP or their relatives

Amrita Charitable Trust

Indcoat Footwear

c) Transactions with related parties are summarized below:
Nature of transactions
Lease rent income - from building

Regency Nephrocare Private Limited

Regency Institute of Nursing

Maintenance service for building

Regency Nephrocare Private Limited

Healthcare services rendered

Employees of Indcoat footwear

Fee for medical services received

Regency Nephrocare Private Limited

Dr. Rashmi Kapoor

	For the year ended 31 March 2023	For the year ended 31 March 2022
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7.20

8.10

4.29

4.96

0.18

0.21

12.38

-

83.89

81.81

18.81

16.54

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

Share in investigation charges		
Dr. Rashmi Kapoor	3.60	3.60
Purchases		
Sibling Lifecare Private Limited	540.74	421.71
Lease rent expense		
- Late Mr. Anant Ram Kapoor	-	6.78
- Dr. Atul Kapoor	4.02	0.96
- Dr. Rashmi Kapoor	3.90	3.90
- Shri Arun Kapoor	4.02	0.96
Payments made on behalf of		
-Regency Nephrocare Private Limited	-	0.56
-Regency Institute of Nursing	0.36	0.30
Corporate social responsibility expenses		
- Amrita Charitable Trust	2.25	1.50
Remuneration		
- Dr. Atul Kapoor	12.45	12.00
- Dr. Rashmi Kapoor	9.47	9.47
- Mr. Arun Kapoor	1.40	2.49
- Mr. Abhishek Kapoor	6.63	6.63
- Mrs. Janhvi Kapoor	1.85	1.44
- Mr. Rajesh Shroff	5.10	2.20
- Ms. Ankita Gupta	1.11	0.97

Nature of transactions

For the year ended	For the year ended
31 March 2023	31 March 2022

Sitting fees

Mr. Anil Kumar Khemka	0.26	0.18
Mr. Rabindra Nath Mohanty	0.26	0.21
Mr. Charles Antoine Janssen	0.06	0.06
Mr Arun Shrivastava	0.18	0.15
Ms. Tanushree Shyam Bagrodia	0.03	0.06

d) Outstanding balances as at the year end
Particulars

As at	As at
31 March 2023	31 March 2022

Payables
Payable for medical services received

- Dr. Rashmi Kapoor	2.85	1.67
- Regency Nephrocare Private Limited	21.07	20.00

Salary Payable

- Dr. Atul Kapoor	0.93	0.52
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Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

- Dr. Rashmi Kapoor	0.75	0.88
- Mr. Arun Kapoor	-	0.23
- Mr. Abhishek Kapoor	0.53	0.48
- Mrs. Janhvi Kapoor	0.16	0.13
Payable for purchase of pharmacy and surgical items		
- Sibling Lifecare Private Limited	170.74	111.37
Payable for fees received on behalf of		
- Regency Institute of Nursing	-	2.31
Receivables		
Rent receivable		
- Regency Nephrocare Private Limited	2.14	2.04
Healthcare services		
- Employees of Indcoat Footwear	12.38	-
Security deposit receivable		
- Dr. Rashmi Kapoor	5.83	5.83
Investments in equity shares		
- Regency Nephrocare Private limited	14.21	14.21
- Sibling Lifecare Private Limited	0.10	0.10
- Regency Institute of Nursing	1.00	1.00

Certain KMPs also participate in post employment benefits plans provided by the Company. The amount in respect of these towards the KMPs can not be segregated as these are based on actuarial valuation for all the employees of the Company.

e) Other arrangements

Personal guarantee given by Dr. Atul Kapoor and Dr. Rashmi Kapoor for loans the outstanding balance as on 31 March 2023 of which is ₹ 1,299.87 million (31 March 2022: ₹ 1,385.99 million) obtained by the Company from various banks.

Personal guarantees have been given by Mr. Anant Ram Kapoor for loans obtained by the Company from HDFC Bank against which the balance outstanding as at 31 March, 2023 is NIL (31 March, 2022: ₹ 732.04 million).

Corporate Guarantee given by the company for Regency School of Nursing for loans from HDFC bank the outstanding balance as on 31 March 2023 of which is ₹ 29.49 million (31 March 2022: ₹ NIL).

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

- 47 The schedule of provisions as required to be disclosed in compliance with Ind AS 37 on "Provisions, Contingent Liabilities and Contingent Assets" is as under:

Particulars	Contingent liabilities	
	For the year ended 31 March 2023	For the year ended 31 March 2022
Claims against the Company not acknowledged as debt [refer note (i) below]	46.90	43.53
Disputed demand of Customs Department [refer note (ii) below]	1.92	1.92
Bank guarantee furnished to Director, CGHS and ECHS, Railways and Regency Institute of Nursing	8.96	8.26
Loan outstanding against Corporate Guarantee given by the company for Regency Institute of Nursing	29.49	-
Bonus [refer note (iii) below]	3.50	3.50
Income taxes (Assessment year 2020-21)	1.56	-
Inland letter of credit	-	4.88
Closing balance at the end of year	92.33	62.09

Note

(i) Includes total amount of claims under various legal cases alleging medical negligence against the hospital as on 31 March 2023 is ₹ 40.63 million (previous year ₹ 41.68 million). The Company has taken professional indemnity insurance policy for all cases and basis this professional indemnity policy and historical trend of settlement in this matter management is confident that no liability is likely to devolve on the Company.

(ii) The Company had deposited an amount of ₹ 1.92 million (being 50% of disputed amount of ₹ 3.85 million) under protest with the Commissioner of Custom (Import and general) in accordance with the order dated 05 February 2007 passed by Hon'ble Allahabad high court, which had been written off in the previous financial years.

(iii) The Payment of Bonus (Amendment) Act, 2015 dated 31 December 2015 (which was made elective from 01 April 2014) revised the thresholds for coverage of employees eligible for bonus and also enhanced the ceiling limits for computation of bonus. However, taking cognizance of the stay granted by various High Courts and pending disposal of such matter, the Company has not recognized the differential amount of bonus of ₹ 3.50 million for the period 1 April 2014 to 31 March 2015 and accordingly has recognized the expense in accordance with the Payment of Bonus (Amendment) Act, 2015 w.e.f. 1 April 2015 and onwards.

(iv) Interest and claims by customers, suppliers, lenders and employees may be payable as and when the outcome of the related matters are finally determined and hence have not been included above. Management based on legal advice and historical trends, believes that no material liability will devolve on the Company in respect of these matters.

The Hon'ble Supreme Court of India pronounced a ruling dated 28 February 2019 in which it was held that 'allowance' paid to employees, will be included in scope of 'basic wages' and thus, will be subject to provident fund contributions. Management believes that this will not result in any material liability on the Company which is also the view of a PF consultant engaged by the management.

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
48 Commitments:

A Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
Estimated amount of contracts remaining to be executed on account of capital commitments (net of capital advances)	892.30	21.57
Lease commitments under non-cancellable lease arrangements	-	-

49 In accordance with the provisions of Section 135 of the Companies Act 2013, the Board of Directors of the Company had constituted a Corporate Social Responsibility (CSR) Committee. The details of CSR expenditure are summarised below:

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
(a) Amount required to be spent on CSR as per Section 135 of the Companies Act, 2013	2.22	1.03
(b) Amount of expenditure incurred	2.25	1.50
(c) Shortfall at the end of the year	-	-
(d) Total of previous year shortfall	-	-
(e) Reason for shortfall	N.A.	N.A.
(f) Nature of CSR Activities	Education	Education
(g) Details of related party transactions	Amrita Charitable Trust - Rs. 2.25 million	Amrita Charitable Trust - Rs. 1.5 million
(h) Liability against contractual obligations for CSR	-	-

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
50 Ratio analysis

Sl. No.	Particulars	Numerator	Denominator	Year ended		Change (%)	Reason for Variance
				31-Mar-23	31-Mar-22		
1	Debt- Equity Ratio	Total Debts=Borrowings+ Lease Liabilities	Shareholders' total equity	0.89	1.52	-42%	This is due to decrease in debt by 32% while increase in shareholders' equity by 18%
2	Debt Service Coverage Ratio	Earnings available for debt service=Net profit after taxes + Non cash operating expenses	Debt service=Interest & lease payments+principal repayments	0.66	1.73	-62%	There was a substantial increase in Principal repayment and interest there on by approx. 163%, leading to decrease in DSCR
3	Current Ratio	Total Current Assets	Total Current Liabilities	0.93	0.85	9%	Refer note 1 below
4	Trade receivable turnover ratio	Revenue from operations	Average trade receivables	4.69	4.42	6%	Refer note 1 below
5	Inventory Turnover	Revenue from operations	Average inventory	8.34	7.96	5%	Refer note 1 below
6	Net Profit Ratio	Net profit after taxes	Total Revenue	6.86%	7.36%	-7%	Refer note 1 below
7	Trade payable turnover ratio	Purchases	Average trade payable	9.78	7.19	36%	This is due to increase in purchase by 17% whereas decrease in average trade payable by 5%
8	Net capital turnover ratio	Revenue from operations	Working capital=Current assets-Current liabilities	(22.52)	(4.03)	459%	Revenue from operations has increased by 88% and working capital was a negative of -Rs.28 crore last year as compared to -Rs.9 crore in the current year.
9	Return on Capital Employed	Earnings before interest and taxes	Capital employed=Tangible net worth+total debts	15.45%	12.32%	25%	This is due to increase in profit in FY 2022-23 by 22%, Earnings before interest and taxes has increased by 15%. However, Capital Employed decreased by -11%.
10	Return on Equity	Net profit after taxes	Average share holders' equity	15.53%	16.95%	-8%	Refer note 1 below
11	Return on Investment	Net profit after taxes	Total Assets	0.69%	1.95%	-65%	Return from investments (profit on sale of mutual funds) has decreased considerably (65%) in the current year as compared to the previous year whereas the average investments was almost the same.

Note 1:- There is no significant change (25% or more) in financial year 2022-23 in comparison to financial year 2021-22.

Notes to the Standalone Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)
51 Other Statutory Information

- (i) Title deeds of Immovable Properties are in the name of the Company.
- (ii) The Company does not have any Benami property and no proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.
- (iii) The Company has not been declared a 'Wilful Defaulter' by any bank in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.
- (iv) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.
- (v) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.
- (vi) The Company does not have any 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).
- (vii) The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.
- (viii) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.
- (ix) The Company did not have any transactions with struck off companies under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- (x) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.
- (xi) The Company had 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.
- (xii) The Company has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) any funds to or in any other persons 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.
- (xiii) The Company has not received any funds from any other persons or entities, including foreign entities ("funding parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (xiv) The Company has filed quarterly returns or statements of current assets with the banks in lieu of the sanctioned working capital facilities, which are in agreement with the books of accounts.

52 The figures of the corresponding previous year have been regrouped wherever considered necessary to correspond to current year disclosures.

53 No subsequent event occurred post balance sheet date which requires adjustment in these standalone financial statements for the year ended 31 March 2023.

For **Walker Chandniok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

For and on behalf of the Board of Directors of
Regency Hospital Limited

Rohit Arora
Partner
Membership No: 504774

Atul Kapoor
Managing Director
DIN: 01449229

Rashmi Kapoor
Whole Time Director
DIN: 01818323

Rajesh Shroff
Chief Financial Officer

Kriti Misra
Company Secretary

Place : Gurugram
Date : 15 September 2023

Place : Kanpur
Date : 15 September 2023

Place : Kanpur
Date : 15 September 2023

Independent Auditor's Report to the Members of Regency Hospital Limited**Report on the Audit of the Consolidated Financial Statements****Opinion**

1. We have audited the accompanying consolidated financial statements of Regency Hospital Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), its associate company, as listed in Annexure 1, which comprise the Consolidated Balance Sheet as at 31 March 2023, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of the significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us the aforesaid consolidated 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 ('Ind AS') specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India of the consolidated state of affairs of the Group, its associates and joint ventures, as at 31 March 2023, and their consolidated profit (including other comprehensive income), consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, and its associate 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 consolidated financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information other than the Consolidated Financial Statements and Auditor's Report thereon

4. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

The Annual Report is not made available to us at the date of this auditor's report. We have nothing to report in this regard.

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

5. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its associates and joint ventures in accordance with the Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group and its associates and joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error,

which have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.

6. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for assessing the ability of the Group and of its associates and joint ventures 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 Group or to cease operations, or has no realistic alternative but to do so.
7. Those respective Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group and of its associates and joint ventures.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

8. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.
9. As part of an audit in accordance with Standards on Auditing specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i)

of the Act we are also responsible for expressing our opinion on whether the Holding 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 management;
- Conclude on the appropriateness of Board of Directors' 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 ability of the Group and its associates and joint ventures 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 Group and its associates and joint ventures to cease to continue as a going concern; and
- 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.
- Obtain sufficient appropriate audit evidence regarding the financial information/ financial statements of the entities or business activities within the Group, and its associate, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the financial statements, of which we are the independent auditors.
- 10. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Other Matter

11. The consolidated financial statements also include the Group's share of net profit (including other comprehensive income) of ₹ 7.30 millions for the year ended 31 March 2023, as considered in the consolidated financial statements, in respect of one associate, whose financial statements has not been audited by us. These financial statements are unaudited and have been

furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the aforesaid associate, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the management, these financial statements are not material to the Group.

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matter with respect to our reliance on the financial statements certified by the management.

Report on Other Legal and Regulatory Requirements

12. As required by section 197(16) of the Act based on our audit, we report that the Holding Company incorporated in India whose financial statements have been audited under the Act have paid remuneration to their respective directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act. The subsidiary companies have not paid or provided for any managerial remuneration during the year. Further, we report that the provisions of section 197 read with Schedule V to the Act are not applicable to associate company incorporated in India whose financial statements have been audited under the Act, since the associate company is not a public company as defined under section 2(71) of the Act.
13. As required by clause (xxi) of paragraph 3 of Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act based on the consideration of the Order reports issued till date, of companies included in the consolidated financial statements and covered under the Act we report that there are no qualifications or adverse remarks reported in the respective Order reports of such companies. Further, following are the companies included in the consolidated financial statements for the year ended 31 March 2023 and covered under that Act that are audited by us, for which the respective reports under section 143(11) of the Act of such companies have not yet been issued by us:

S No	Name	CIN	Subsidiary/ Associate/ Joint Venture
1	Regency Nephrocare Private Limited	U85191UP2013PTC058477	Associate

14. As required by section 143(3) of the Act, based on our audit and other financial information of the subsidiaries and associate companies incorporated in India whose financial statements have been audited under the Act, we report, to the extent applicable, 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 purpose of our audit of the aforesaid consolidated financial statements;
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books;
- c) The consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
- d) In our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015;
- e) On the basis of the written representations received from the directors of the Holding Company, its subsidiary companies and associate company and taken on record by the Board of Directors of the Holding Company, its subsidiary companies and associate company, respectively, covered under the Act, none of the directors of the Group companies and its associate company, are disqualified as on 31 March 2023 from being appointed as a director in terms of section 164(2) of the Act;
- f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, and its subsidiary companies and associate company covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure A' wherein we have expressed a unmodified opinion; and
- g) 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 consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates and joint ventures as detailed in Note 48 to the consolidated financial statements;
 - ii. The Holding Company, its subsidiary companies and associate company companies did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2023;

- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies and associate company covered under the Act, during the year ended 31 March 2023.
- iv.
- a. The respective managements of the Holding Company and its subsidiary companies, associate company incorporated in India whose financial statements have been audited under the Act have represented to us respectively that, to the best of their knowledge and belief, as disclosed in note 53(xii) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Holding Company or its subsidiary companies, its associate companies or its joint venture companies to or in any persons or entities, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company, or any such subsidiary companies, its associate companies or its joint venture companies ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
- b. The respective managements of the Holding Company and its subsidiary companies, associate companies and joint venture companies incorporated in India whose financial statements have been audited under the Act have represented to us respectively that, to the best of their knowledge and belief, as disclosed in the note 53(xiii) to the accompanying consolidated financial statements, no funds have been received by the Holding Company or its subsidiary companies, or its associate companies or its joint venture companies from any persons or entities, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company, or any such subsidiary companies, its associate companies or its joint venture companies shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c. Based on such audit procedures performed by us, as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
- v. The Holding Company, its subsidiary companies, associate companies and joint venture companies have not declared or paid any dividend during the year ended 31 March 2023.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 requires all companies which use accounting software for maintaining their books of account, to use such an accounting software which has a feature of audit trail, with effect from the financial year beginning on 1 April 2023 and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 (as amended) is not applicable for the current financial year.

For Walker Chandiook & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Rohit Arora

Partner

Membership No.: 504774

UDIN: 23504774BGTGSF9616

Place: Gurugram

Date: 15 September 2023

Annexure 1

List of entities included in the consolidated financial statements

Name of the Holding Company

1. Regency Hospital Limited

Name of the Subsidiaries

1. Sibling Lifecare Private Limited
2. Regency Institute of Nursing

Name of the Associate

1. Regency Nephrocare Private Limited

Annexure A**Independent Auditor's 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')**

1. In conjunction with our audit of the consolidated financial statements of Regency Hospital Limited ('the Holding Company') and its subsidiaries ('the Holding Company' and its subsidiaries together referred to as "the Group"), its associates as at and for the year ended 31 March 2023, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company, its subsidiary companies, which are companies covered under the Act, as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The respective Board of Directors of the Holding Company and its subsidiary companies, which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company and its subsidiary company considering the essential components of internal control stated in Guidance Note on Audit of Internal Financial Control over Financial Reporting ('the Guidance Note') issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's 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 Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Consolidated Financial Statements

3. Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary company, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI and prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements, and the Guidance Note issued by the ICAI. 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 consolidated financial statements were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary company, as aforesaid.

Meaning of Internal Financial Controls with Reference to Consolidated Financial Statements

6. A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to consolidated financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated 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 consolidated financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Consolidated Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to consolidated 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 consolidated financial statements to future periods are subject to the risk that internal financial controls with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion the Holding Company, and its subsidiary companies, which are companies covered under the Act, have in all material respects, adequate internal financial controls with reference to consolidated financial statements and such controls were operating effectively as at 31 March 2023, based on internal control over financial reporting criteria established by the company considering the essential components of Internal control stated in the Guidance Note on Audit of Internal Financial Controls over financial controls over financial reporting (the "Guidance Note") issued by the Institute of Chartered Accountant of India("ICAI")

For **Walker Chandiok & Co LLP**

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Rohit Arora

Partner

Membership No.: 504774

UDIN: 23504774BGTGSF9616

Place: Gurugram

Date: 15 September 2023

Consolidated Balance Sheet as at 31 March 2023

(All amounts are in ₹ million, unless stated otherwise)

	Notes	As at 31 March 2023	As at 31 March 2022
ASSETS			
Non-current assets			
Property, plant and equipment	5	2,928.02	2,997.49
Right of use asset	6	402.34	414.58
Capital work-in-progress	7	469.21	90.90
Other intangible assets	8	12.78	9.09
Intangible assets under development	9	6.32	6.67
Financial assets			
Investments	10	28.15	20.86
Other financial assets	11	115.18	406.93
Income tax assets (net)	12	39.24	80.38
Other non-current assets	14	53.75	21.46
Total non-current assets		4,054.99	4,048.36
Current assets			
Inventories	15	150.33	132.75
Financial assets			
Investments	16	3.21	271.27
Trade receivables	17	629.61	302.76
Cash and cash equivalents	18	358.70	924.86
Other bank balances	19	44.96	4.93
Other financial assets	20	59.65	43.79
Other current assets	21	51.17	39.65
Total current assets		1,297.63	1,720.01
Total assets		5,352.62	5,768.37
EQUITY AND LIABILITIES			
Equity			
Equity share capital	22	140.43	140.43
Other equity	23	1,943.00	1,625.25
Total equity		2,083.43	1,765.68
Non-current liabilities			
Financial liabilities			
Borrowings	24	1,357.12	1,491.06
Lease liabilities		352.74	364.10
Other financial liabilities	25	28.99	43.92
Deferred tax liabilities (net)	13	143.06	110.10
Total non-current liabilities		1,881.91	2,009.18
Current liabilities			
Financial liabilities			
Borrowings	26	480.26	1,156.41
Lease liabilities		69.88	70.67
Trade payables	27		
(a) total outstanding dues to micro and small enterprises		19.95	6.03
(b) total outstanding dues of creditors other than micro and small enterprises		333.07	288.39
Other financial liabilities	28	245.70	255.86
Income tax liabilities (net)	29	0.91	2.73
Other current liabilities	30	231.39	192.19
Provisions	31	6.12	21.23

Consolidated Balance Sheet as at 31 March 2023

(All amounts are in ₹ million, unless stated otherwise)

	Notes	As at 31 March 2023	As at 31 March 2022
Total current liabilities		1,387.28	1,993.51
Total liabilities		3,269.19	4,002.69
Total equity and liabilities		5,352.62	5,768.37
Summary of significant accounting policies 3 The accompanying notes are an integral part of the consolidated financial statements.			

This is the Consolidated Balance Sheet referred to in our report of even date.

 For **Walker Chandlok & Co LLP**
 Chartered Accountants
 Firm's Registration No.: 001076N/N500013

 For and on behalf of the Board of Directors of
Regency Hospital Limited
Rohit Arora
 Partner
 Membership No: 504774

Atul Kapoor
 Managing Director
 DIN: 01449229

Rashmi Kapoor
 Whole Time Director
 DIN: 01818323

Rajesh Shroff
 Chief Financial Officer

Kriti Misra
 Company Secretary

Place : Gurugram
Date : 15 September 2023

Place : Kanpur
Date : 15 September 2023

Place : Kanpur
Date : 15 September 2023

Consolidated Statement of Profit and Loss for the period ended 31 March 2023

(All amounts are in ₹ million, unless stated otherwise)

	Notes	For the year ended 31 March 2023	For the year ended 31 March 2022
Income			
Revenue from operations	32	4,289.52	3,677.26
Other income	33	32.74	61.71
Total income		4,322.26	3,738.97
Expenses			
Cost of materials consumed	34	989.57	849.30
Employee benefit expenses	35	693.63	568.11
Finance costs	36	188.96	187.03
Depreciation and amortisation expenses	37	283.67	262.89
Other expenses	38	1,723.61	1,494.78
Total expenses		3,879.44	3,362.11
Profit/(Loss) before tax and share of profit of associate accounted for using the equity method		442.82	376.86
Share of profit of associate accounted for using the equity method		7.29	4.74
Profit/(Loss) before tax attributable to the shareholders of the Parent company		450.11	381.60
Tax expense			
Current tax		110.44	40.14
Income tax relating to earlier year		(5.94)	0.06
Deferred tax		31.68	55.40
		136.18	95.60
Profit/(Loss) for the year attributable to the shareholders of the Parent company		313.93	286.00
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurement (losses) on post employment benefit obligations		5.10	(10.65)
Income tax relating to above items		(1.28)	2.68
Other comprehensive income/(loss) for the year attributable to the shareholders of the Parent company		3.82	(7.97)
Total comprehensive income /(loss) for the year attributable to the shareholders of the Parent company		317.75	278.03
Earnings per equity share			
Basic		22.36	20.37
Diluted		22.36	20.37
Summary of significant accounting policies		3	
The accompanying notes form an integral part of these consolidated financial statements			

This is the Consolidated Statement of Profit and Loss referred to in our report of even date

For Walker Chandlok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

For and on behalf of the Board of Directors of

Regency Hospital Limited
Rohit Arora

Partner

Membership No: 504774

Atul Kapoor

Managing Director

DIN: 01449229

Rashmi Kapoor

Whole Time Director

DIN: 01818323

Rajesh Shroff

Chief Financial Officer

Kriti Misra

Company Secretary

Place : Gurugram

Date : 15 September 2023

Place : Kanpur

Date : 15 September 2023

Place : Kanpur

Date : 15 September 2023

Consolidated Cash Flow Statement for the year ended 31 March 2023

(All amounts are in ₹ million, unless stated otherwise)

	For the year ended 31 March 2023	For the year ended 31 March 2022
A. Cash flow from operating activities		
Profit before tax	442.82	376.86
Adjustments for :		
Other comprehensive income	5.10	(10.65)
Depreciation and amortisation expense	283.67	262.89
Loss on sale of property, plant and equipment (net)	0.82	1.56
Finance cost	143.29	135.77
Interest income	(21.16)	(39.24)
Profit on sale of mutual funds	(1.06)	(2.97)
Bad debts and provision for doubtful debts	96.04	54.41
Interest on lease liability	45.67	51.25
Operating profit before working capital changes	995.19	829.88
Adjustments for :		
(Increase) in inventories	(17.36)	(15.06)
(Increase) in trade receivables	(482.28)	(124.13)
(Increase) in financial & other assets	(23.82)	(15.76)
Increase/(decrease) in trade payables	115.73	(44.00)
Increase / (decrease) in financial & other liabilities	76.14	112.88
Increase / (decrease) in provisions	(15.30)	13.42
Movement in Loans	291.77	102.94
Cash generated from operations	940.07	860.17
Income tax paid, net of refund	(65.18)	(27.10)
Net cash generated from operating activities	874.89	833.07
B. Cash flows from investing activities		
Purchase of property, plant and equipment (including movement in capital work-in-progress, payable for capital creditors and capital advances)	(604.85)	(277.27)
Proceeds from sale of property, plants and equipment	3.78	4.93
Purchase of intangible assets	(5.64)	(0.06)
Intangibles under development	(6.32)	(1.70)
ROU related payments	(1.57)	-
Purchase of current investments	(325.08)	(284.39)
Proceeds from sale of current investments	594.19	20.00
Movement in Deposits	(39.86)	(4.08)
Interest received	20.68	39.24
Net cash (used in) investing activities	(364.67)	(503.33)
C. Cash flows from financing activities		
Repayment of principal component of lease obligation	(74.05)	(69.73)
Payment of interest on lease obligation	(45.66)	(51.25)
(Repayment)/ proceeds from short-term borrowings (net)	(26.62)	139.56
Proceeds from loan taken	107.74	741.39
Repayment of principal component of borrowings	(891.21)	(164.38)
Interest Paid	(146.58)	(133.04)
Net cash (used in)/generated from financing activities	(1,076.38)	462.55
Net increase in cash and cash equivalents (A+B+C)	(566.16)	792.29
Cash and cash equivalents at the beginning of the year	924.86	132.57
Cash and cash equivalents at the end of the year	358.70	924.86

	For the year ended 31 March 2023	For the year ended 31 March 2022
Cash and cash equivalent above are comprise the following : (refer note no-18)		
Balances with banks:		
- in current accounts	85.16	910.84
Cash in hand	7.64	5.76
Cheque in Hand	0.04	-
Term Deposits (with maturity up to 3 months)	265.86	8.26
Cash and cash equivalents at the end of the year	358.70	924.86

Note:

The above Cash Flow Statement has been prepared under the indirect method as set out in the applicable Indian Accounting Standard [Indian Accounting Standard - 7 on "Statement of Cash Flows" specified under section 133 of the Companies Act, 2013 (the 'Act') read with the Companies (Indian Accounting Standards) Rules, 2015.]

This is the Consolidated Cash Flow Statement referred to in our report of even date

For **Walker Chandio & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

For and on behalf of the Board of Directors of
Regency Hospital Limited

Rohit Arora
Partner
Membership No: 504774

Atul Kapoor
Managing Director
DIN: 01449229

Rashmi Kapoor
Whole Time Director
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Kriti Misra
Company Secretary

Place : Gurugram
Date : 15 September 2023

Place : Kanpur
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Date : 15 September 2023

Regency Hospital Limited (Consolidated)**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023**

(All amounts in ₹ million, unless otherwise stated)

1. Corporate information

Regency Hospital Limited is a Company domiciled in India, incorporated on 8 June 1987. The shares of the Company were listed at Bombay Stock Exchange (BSE) and stand delisted with effect from 18 November 2015 on receipt of notice from BSE dated 3 November 2015 in response to the Company's application for delisting under Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and Securities and Exchange Board of India (Delisting of Equity Shares) (Amendment) Regulations, 2015. The Company provides a wide range of super specialty services in the field of healthcare.

2. Basis of preparation of consolidated financial statements

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The consolidated financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the consolidated financial statements. All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

The consolidated financial statements have been prepared under historical cost convention basis except for the following -

- Certain financial assets which are measured at fair value;
- Defined benefit plans - plan assets measured at fair value;

Basis of consolidation

The consolidated financial statements include the

financial statements of Regency Hospital Limited ("Regency" or the "Parent Group" or the "Group"), its subsidiaries and associate (collectively referred to as "Group").

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases. Statement of profit and loss (including other comprehensive income ('OCI')) of subsidiaries acquired or disposed of during the period are recognised from the effective date of acquisition, or up to the effective date of disposal, as applicable. All the consolidated subsidiaries have a consistent reporting date of 31 March 2023.

The Group combines the financial statements of the Holding Company and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. InterGroup transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests, presented as part of equity, represent the portion of a subsidiary's statement of profit and loss and net assets that is not held by the Group. Statement of profit and loss balance (including each component of OCI) is attributed to the equity holders of the Holding Company and to the non-controlling interests basis the respective ownership interests and the such balance is attributed even if this results in the non-controlling interests having a deficit balance.

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the group. Such a change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

Regency Hospital Limited (Consolidated)**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023**

(All amounts in ₹ million, unless otherwise stated)

Recent pronouncements

Ministry of Corporate Affairs ("MCA") has notified the following new amendments to Ind AS which the Company has not applied as they are effective for annual periods beginning on or after April 1, 2023.

Amendment to Ind AS 1 "Presentation of Financial Statements"

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information is material if, together with other information can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

Amendment to Ind AS 12 "Income Taxes"

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences.

Amendment to Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and Errors"

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities use measurement techniques and inputs to develop accounting estimates if accounting policies require items in consolidated financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its consolidated financial statements.

3. Summary of significant accounting policies**a. Property plant and equipment**

Property, plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits attributable to such subsequent cost associated with the item will flow to the Group. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

In case an item of property, plant and equipment is acquired on deferred payment basis, interest expenses included in deferred payment is recognised as interest expense and not included in cost of asset.

Subsequent measurement (depreciation and useful lives)

Depreciation on property, plant and equipment is provided using written down value method over the estimated useful life of the assets in a manner prescribed in Part C of Schedule II of the Companies Act, 2013.

The identified components are depreciated separately over their useful lives. The remaining components are depreciated over the life of the principal property, plant and equipment.

The residual values, useful lives and method of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

Where, during any financial year, any addition has been made to any asset, or where any asset has been sold, discarded, demolished or destroyed, or significant components replaced; depreciation on such assets is calculated on a pro rata basis as individual assets with specific useful life from the month of such addition or, as the case may be, up to the month on which such asset has been sold, discarded, demolished or destroyed or replaced.

De-recognition

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Regency Hospital Limited (Consolidated)

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

(All amounts in ₹ million, unless otherwise stated)

b. Intangible assets

Recognition and initial measurement

Purchased intangible assets are stated at cost less accumulated amortization and impairment, if any.

Subsequent measurement (amortisation)

All finite-lived intangible assets are accounted for using the cost model whereby capitalised costs are amortised on a straight-line basis over their estimated useful lives. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

Residual values and useful lives are reviewed at each reporting date. Intangible assets are amortised over the period of 5 years on a straight line method.

Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses.

De-recognition

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is de-recognized.

c. Leases

The Group as a lessee

The Group's lease asset classes primarily consist of leases for land and buildings. The Group 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 Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognises 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 Group 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.

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 remeasured with a corresponding adjustment to the related right of use asset if the Group changes its assessment if whether it will exercise an extension or a termination option.

d. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is necessary to complete and prepare the asset for its intended use or sale. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Capitalisation of borrowing costs is suspended in the period during which the active development is delayed due to, other than temporary, interruption. All other borrowing costs are charged to the statement of profit and loss as incurred.

Regency Hospital Limited (Consolidated)

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

(All amounts in ₹ million, unless otherwise stated)

e. Financial instruments

Financial instruments are recognised when the Group becomes a party to the contractual provisions of the instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value.

If the Group determines that the fair value at initial recognition differs from the transaction price, the Group accounts for that instrument at that date as follows:

- a) at the measurement basis mentioned above if that fair value is evidenced by a quoted price in an active market for an identical asset or liability (i.e. a Level 1 input) or based on a valuation technique that uses only data from observable markets. The Group recognises the difference between the fair value at initial recognition and the transaction price as a gain or loss.
- b) in all other cases, at the measurement basis mentioned above, adjusted to defer the difference between the fair value at initial recognition and the transaction price. After initial recognition, the Group recognises that deferred difference as a gain or loss only to the extent that it arises from a change in a factor (including time) that market participants would take into account when pricing the asset or liability.

Subsequent measurement of financial assets and financial liabilities is described below.

Financial assets

Classification and subsequent measurement

For the purpose of subsequent measurement, financial assets are classified into the following categories upon initial recognition:

- i. **Financial assets at amortised cost** - a financial instrument is measured at amortised cost if both the following conditions are met:
 - The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
 - Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest method.

De-recognition of financial assets

A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or the Group has transferred its rights to receive cash flows from the asset.

Financial liabilities

Subsequent measurement

After initial recognition, the financial liabilities are subsequently measured at amortised cost using effective interest method. Amortised cost is calculated after considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The effect of EIR amortisation is included as finance costs in the statement of profit and loss.

De-recognition of financial liabilities

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

f. Impairment of financial assets

All financial assets except for those at FVTPL are subject to review for impairment at least at each reporting date to identify whether there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets.

Regency Hospital Limited (Consolidated)

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

(All amounts in ₹ million, unless otherwise stated)

In accordance with Ind-AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets carried at amortised cost.

ECL is the weighted average of difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights.

When estimating the cash flows, the Group is required to consider -

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Trade receivables

- (i) **For debtors that are not past due** - The Group applies approach permitted by Ind AS 109 Financial Instruments, which requires lifetime expected credit losses to be recognised upon initial recognition of receivables. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument.

The Group uses the expected credit loss model to assess any required allowances and uses a provision matrix to compute the expected credit loss allowance for trade receivables. Life time expected credit losses are assessed and accounted based on Group's historical collection experience for customers and forecast of macro-economic factors for each identified segment.

The Group defines default as an event when the financial asset is past due for more than 365 days. This definition is based on management's expectation of the time period beyond which if a receivable is outstanding, it is an objective evidence of impairment.

- (ii) **For debtors considered past due** - any enhancement in the accrual done for expected credit loss on individually significant receivables is made to recognise any additional expected credit loss on amount recoverable. The Group writes off trade receivables when there is no objective evidence that such amounts would not be recovered. Financial assets that are written-off are still subject to enforcement activity by the Group.

Other financial assets

For recognition of impairment loss on other financial assets and risk exposure, the Group determines whether there has been a significant increase in the credit risk since initial recognition. If the credit risk has not increased significantly since initial recognition, the Group measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Group uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Group compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Group assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

g. Impairment of non-financial assets

For impairment assessment purposes, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash generating units). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level.

At each reporting date, the Group assesses whether there is any indication based on internal/external factors, that an asset may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If, at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed which is the higher of fair value less costs of disposal and value-in-use and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. Impairment losses previously recognised are accordingly reversed in the statement of profit and loss.

Regency Hospital Limited (Consolidated)**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023**

(All amounts in ₹ million, unless otherwise stated)

To determine value-in-use, management estimates expected future cash flows from each cash-generating unit and determines a suitable discount rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Group's latest approved budget, adjusted as necessary to exclude the effects of future re-organizations and asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect current market assessment of the time value of money and asset-specific risk factors.

h. Fair value measurement

The Group measures certain financial instruments, such as, investments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

Refer note 43 for fair value hierarchy.

i. Investment in subsidiaries

In accordance with Ind AS 27 - Separate Financial Statements, investments in equity instruments of subsidiaries can be measured at cost or at fair value in accordance with Ind AS 109. The Group has opted to measure such investments at cost at initial recognition.

Subsequently, such investments in subsidiaries is carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of these investments, the difference between net disposal proceeds and the carrying amounts are

recognised in the statement of profit and loss.

j. Inventories

Inventories comprise of pharmacy, drugs, consumable and implants which are valued at lower of cost and net realizable value. The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. Costs of inventories are computed using weighted average cost formula. However, raw materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

Net realisable value is the estimated selling price in the ordinary course of business less any applicable selling expenses. Provision for obsolescence and slow-moving inventory is made based on management's best estimates of net realisable value of such inventories.

k. Revenue recognition

Revenue arises mainly from the sale of goods. To determine whether to recognise revenue, the Group follows a 5-step process:

1. Identifying the contract with a customer
2. Identifying the performance obligations
3. Determining the transaction price
4. Allocating the transaction price to the performance obligations
5. Recognising revenue when/as performance obligation(s) are satisfied.

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services net of returns and allowances, trade discounts and volume rebates. The Group has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer. Revenue is usually recognized when it is probable that economic benefits associated with the transaction will flow to the entity, amount of revenue can be measured reliably and entity retained neither ownership nor effective control over the goods sold or services rendered.

Regency Hospital Limited (Consolidated)**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023**

(All amounts in ₹ million, unless otherwise stated)

Revenue is recognised either at a point in time or over time, when (or as) the Group satisfies performance obligations by transferring the promised goods or services to its customers.

The Group recognises contract liabilities for consideration received in respect of unsatisfied performance obligations and reports these amounts as other liabilities in the statement of financial position. Similarly, if the Group satisfies a performance obligation before it receives the consideration, the Group recognises either a contract asset or a receivable in its statement of financial position, depending on whether something other than the passage of time is required before the consideration is due.

Sale of goods

Revenue from sale of pharmacy and pharmaceutical supplies is recognized at the point in time when control of the asset is transferred to the customer, generally on delivery of the pharmacy and pharmaceutical items. The Group collects goods and service tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Group and thus excluded from revenue. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Revenue from healthcare services

Revenue from rendering of healthcare services (including drugs, consumables and implants used in delivery of such services) is recognized over the time based on the performance of related services to the customers as per the terms of contract. Income from medical services and operation and management fee is recognised as and when obligations arising out of the contractual arrangements are fulfilled and services are provided in terms of such agreements

Revenue from other services

Income from other services like sponsorship income, education income, clinical trials and other ancillary activities is recognized based on the terms of the contract and it is probable that economic benefits associated with the transaction will flow to the entity and amount of revenue can be measured reliably.

Other income**Interest**

Interest income is recognized on time proportion basis taking into account the amount outstanding and rate applicable. For all financial assets measured at amortised cost (refer 'e' above), interest income is recorded using the effective interest rate (EIR) i.e. the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial assets. The future cash flows include all other transaction costs paid or received, premiums or discounts if any, etc.

l. Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, demand deposits with banks/corporations and short-term highly liquid investments (original maturity less than 3 months) that are readily convertible into known amount of cash and are subject to an insignificant risk of change in value.

m. Foreign currency transactions and translations*Functional and presentation currency*

The consolidated financial statements are presented in Indian Rupee (₹) and are rounded to two decimal places of lakhs, which is also the functional and presentation currency of the Group.

Transactions and balances

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transactions.

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognised in the statement of profit and loss in the year in which they arise.

Regency Hospital Limited (Consolidated)**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023***(All amounts in ₹ million, unless otherwise stated)***n. Post-employment and short term employee benefits**

The Group provides post-employment benefits through various defined contribution and defined benefit plans.

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the Group pays specified contributions to a separate entity and has no obligation to pay any further amounts. Specified monthly contributions to the recognised provident fund and approved superannuation schemes, which are defined contribution schemes, are charged to the statement of profit and loss during the period in which the employee renders the related service.

Defined benefit plans

The defined benefit plans sponsored by the Group define the amount of the benefit that an employee will receive on completion of services by reference to length of service and last drawn salary. The legal obligation for any benefits remains with the Group.

Gratuity is post-employment benefit and is in the nature of a defined benefit plan. The liability recognised in the consolidated financial statements in respect of gratuity is the present value of the defined benefit obligation at the reporting date, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit obligation is calculated at or near the reporting date by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of OCI in the year in which such gains or losses are determined.

Leave encashment benefits

Provision for compensated absences when determined to be short term benefit is made on the basis of Group policy as at the end of the year. Provision related to short term compensated absences of employees is provided on actual basis.

Short-term employee benefits

Expense in respect of other short-term benefits is recognised on the basis of the amount paid or payable

for the period during which services are rendered by the employee.

o. Income taxes

Tax expense recognised in profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961. Current tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax liabilities are generally recognised in full for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss, unused tax credits (Minimum alternate tax credit entitlement) or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Group's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

p. Segment reporting*Business segments:*

Segments have been identified and reported based on

Regency Hospital Limited (Consolidated)

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023

(All amounts in ₹ million, unless otherwise stated)

the nature of the products and services, the risks and returns, the organisation structure and the internal financial reporting systems.

Geographical segments

In terms of geographies, the Group sells its products and services within India and neither identifies nor analyses risk based on different geographical regions.

Other information

- a) Revenues and expenses have been identified to segments on the basis of their relationship to the operating activities of the segment.
- b) Revenues and expenses, which relate to the Group as a whole and are not allocable to segments on a reasonable basis, have been included under "Unallocated corporate expenses".
- c) Assets and liabilities, which relate to the Group as a whole and are not allocable to segments on reasonable basis, are shown as unallocated corporate assets and liabilities respectively.

q. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

r. Provisions, contingent assets and contingent liabilities

Provisions are recognised only when there is a present obligation, as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best

estimates. If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When provisions are discounted, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liability is disclosed for:

- Possible obligations which will be confirmed only by future events not wholly within the control of the Group or
- Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognised. However, when inflow of economic benefits is probable, related asset is disclosed.

4. Significant management judgements in applying accounting policies and estimation uncertainty

The following are the critical judgments and the key estimates concerning the future that management has made in the process of applying the Group's accounting policies and that may have the most significant effect on the amounts recognised in the consolidated financial Statements or that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Significant management estimates

Allowance for doubtful debts - The allowance for doubtful debts reflects management's estimate of losses inherent in its credit portfolio. This allowance is based on Group's estimate of the losses to be incurred, which derives from past experience with similar receivables, current and historical past due amounts, dealer termination rates, write-offs and collections, the careful monitoring of portfolio credit quality and current and projected economic and market conditions.

Useful lives of depreciable/amortisable assets - Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of certain software and other plant and equipment.

Regency Hospital Limited (Consolidated)**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023**

(All amounts in ₹ million, unless otherwise stated)

Defined benefit obligations (DBO) - Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

Provisions - The Group estimates the provisions that have present obligations as a result of past events and it is probable that outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates.

Significant management judgments

Evaluation of indicators for impairment of non-financial assets - The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

Leases - The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non-cancellable period of a lease.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

Contingent liabilities - The Group uses significant judgements to disclose contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-

occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the consolidated financial statements.

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless otherwise stated)
A. Equity share capital

	Amount
Balance as at 1 April 2021	140.43
Equity share capital issued during the year	-
Balance as at 31 March 2022	140.43
Equity share capital issued during the year	-
Balance as at 31 March 2023	140.43

B. Other equity

	General reserve	Securities Premium	Retained earnings	Total
Balance as at 01 April 2021	418.74	981.26	(52.78)	1,347.22
Profit for the year	-	-	286.00	286.00
Other comprehensive income/ (loss) (net of tax)	-	-	(7.97)	(7.97)
Balance as at 31 March 2022	418.74	981.26	225.25	1,625.25
Profit for the year	-	-	313.93	313.93
Other comprehensive income/ (loss) (net of tax)	-	-	3.82	3.82
Balance as at 31 March 2023	418.74	981.26	543.00	1,943.00

This is the Consolidated Statement of Changes in Equity referred to in our report of even date.

For **Walker Chandok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Rohit Arora
Partner
Membership No: 504774

Place : Gurugram
Date : 15 September 2023

For and on behalf of the Board of Directors of
Regency Hospital Limited

Atul Kapoor
Managing Director
DIN: 01449229

Rashmi Kapoor
Whole Time Director
DIN: 01818323

Rajesh Shroff
Chief Financial Officer

Kriti Misra
Company Secretary

Place : Kanpur
Date : 15 September 2023

Place : Kanpur
Date : 15 September 2023

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)

5. Property, plant and equipment - Tangible

Particulars	Computers	Furniture and fixtures	Office equipment	Vehicles	Electrical equipments	Plant & machinery	Building	Leasehold improvements	Freehold land	Total
Gross carrying value										
As at 01 April 2021	8.69	39.17	7.12	25.90	48.31	1,129.50	1,137.63	97.05	641.22	3,134.59
Additions during the year	2.60	3.22	1.91	13.56	2.46	143.49	64.46	5.18	0.84	237.72
Disposals during the year	-	0.07	0.05	4.99	-	3.94	-	-	-	9.05
As at 31 March 2022	11.29	42.32	8.98	34.47	50.77	1,269.05	1,202.09	102.23	642.06	3,363.26
Additions during the year	3.61	3.48	2.79	7.13	6.12	102.87	7.67	0.81	-	134.48
Disposals during the year	0.17	1.12	-	4.45	0.06	0.89	-	0.13	-	6.82
As at 31 March 2023	14.73	44.68	11.77	37.15	56.83	1,371.03	1,209.76	102.91	642.06	3,490.92
Accumulated depreciation										
As at 01 April 2021	2.81	5.77	1.70	2.52	6.61	99.26	43.34	15.35	-	177.36
Charge for the year	2.40	5.80	1.85	3.86	6.46	106.62	48.37	15.61	-	190.97
Adjustment for disposals	-	-	-	1.25	-	1.31	-	-	-	2.56
As at 31 March 2022	5.21	11.57	3.55	5.13	13.07	204.57	91.71	30.96	-	365.77
Charge for the year	3.02	5.32	1.93	3.94	6.10	115.25	47.26	16.51	-	199.33
Adjustment for disposals	0.10	0.86	-	1.03	-	0.16	-	0.05	-	2.20
As at 31 March 2023	8.13	16.03	5.48	8.04	19.17	319.66	138.97	47.42	-	562.90
Net block										
Balance as at 31 March 2022	6.08	30.75	5.43	29.34	37.70	1,064.48	1,110.38	71.27	642.06	2,997.49
Balance as at 31 March 2023	6.60	28.65	6.29	29.11	37.66	1,051.37	1,070.79	55.49	642.06	2,928.02

Notes :

(i) Contractual obligations

Refer note-49 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

Depreciation for the year has been included in "Depreciation and amortisation expenses" line item in statement of profit and loss.

*Refer note 24(a) for charge created on the Property, plant and equipment.

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
6 Right of use asset

	ROU- Land	ROU- Building	Total
Gross carrying value			
Balance as at 01 April 2021	105.76	438.78	544.54
Addition during the year	-	11.60	11.60
Balance as at 31 March 2022	105.76	450.38	556.14
Addition during the year	-	70.00	70.00
Disposal during the year	-	(6.50)	(6.50)
Balance as at 31 March 2023	105.76	513.88	619.64
Accumulated depreciation			
Balance as at 01 April 2021	0.74	73.03	73.77
Charge for the year	0.74	67.05	67.79
Balance as at 31 March 2022	1.48	140.08	141.56
Charge for the year	-	76.45	76.45
Adjustment for disposals	-	(0.71)	(0.71)
Balance as at 31 March 2023	1.48	215.82	217.30
Net block			
Balance as at 31 March 2022	104.28	310.30	414.58
Balance as at 31 March 2023	104.28	298.06	402.34

7 Capital work-in-progress

	As at 31 March 2023	As at 31 March 2022
Capital work in progress		
Plant and machinery pending installation and building under construction	469.12	90.90
	469.12	90.90

Movement in capital work in progress:

Particulars	Amount
Balance as at 01 April 2021	64.22
Add: Additions during the year	59.93
Less: Capitalisation during the year	(33.25)
Balance as at 31 March 2022	90.90
Add: Additions during the year	417.05
Less: Capitalisation during the year	(38.74)
Balance as at 31 March 2023	469.21

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
Capital work in progress Ageing Schedule

As at 31 March 2022	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	418.04	33.62	17.55	-	469.21
Projects temporarily suspended	-	-	-	-	-
Total	418.04	33.62	17.55	-	469.21

As at 31 March 2021	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	59.93	30.97	-	-	90.90
Projects temporarily suspended	-	-	-	-	-
Total	59.93	30.97	-	-	90.90

8 Other intangible assets

	Intangible	Total
Gross carrying value		
Balance as at 01 April 2021	17.07	17.07
Additions during the year	0.06	0.06
Balance as at 31 March 2022	17.13	17.13
Additions during the year	12.31	12.31
Balance as at 31 March 2023	29.44	29.44
Accumulated depreciation		
Balance as at 01 April 2021	3.91	3.91
Charge for the year	4.13	4.13
Balance as at 31 March 2022	8.04	8.04
Charge for the year	8.62	8.62
Balance as at 31 March 2023	16.66	16.66
Net block		
Balance as at 31 March 2022	9.09	9.09
Balance as at 31 March 2023	12.78	12.78

9 Intangible assets under development

	As at 31 March 2023	As at 31 March 2022
Intangible assets under development	6.32	6.67
	6.32	6.67

Movement in intangible assets under development:

Particulars	Amount
Balance as at 01 April 2021	4.97
Add: Additions during the year	1.70
Less: Capitalisation during the year	-
Balance as at 31 March 2022	6.67
Add: Additions during the year	6.32
Less: Capitalisation during the year	(6.67)
Balance as at 31 March 2023	6.32

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
Intangible assets under development Ageing Schedule

As at 31 March 2023	Amount in Intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	6.32	-	-	-	6.32
Projects temporarily suspended	-	-	-	-	-
Total	6.32	-	-	-	6.32
As at 31 March 2022	Amount in Intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	1.70	1.42	3.55	-	6.67
Projects temporarily suspended	-	-	-	-	-
Total	1.70	1.42	3.55	-	6.67

Note:

Intangible assets under development represents the cost incurred for the purpose of new software being developed by the Group. The Group has incurred ₹6.32 million on the same during the current year and the development is in process.

10 Investments (non-current)

Investment in equity shares (unquoted, at cost)

Associate (Unquoted)

Regency Nephrocare Private Limited

1,421,000 (31 March 2022: 1,421,000) Equity shares of ₹ 10 each fully paid up

Add : Share in opening reserves

Add : Share in current year profits

	As at 31 March 2023	As at 31 March 2022
	14.21	14.21
	6.65	1.91
	7.29	4.74
	28.15	20.86

11 Other financial assets (non-current)

(unsecured, considered good)

Security deposits

Deposits with maturity more than 12 months*

Interest accrued but not due on others

	As at 31 March 2023	As at 31 March 2022
	98.90	64.22
	16.21	338.83
	0.07	3.88
	115.18	406.93

*Total deposits of ₹ 1.44 million(31 March, 2022 ₹ 9.93 million) are pledged with Bank HDFC Bank Limited against fund based and non fund based limit.

12 Income tax assets (net)

Income tax assets (net)

Advance income tax

Less: Provision for income tax

	As at 31 March 2023	As at 31 March 2022
	184.47	119.36
	145.23	38.98
	39.24	80.38

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
13 Deferred tax liabilities (net)

	As at 31 March 2023	As at 31 March 2022
Deferred tax liabilities (net)	143.06	110.10
Deferred tax asset arising on account of :		
Provision for employee benefits	(0.29)	(4.36)
Allowance for expected credit loss	(18.85)	(12.05)
Provision for bonus/Preliminary expense	-	(8.15)
Expenses incurred on capital raising	-	(7.06)
	(19.14)	(31.62)
Deferred tax liability arising on account of :		
Temporary difference on account of property, plant and equipment (including Right of use assets, related lease liabilities and deferred lease rent recoverable)	162.20	141.02
Fair value measurement of investment	-	0.70
	162.20	141.72
Net deferred tax liabilities	143.06	110.10

Notes:
(i) Movement in deferred tax assets/(liabilities) for year ended 31 March 2023:

	As at 01 April 2022	Recognised in other comprehensive income	Recognised in statement of profit and loss	As at 31 March 2023
Deferred tax asset/(liability) arising on :				
Provision for employee benefits	4.36	(1.28)	(2.79)	0.29
Allowance for expected credit loss	12.05	-	6.80	18.85
Provision for bonus	8.15	-	(8.15)	-
Expenses incurred on capital raising	7.06	-	(7.06)	-
Fair value measurement of investment	(0.70)	-	0.70	-
Temporary difference on account of property, plant and equipment (including Right of use assets, related lease liabilities and deferred lease rent recoverable)	(141.02)	-	(21.18)	(162.20)
Net deferred tax assets/(liabilities)	(110.10)	(1.28)	(31.68)	(143.06)

(ii) Movement in deferred tax assets/(liabilities) for year ended 31 March 2022:

	As at 01 April 2021	Recognised in other comprehensive income	Recognised in statement of profit and loss	As at 31 March 2022
Deferred tax asset/(liability) arising on account of :				
Provision for employee benefits	0.75	2.68	0.93	4.36
Allowance for expected credit loss	14.56	-	(2.51)	12.05
Provision for bonus	4.21	-	3.94	8.15
Expenses incurred on capital raising	7.27	-	(0.21)	7.06
Unabsorbed depreciation as per the Income- tax Act, 1961	44.62	-	(44.62)	-

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)

Fair value measurement of investment	-	-	(0.70)	(0.70)
Temporary difference on account of property, plant and equipment (including Right of use assets, related lease liabilities and deferred lease rent recoverable)	(128.79)	-	(12.23)	(141.02)
Net deferred tax assets/(liabilities)	(57.38)	2.68	(55.40)	(110.10)

Note: A deferred tax shall be recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised.

14 Other non-current assets

	As at 31 March 2023	As at 31 March 2022
(Unsecured, considered good)		
Deferred lease rent recoverable	8.54	8.07
Advance to others	2.06	2.23
Capital advances	43.15	11.16
	53.75	21.46

15 Inventories (valued at lower of cost or net realisable value)

	As at 31 March 2023	As at 31 March 2022
Pharmacy	79.77	57.82
Surgical, pathological and kitchen items	61.41	62.94
Other miscellaneous consumable items	8.85	10.35
	150.03	131.11
Goods in transit	0.30	1.64
	150.33	132.75

16 Investments (current)

	As at 31 March 2023	As at 31 March 2022
Investment in Mutual Funds (quoted, at fair value)		
HDFC Low Duration Funds - LT - Growth	-	20.48
Axis Treasury Advantage Fund - Regular Plan - Growth	3.21	118.72
Reliance Low Duration funds	-	132.07
	3.21	271.27

17 Trade receivables

	As at 31 March 2023	As at 31 March 2022
Unsecured, considered good	629.61	302.76
Credit impaired	74.88	47.87
Less: Allowance for expected credit loss	(74.88)	(47.87)
	629.61	302.76

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)

Particulars	Outstanding for following periods from due date of payment - 31 March 2023						Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total	
Undisputed Trade receivables – considered good	43.31	135.02	36.41	6.81	8.06	629.61	
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	
Undisputed Trade receivable – credit impaired	25.06	7.63	2.05	0.37	39.77	74.88	
Disputed Trade receivables - considered good	-	-	-	-	-	-	
Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	
Disputed Trade receivables – credit impaired	-	-	-	-	-	-	
Total	468.37	142.65	38.46	7.18	47.83	704.49	

Particulars	Outstanding for following periods from due date of payment - 31 March 2022						Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total	
Undisputed Trade receivables – considered good	217.01	44.98	17.42	7.53	15.82	302.76	
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	
Undisputed Trade receivable – credit impaired	13.15	2.73	1.04	0.45	30.50	47.87	
Disputed Trade receivables - considered good	-	-	-	-	-	-	
Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	
Disputed Trade receivables – credit impaired	-	-	-	-	-	-	
Total	230.16	47.71	18.46	7.98	46.32	350.63	

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
18 Cash and cash equivalents

	As at 31 March 2023	As at 31 March 2022
Balances with banks:		
- in current accounts *	85.16	910.84
Cash in hand	7.64	5.76
Cheque in Hand	0.04	-
Term Deposits (with maturity up to 3 months)**	265.84	8.24
Interest accrued but not due on fixed deposits	0.02	0.02
	358.70	924.86

**Total deposits of ₹ 2.77 million (31 March, 2022 ₹ 4.24 million) are pledged with HDFC Bank Limited against fund-based and non fund-based limits.

19 Other bank balances

	As at 31 March 2023	As at 31 March 2022
Deposits with maturity more than three months but less than 12 months*	44.39	4.87
Interest accrued but not due on fixed deposits	0.57	0.06
	44.96	4.93

*Total deposits of ₹ 2.05 million (31 March, 2022 ₹ 0.87 million) are pledged with Bank HDFC Bank Limited against fund based and non fund based limits.

20 Other financial assets (current)

(Unsecured, considered good)

	As at 31 March 2023	As at 31 March 2022
Accrued revenue	59.65	41.23
Interest accrued on Income Tax Refund	-	2.56
	59.65	43.79

21 Other current assets

	As at 31 March 2023	As at 31 March 2022
Prepaid expenses	26.64	21.37
Advances to vendor	4.35	13.98
Advance to employees	2.83	3.13
Advances to others	0.26	0.43
Balances with statutory and government authorities	0.60	0.16
Deferred lease rent recoverable	0.81	0.58
Expenses incurred for raising equity share capital	15.68	-
	51.17	39.65

22 Equity share capital

	As at 31 March 2023	As at 31 March 2022
Authorised equity share capital		
55,000,000 (31 March 2022 : 55,000,000) Equity shares of Rs 10 each	550.00	550.00
Authorised preference share capital*		
15,00,00,000 (31 March 2022 : Nil) Preference shares of Rs 10 each	1,500.00	-
	2,050.00	550.00
Issued, subscribed and paid up equity share capital		
14,042,779 (31 March 2022 : 14,042,779) Equity shares of Rs 10 each	140.43	140.43
	140.43	140.43

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)

*(The Authorised Share Capital of the Holding Company has increased from Rs. 550.00 million (₹ Five hundred Fifty million) divided into 5,50,00,000 (Fifty five million) Equity Shares of face value of Rs. 10/- (₹ Ten) to Rs. 2,050.00 million (₹ Two thousand Fifty million only) divided into 5,50,00,000 (Fifty five million) Equity Shares of face value of Rs. 10/- (₹ Ten) each and 15,00,00,000 (one hundred fifty million) Preference Shares of face value of Rs. 10/- (₹ Ten) each vide the Ordinary Resolution passed in the Extra Ordinary General Meeting of the Regency Hospital Limited dated 21 March 2023.)

i) Rights, preferences and restrictions attached to equity shares:

As per the Memorandum of Association, the Holding Company's authorised share capital consists of equity shares. All equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on show of hand or through proxy shall be in proportion to his share of the paid-up equity capital of the Company. On winding up of the Holding Company, the holders of equity shares will be entitled to receive the residual assets of the Holding Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

ii) Reconciliation of equity shares outstanding at the beginning and at the end of the year

	As at 31 March 2023		As at 31 March 2022	
	No. of shares	Amount	No. of shares	Amount
Balance at the beginning of the year	14,042,779	140.43	14,042,779	140.43
Add: Issued during the year	-	-	-	-
Balance at the end of the year	14,042,779	140.43	14,042,779	140.43

iii) Shareholders holding more than 5% of share / Promoters with any number of shares of the Company as at balance sheet date:

Name of Shareholders	As at 31 March 2023		As at 31 March 2022	
	No. of shares	% holding	No. of shares	% holding
Equity shares of Rs. 10 each fully paid up held by:				
Promoters and Promoter group (with any number of shareholding)				
Dr. Rashmi Kapoor	3,433,502	24.45%	3,433,502	24.45%
Dr. Atul Kapoor *	3,145,386	22.40%	2,702,260	19.24%
Atul Kapoor (HUF)	1,182,523	8.42%	1,182,523	8.42%
Anant Ram Kapoor *	-	0.00%	886,252	6.31%
Soni Kapoor	649,210	4.62%	649,210	4.62%
Abhishek Kapoor	177,508	1.26%	177,508	1.26%
Arun Akshat Kapoor HUF	67,200	0.48%	67,200	0.48%
Arun Kapoor HUF	52,272	0.37%	52,272	0.37%
Arun Kapoor *	448,126	3.19%	5,000	0.04%
Others (with shareholding more than 5% of share)				
International Finance Corporation	2,802,217	19.95%	2,802,217	19.95%
Kois Holdings	908,590	6.47%	908,590	6.47%
Healthquad Fund	770,832	5.49%	770,832	5.49%

* Shares held by Mr. Anant Ram Kapoor, who deceased on 10 December 2021, have been transferred equally in the names of his legal heirs Mr. Atul Kapoor and Mr. Arun Kapoor on 07 April 2022 and 29 June 2022 respectively.

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(All amounts in ₹ million, unless stated otherwise)

- iv) The Holding Company has neither issued equity shares pursuant to contract without payment being received in cash or any bonus shares nor has there been any buy-back of shares in the current year and five years immediately preceding the balance sheet date.

23 Other equity

	As at 31 March 2023	As at 31 March 2022
Securities Premium		
Opening balance	981.26	981.26
Additions during the year	-	-
	981.26	981.26
General reserve		
Opening balance	418.74	418.74
Add: Transferred from statement of profit and loss	-	-
	418.74	418.74
Retained earnings		
Opening balance	225.25	(52.78)
Profit for the year	313.93	286.00
Other comprehensive income (net of tax)	3.82	(7.97)
	543.00	225.25
	1,943.00	1,625.25

Nature and purpose of reserves :

Securities Premium: Securities premium reserve represents premium received on issue of shares. The reserves utilised in accordance with the provisions of the Companies Act, 2013.

General Reserve : General reserve represents profits transferred from retained earnings from time to time to general reserve for appropriate purposes based on the provisions of the erstwhile Companies Act, 1956. Consequent to introduction of the Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. It can be utilised in accordance with the provisions of the Companies Act, 2013.

Retained Earnings : Retained earnings are the profits of the Group earned till date net of appropriations.

24 Borrowings - Non-current *

	As at 31 March 2023	As at 31 March 2022
Secured		
Term loans #		
- from banks	1,582.83	2,368.67
Vehicle loan		
- from banks	2.52	1.38
- from others	12.48	11.25
	1,597.83	2,381.30
Less: Current maturities of long-term borrowings (refer note 26)	(240.71)	(890.24)
	1,357.12	1,491.06

*Refer note 24(a) for terms of borrowings.

Term Loan from Banks as on 31 March, 2022 includes Term Loan from IndusInd Bank Limited amounting to ₹653.95 million which has been fully repaid on 7th April, 2022.

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24(a) Terms of repayment and security disclosure for the outstanding long term borrowings (including current maturities of long term borrowings) Secured term loans from banks

Name of bank Financial Institution	As at 31 March 2023	As at 31 March 2022	Repayment terms	Details of security
HDFC Bank limited	-	0.04	Duration: 81 months (including 6 months moratorium) beginning from 20 Aug 2015 to 20 April 2022:- 49 Equated Monthly Instalments (EMIs) of ₹ 0.43 million per month beginning from 20 Feb 2016 to 20 Feb 2020 - 6 months moratorium availed under relief package provided by RBI- 20 EMIs of ₹ 0.43 million per month from 20 Sept 2020 till 20 April 2022	Secured by way of charge on movable plant and machinery, and other fixed assets.
HDFC Bank limited	15.67	23.43	Duration: 101 Months (including 12 Months Moratorium) beginning from 01 Oct 2016 to 01 Feb 2025 details as follows:- 29 Equated Monthly Instalments of ₹ 0.76 million from 01 Oct, 2017 to 01 Feb, 2020- 6 months moratorium availed under relief package provided by RBI from March 2020 to August 2020 -54 Equated Monthly Instalments of ₹ 0.76 million from 01 Sept, 2020 to 1st Feb, 2025.	<ol style="list-style-type: none"> 1. First and exclusive charge on all current assets of Regency Hospital Limited. 2. First and exclusive charge on all present and future fixed assets (movable & immovable) excluding assets specifically charged to others lender. 3. Hypothecation and exclusive charge on plant & machinery & other assets of the company (both current and future) 4. Personal guarantee of Mr. Atul Kapoor and Mrs. Rashmi Kapoor and Mr. A.R. Kapoor * 5. Equitable mortgage of residential as well as commercial property as mentioned below: <ol style="list-style-type: none"> a) 117/A-2 Sarvodya Nagar, Kanpur b) 117/138 B-2 Sarvodya Nagar, Kanpur c) 117/101, K-Block Kakadeo Hospital Kanpur, UP
HDFC Bank limited	33.77	46.99	Duration: 107 months (including 15 months moratorium) beginning from 01 Oct 2016 to 01 Aug 2025 details as follows:- 3 (EMIs) of ₹ 0.67 million per month from 01 Jan 2018 to 01 March 2020- 23 (EMIs) of ₹ 1.34 million per month from 01 April 2018 to 01 Feb 2020- 6 months moratorium availed under relief package provided by RBI from March 20 to Aug 2020 - 60 EMIs of ₹ 1.34 million per month from 01 Sept 2020 till 01 Aug 2025	
HDFC Bank limited	33.37	47.11	Duration: 105 months Equated Monthly Instalments (EMIs) beginning from 05 Oct 2016 to 05 June 2022 details as follows:- 41 Equated Monthly Instalments (EMIs) of ₹ 1.38 million per month beginning from 05 Oct 2016 to 05 Feb 2020 - 6 months moratorium availed under relief package provided by RBI from March 20 to August 2020 - 58 EMIs of ₹ 0.43 million per month from 05 Sept 2020 till 05 June 2022	
HDFC Bank limited	20.72	26.08	Duration: 105 Equated Monthly Instalments (EMIs) beginning from 20 January 2018 to 20 Sept 2026 details as follows:-6 EMI of ₹ 0.56 million from 20 January 2018 to 20 June 2018, - 20 EMI of ₹ 0.59 million from 20th July 2018 to 20th February 2020.-6 months moratorium availed under relief package provided by RBI from March 20 to August 2020 -73 EMI of ₹ 0.59 million from 20th September 2020 to 20th September 2026.	<ol style="list-style-type: none"> 1. First and exclusive charge on all current assets (Stock, consumables and book debts of Regency Hospital Limited (Both present & future of MSH) 2. First and exclusive charge on fixed assets (movable & immovable) including Land & Building of Regency Hospital Limited (both current & future of MSH) 3. First & exclusive charge through equitable mortgage of Regency Hospital Limited 4. Hypothecation and exclusive charge on plant & machinery & other assets of the company RHL-MSH facility (Both current & future) 5. Co-applacency/Personal guarantee of Mr. Atul Kapoor and Mrs. Rashmi Kapoor and Mr. A. R. Kapoor *, SPDC with SI for all activities as per bank requirement from company and promoters. 6. The customer has to ensure insurance cover against all risk on the equipment financed .
HDFC Bank limited	38.30	46.34	Duration: 110 Equated Monthly Instalments (EMIs) (including 12 months moratorium) beginning from 01 April 2018 to 01 May 2027 details as follows:-11 EMI of ₹ 0.92 million from 01 April 2019 to 01 Feb 2020. -6 months moratorium availed under relief package provided by RBI from March 20 to August 2020 -	

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Name of bank Financial Institution	As at 31 March 2023	As at 31 March 2022	Repayment terms	Details of security																								
			81 EMI of ₹ 0.92 million from 20th September 2020 to 20th September 2026.	The said policy to be endorsed in the name of Hdfc Bank Ltd. 7. Hedging of Fx exposures as appointed by the bank , General Insurance for all assets to be lien marked in favour of HDFC Bank Ltd. as the first loss payee as applicable. 5. Equitable mortgage of residential as well as commercial property as mentioned below: a) 117/A-2 Sarvodaya Nagar, Kanpur b) M/s Abhirev Healthcare Pvt Ltd. (amalgamated with Regency Hospital Ltd.)- 117/138 B-2 Sarvodaya Nagar Kanpur UP c) 117/101, K-Block Kakadeo Hospital Kanpur, UP																								
Yes Bank Limited	20.87	26.72	88 Equated Monthly Instalments (EMIs) ranging from ₹ 0.0023 million to ₹ 0.11 million.	Hypothecation on Original Invoices and Insurance Copies																								
HDFC Bank limited	110.10	114.23	Loan With a Door to Door tenure of 10.42 years . Repayment in 37 quarterly ended structured instalments as per repayment schedule given below: <table border="1"> <thead> <tr> <th>Year</th> <th>Repayment</th> </tr> </thead> <tbody> <tr> <td>Till May 21</td> <td>Nil</td> </tr> <tr> <td>June 21 to May 22</td> <td>1% of TL with interest</td> </tr> <tr> <td>June 22 to May 23</td> <td>4% of TL with interest</td> </tr> <tr> <td>June 23 to May 24</td> <td>5% of TL with interest</td> </tr> <tr> <td>June 24 to May 25</td> <td>6% of TL with interest</td> </tr> <tr> <td>June 25 to May 26</td> <td>8% of TL with interest</td> </tr> <tr> <td>June 26 to May 27</td> <td>9% of TL with interest</td> </tr> <tr> <td>June 27 to May 28</td> <td>19% of TL with interest</td> </tr> <tr> <td>June 28 to May 29</td> <td>19% of TL with interest</td> </tr> <tr> <td>June 29 to May 30</td> <td>24% of TL with interest</td> </tr> <tr> <td>June 30</td> <td>1% of TL with interest</td> </tr> </tbody> </table>	Year	Repayment	Till May 21	Nil	June 21 to May 22	1% of TL with interest	June 22 to May 23	4% of TL with interest	June 23 to May 24	5% of TL with interest	June 24 to May 25	6% of TL with interest	June 25 to May 26	8% of TL with interest	June 26 to May 27	9% of TL with interest	June 27 to May 28	19% of TL with interest	June 28 to May 29	19% of TL with interest	June 29 to May 30	24% of TL with interest	June 30	1% of TL with interest	1. First and exclusive charge on all current assets (Stock, consumables and book debts of Regency Hospital Limited (Both present & future of MSH) 2. First and exclusive charge on fixed assets (movable & immovable) including Land & Building of Regency Hospital Limited (both current & future of MSH) 3. First & exclusive charge through equitable mortgage of Regency Hospital Limited 4. Hypothecation and exclusive charge on plant & machinery & other assets of the company RHL-MSH facility (Both current & future) 5. Co-applacancy/Personal guarantee of Mr. Atul Kapoor and Mrs. Rashmi Kapoor and Mr. A.R. Kapoor . SPDC with SI for all activities as per bank requirement from company and promoters. 6. The customer has to ensure insurance cover against all risk on the equipment financed . The said policy to be endorsed in the name of Hdfc Bank Ltd. 7. Hedging of Fx exposures as appointed by the bank, General Insurance for all assets to be lien marked in favor of HDFC Bank Ltd. as the first loss payee as applicable. 8. Equitable mortgage of residential as well as commercial property as mentioned below: a) 117/A-2 Sarvodaya Nagar, Kanpur b) M/s Abhirev Healthcare Pvt Ltd. (amalgamated with Regency Hospital Ltd.)- 117/138 B-2 Sarvodaya Nagar Kanpur UP c) 117/101, K-Block Kakadeo Hospital Kanpur, UP d) 113/104, Swaroop Nagar Kanpure) e) Plot No 1/PS Ambedharpuram, Scheme No 3, Kalyanpur, Kanpur"
Year	Repayment																											
Till May 21	Nil																											
June 21 to May 22	1% of TL with interest																											
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June 25 to May 26	8% of TL with interest																											
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June 28 to May 29	19% of TL with interest																											
June 29 to May 30	24% of TL with interest																											
June 30	1% of TL with interest																											
HDFC Bank limited	95.41	99.85	Loan With a Door to Door tenure of 10.3 years . Repayment in 36 quarterly ended structured instalments as per repayment schedule given below: <table border="1"> <thead> <tr> <th>Year</th> <th>Repayment</th> </tr> </thead> <tbody> <tr> <td>Till May 21</td> <td>Nil</td> </tr> <tr> <td>June 21 to May 22</td> <td>1% of TL with interest</td> </tr> <tr> <td>June 22 to May 23</td> <td>5% of TL with interest</td> </tr> <tr> <td>June 23 to May 24</td> <td>6% of TL with interest</td> </tr> <tr> <td>June 24 to May 25</td> <td>6% of TL with interest</td> </tr> <tr> <td>June 25 to May 26</td> <td>9% of TL with interest</td> </tr> <tr> <td>June 26 to May 27</td> <td>12% of TL with interest</td> </tr> <tr> <td>June 27 to May 28</td> <td>23% of TL with interest</td> </tr> <tr> <td>June 28 to May 29</td> <td>23% of TL with interest</td> </tr> <tr> <td>June 29 to May 30</td> <td>13% of TL with interest</td> </tr> </tbody> </table>	Year	Repayment	Till May 21	Nil	June 21 to May 22	1% of TL with interest	June 22 to May 23	5% of TL with interest	June 23 to May 24	6% of TL with interest	June 24 to May 25	6% of TL with interest	June 25 to May 26	9% of TL with interest	June 26 to May 27	12% of TL with interest	June 27 to May 28	23% of TL with interest	June 28 to May 29	23% of TL with interest	June 29 to May 30	13% of TL with interest			
Year	Repayment																											
Till May 21	Nil																											
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June 27 to May 28	23% of TL with interest																											
June 28 to May 29	23% of TL with interest																											
June 29 to May 30	13% of TL with interest																											
HDFC Bank limited	59.80	81.82	Duration: 70 Equated Monthly Instalments (EMIs) beginning from 20 Dec 2019 to 20 Sept 2025 details as follows-->3 EMI of ₹ 2.26 million on 20 Dec 2019 to 20 Feb 2020. -6 months moratorium availed under relief package provided by RBI from March 20 to August 2020 - 61 EMI of ₹ 2.26 million from 20 Sept 2020 to 20 Sept 2025.																									

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Name of bank Financial Institution	As at 31 March 2023	As at 31 March 2022	Repayment terms	Details of security																
HDFC Bank limited	-	9.09	Duration: 30 Equated Monthly Instalments (EMIs) beginning from 20 Dec 2019 to 20 May 2022 details as follows:-1 EMI of ₹ 5.29 million on 20 Dec 2019 -2 EMI of ₹ 5.29 million from 20 Jan 2020 to 20 Feb 2020. -6 months moratorium availed under relief package provided by RBI from March 20 to August 2020 - 21 EMI of ₹ 5.29 million from 20th September 2020 to 20th May 2022.																	
HDFC Bank limited	28.67	27.62	Duration: 95 Months (including 12 Months Moratorium) beginning from 20 February 20 to 20 Dec 2027 details are as follows- 1 EMI of ₹ 0.45 million on 20 Feb 2021 - 82 EMIs of ₹ 0.46 million per month beginning from 20 March 2021 till 20 Dec 2027																	
HDFC Bank limited	0.04	11.07	Duration: 41 Months beginning from 20 Dec 2019 to 20 April 2023 details are as follows- 3 EMI of ₹ 0.90 million from 20 Dec 2019 to 20 Feb 2021- 6 months moratorium availed under relief package provided by RBI from March 20 to August 2020 - 32 EMIs of ₹ 0.90 million per month beginning from 20 Sept 2020 till 20 April 2023																	
HDFC Bank limited	9.51	6.37	Duration: 102 Months beginning from 05 July 2019 to 05 Dec 2027 details are as follows- 8 EMI of ₹ 0.08 million from 05 July 2019 to 05 Feb 2020 -6 months moratorium availed under relief package provided by RBI from March 20 to August 2020 - 26 EMIs of ₹ 0.12 million per month beginning from 05 Sept 2020 till 05 Oct 2022- 5 EMIs of ₹ 0.20 million per month beginning from 05 Nov 2022 till 05 Mar 2023- 56 EMIs of ₹ 0.21 million per month beginning from 05 Apr 2023 till 05 Nov 2027- 1 EMIs of ₹ 0.08 million per month beginning on 05 Dec 2027																	
IndusInd Bank Limited**	-	611.16	Loan With a Door to Door tenure of 7 years : Repayment in 24 quarterly ended structured instalments as per repayment schedule given below: <table border="1"> <thead> <tr> <th>Year</th> <th>Repayment</th> </tr> </thead> <tbody> <tr> <td>Till Dec 20</td> <td>Nil</td> </tr> <tr> <td>Jan 21 to Dec 21</td> <td>17% of TL with interest</td> </tr> <tr> <td>Jan 22 to Dec 22</td> <td>10% of TL with interest</td> </tr> <tr> <td>Jan 23 to Dec 23</td> <td>13% of TL with interest</td> </tr> <tr> <td>Jan 24 to Dec 24</td> <td>13% of TL with interest</td> </tr> <tr> <td>Jan 25 to Dec 25</td> <td>13% of TL with interest</td> </tr> <tr> <td>Jan 26 to Dec 26</td> <td>34% of TL with interest</td> </tr> </tbody> </table>	Year	Repayment	Till Dec 20	Nil	Jan 21 to Dec 21	17% of TL with interest	Jan 22 to Dec 22	10% of TL with interest	Jan 23 to Dec 23	13% of TL with interest	Jan 24 to Dec 24	13% of TL with interest	Jan 25 to Dec 25	13% of TL with interest	Jan 26 to Dec 26	34% of TL with interest	<ol style="list-style-type: none"> 1. Exclusive charge on the medical equipment and other movable fixed assets (both present and future) in Oncology and Gastro Centre. 2. Exclusive charge by way of equitable mortgage on the land and building of the Oncology and Gastro Centre 3. Exclusive charge on all current assets (both present & future) of Oncology and Gastro Centre.*
Year	Repayment																			
Till Dec 20	Nil																			
Jan 21 to Dec 21	17% of TL with interest																			
Jan 22 to Dec 22	10% of TL with interest																			
Jan 23 to Dec 23	13% of TL with interest																			
Jan 24 to Dec 24	13% of TL with interest																			
Jan 25 to Dec 25	13% of TL with interest																			
Jan 26 to Dec 26	34% of TL with interest																			
IndusInd Bank Limited**	-	42.79	Loan With a Door to Door tenure of 10 years . Repayment in 36 quarterly ended structured instalments as per repayment schedule given below: <table border="1"> <thead> <tr> <th>Year</th> <th>Repayment</th> </tr> </thead> <tbody> <tr> <td>Till Sept 20--</td> <td>Nil</td> </tr> </tbody> </table>	Year	Repayment	Till Sept 20--	Nil													
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Name of bank Financial Institution	As at 31 March 2023	As at 31 March 2022	Repayment terms	Details of security
			Oct 20 to Sep 21 3% of TL with interest Oct 21 to Sep 22 2% of TL with interest Oct 22 to Sep 23 5% of TL with interest Oct 23 to Sep 24 7% of TL with interest Oct 24 to Sep 25 8% of TL with interest Oct 25 to Sep 26 10% of TL with interest Oct 26 to Sep 27 19% of TL with interest Oct 27 to Sep 28 19% of TL with interest Oct 28 to Sep 29 27% of TL with interest	
HDFC Bank limited	94.77	122.25	Duration: 60 Months (including 12 Months Moratorium), Equated Monthly Instalments (EMIs) of ₹ 3.05 million per month beginning from 07 Feb 2022 till 20 Jan 2026	Extension of Second Ranking Charge over existing primary and collateral securities including mortgages created in favour of Bank
HDFC Bank limited	137.83	177.81	Duration: 60 Months (including 12 Months Moratorium), Equated Monthly Instalments (EMIs) of ₹ 4.44 million per month beginning from 07 Feb 2022 till 20 Jan 2026	Extension of Second Ranking Charge over existing primary and collateral securities including mortgages created in favour of Bank
Axis Bank Limited**	584.16	611.16	Total Tenure 7 Yrs. 6 Months Interest payment on monthly basis Principal Repayment 22 Quarterly Instalments as below:- 2 quarterly instalments of Rs. 6.00 million starting from 30.06.2022 to 30.09.2022- 4 quarterly instalments of Rs. 7.50 million starting from 31.12.2022 to 30.09.2023- 4 quarterly instalments of Rs. 10.50 million starting from 31.12.2023 to 30.09.2024- 4 quarterly instalments of Rs. 12.00 million starting from 31.12.2024 to 30.09.2025- 4 quarterly instalments of Rs. 15.00 million starting from 31.12.2025 to 30.09.2026- 4 quarterly instalments of Rs. 30.00 million starting from 31.12.2026 to 30.09.2027	Primary:- *Exclusive charge on all the present and future current assets of Oncology & Gastro unit. *Exclusive charge on all the medical equipment and other movable fixed assets, present and future in Oncology & Gastro unit Collateral: Exclusive charge by the way of equitable mortgage of commercial property-located at A-4, Sarvodaya nagar Oncology & Gastro unit Kanpur nagar Uttar-Pradesh (208005). Company to maintain minimum collateral coverage of 42.50% throughout the tenor of facility. Shortfall, if any, to be made good by way of additional collateral security acceptable to the bank. Guarantors:- a) Mr. Atul Kapoor b) Mrs. Rashmi Kapoor
Axis Bank Limited**	35.03	42.79	Total Tenure 5 Yrs. 9 Months Interest payment on monthly basis Principal Repayment 23 Quarterly Instalments as below:- 15 quarterly instalments of Rs. 1.94 million starting from 30.06.2022 to 31.12.2025- 3 quarterly instalments of Rs. 2.25 million starting from 31.03.2026 to 30.09.2026- 5 quarterly instalments of Rs. 1.39 million starting from 31.12.2026 to 31.12.2027	Primary:- *Exclusive charge on all the present and future current assets of Oncology & Gastro unit. *Exclusive charge on all the medical equipment and other movable fixed assets, present and future in Oncology & Gastro unit Collateral: Exclusive charge by the way of equitable mortgage of commercial property-located at A-4, Sarvodaya nagar Oncology & Gastro unit Kanpur nagar Uttar-Pradesh (208005). Company to maintain minimum collateral coverage of 42.50% throughout the tenor of facility. Shortfall, if any, to be made good by way of additional collateral security acceptable to the bank. Guarantors:- a) Mr. Atul Kapoor b) Mrs. Rashmi Kapoor
HDFC Bank limited	112.27	115.99	Duration: 8 years and 4 months beginning from 20 Jan 2021 to 20 April 2029- Yearly loan repayment schedule--	1. First and exclusive charge on all current assets of Regency Hospital Limited. 2. First and exclusive charge on all present and

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Name of bank Financial Institution	As at 31 March 2023	As at 31 March 2022	Repayment terms	Details of security
			Year 2021-22 0.96 million 2022-23 4.01 million 2023-24 5.88 million 2024-25 10.75 million 2025-26 20.66 million 2026-27 30.58 million 2027-28 22.84 million 2028-29 21.26 million	future fixed assets (movable & immovable) excluding assets specifically charged to others lender. 3. Hypothecation and exclusive charge on plant & machinery & other assets of the company (both current and future) 4. Personal guarantee of Mr. Atul Kapoor and Mrs. Rashmi Kapoor and Mr. A.R. Kapoor *. 5. Equitable mortgage of residential as well as commercial property as mentioned below: a) 117/A-2 Sarvodya Nagar, Kanpur b) 117/138 B-2 Sarvodya Nagar, Kanpur c) 117/101, K-Block Kakadeo Hospital Kanpur, UP
HDFC Bank limited	60.01	33.17	Duration:- 10 years beginning from 20 Feb,2022 to 20 Dec,2030 -First Instalment of Rs.0.07 million on 20.02.2022 -Two Instalments of Rs. 0.40 million on 20.03.2022 and 20.4.2022 -Two Instalments of Rs. 0.50 million on 20.05.2022 and 20.6.2022 -Two instalments of Rs. 0.57 million on 20.7.2022 to 20.8.2022 -Two instalments of Rs. 0.58 million on 20.9.2022 to 20.10.2022 -One instalments of Rs. 0.78 million on 20.11.2022 -One instalments of Rs. 0.83 million on 20.12.2022 -Two instalments of Rs. 0.86 million on 20.01.2023 to 20.02.2023 -94 instalments of Rs. 0.87 million on 20.3.2023 to 20.12.2030	
HDFC Bank limited	63.04	42.88	Duration:- 6 years and 10 months beginning from 20 Nov,2020 to 20 Aug,2027 -First Instalment of Rs. 0.12 million on 20.11.2020 -Five Instalments of Rs.0.42 million on 20.12.2020 and 20.4.2021 -Four Instalments of Rs. 0.52 million on 20.05.2021 and 20.8.2021 -One Instalment of Rs. 0.59 million on 20.09.2021 -One Instalment of Rs. 0.70 million on 20.10.2021 -One Instalment of Rs. 0.72 million on 20.11.2021 -11 Monthly instalments of Rs. 0.83 million starting from 20.12.2021 to 20.10.2022 -57 Monthly instalments of Rs.1.44 million starting from 20.11.2022 to 20.07.2027 -One Instalment of Rs. 0.82 million on 20.08.2027	
HDFC Bank limited	29.49	-	Duration: 121 Months (including 18 Months Moratorium) beginning from 20 Nov 2022 to 20 Nov 2032 details as follows:- -5 Unequated Monthly Instalments of from 20 Nov, 2022 to 20 Mar, 2023-115 Equated Monthly Instalments of ₹ 0.37 million from 20 Apr, 2023 to 20 Oct, 2032. -1 Last Instalment of ₹ 0.03 million on 20 Nov, 2032.	1-First and primary charge on land situated at plot no-1 / PS, Scheme no - 3, Ambedkarpuram Yojana - 3, Kalyanpur 2-Personal guarantee of Dr. Atul kapoor and Dr. Rashmi Kapoor 3-Corporate guarantee of Regency Hospital Ltd.

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Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts are in ₹ million, unless stated otherwise)

24(a) Terms of repayment and security disclosure for the outstanding long term borrowings (including current maturities of long term borrowings) Secured term loans from banks

Name of bank Financial Institution	As at 31 March 2023	As at 31 March 2022	Repayment terms	Details of security
HDFC Bank limited (Vehicle Loan)	0.99	1.38	Equated Monthly Instalments (EMIs) of ₹ .04 million	Secured by way of charge on vehicle on vehicle financed through loan facility.
HDFC Bank Limited (Vehicle Loan)	1.53	1.91	59 Equated Monthly Instalments (EMIs) of ₹ 0.04 million per month beginning from 05/10/2021 to till 05/08/2026	Secured by way of charge on vehicle on vehicle financed through loan facility.
Kotak Mahindra Prime Limited (Vehicle Loan)-Loan from NBFC	12.48	11.25	Equated Monthly Instalments (EMIs) ranging from ₹ .02 million per month to ₹ 0.11 million	Secured by way of charge on vehicle on vehicle financed through loan facility.
Total-A	1,597.83	2,381.30		
Current maturities of long term debts	240.71	890.24		
Total-B	1,357.12	1,491.06		

* Mr. Anant Ram Kapoor has thus deceased on 10th December, 2021.

The above loans carry an interest rate ranging from 6.00 % p.a. to 9.25% p.a. (previous year 6.10% p.a. to 8.40% p.a).

24(a) Security disclosure for the outstanding short term borrowings (including working capital facilities)

Name of bank	As at 31 March 2023	As at 31 March 2022	Details of security
HDFC Bank	210.68	220.83	1.Exclusive charge on Land & Building located at A-4, Sarvodaya Nagar, Kanpur. 2.Exclusive charge on all movable fixed and current assets (both present & future)
Axis Bank	28.87	45.34	Same as above
	239.55	266.17	

The above cash credit facilities carry an interest rate ranging from 6.00% p.a. to 9.25% p.a. (previous year 6.10% p.a. to 8.40%)

** Term loans and working capital facilities availed from IndusInd Bank have been repaid on 7th April, 2022 and the charge thereon has been duly satisfied.

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
25 Other financial liabilities (non-current)

	As at 31 March 2023	As at 31 March 2022
Security deposit (unsecured, considered good)	28.89	42.92
Creditors for capital goods	0.10	1.00
	28.99	43.92

26 Borrowings- Current

	As at 31 March 2023	As at 31 March 2022
Working capital loans *	239.55	266.17
Current maturities of long-term debts (refer note 24)	240.71	890.24
	480.26	1,156.41

*Refer note 24(a) for terms of borrowings.

Reconciliation of liabilities arising from financing activities

	Long-term borrowings (including current maturities)	Lease liabilities	Short-term borrowings	Interest	Total
As at 01 April 2022	2,381.30	434.77	266.17	7.03	3,089.27
Cash flows:					
Proceeds	107.74	-	-	-	107.74
Repayment of borrowings	(891.21)	(74.05)	(26.62)	(146.51)	(1,138.39)
Payment of interest on lease obligation	-	(45.66)	-	-	(45.66)
Non-cash:					
Interest expenses	-	45.66	-	143.29	188.95
Increase in lease Liability	-	59.45	-	-	59.45
As at 31 March 2023	1,597.83	420.17	239.55	3.81	2,261.36

	Long-term borrowings (including current maturities)	Lease liabilities	Short-term borrowings	Interest	Total
As at 01 April 2021	1,804.29	492.91	126.61	4.30	2,428.11
Cash flows:					
Proceeds	741.39	-	139.56	-	880.95
Repayment of borrowings	(164.38)	(69.73)	-	(132.96)	(367.07)
Payment of interest on lease obligation	-	(51.25)	-	(0.08)	(51.33)
Non-cash:					
Interest expenses	-	51.25	-	135.77	187.02
Increase in lease Liability	-	11.59	-	-	11.59
As at 31 March 2022	2,381.30	434.77	266.17	7.03	3,089.27

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
27 Trade payables

	As at 31 March 2023	As at 31 March 2022
Outstanding dues of Micro Enterprises and Small Enterprises	19.95	6.03
Outstanding dues of creditors other than Micro Enterprises and Small Enterprises	333.07	288.39
	353.02	294.42

Trade Payables Ageing Schedule
As on March 31, 2023

Particulars	Outstanding for the following periods from the due date of payment				Total
	Less Than 1 year	1-2 years	2-3 years	More than 3 years	
(a) MSME	19.95	-	-	-	19.95
(b) Others	328.40	3.08	0.74	0.85	333.07
Total	348.35	3.08	0.74	0.85	353.02

Trade Payables Ageing Schedule
As on March 31, 2022

Particulars	Outstanding for the following periods from the due date of payment				Total
	Less Than 1 year	1-2 years	2-3 years	More than 3 years	
(a) MSME	6.03	-	-	-	6.03
(b) Others	276.17	9.19	2.44	0.59	288.39
Total	282.20	9.19	2.44	0.59	294.42

a. Dues to micro and small enterprises pursuant to section 22 of the Micro and Small Enterprises Development Act (MSMED), 2006

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that Micro and Small Enterprises should mention in their correspondence with their customers the Entrepreneurs Memorandum number as allocated after filing of the Memorandum. Amount due to entities covered under Micro, Small and Medium Enterprises as defined in the Micro, Small, Medium Enterprises Development Act, 2006, have been identified on the basis of information available with the Group.

On the basis of confirmation obtained from suppliers who have registered themselves under the Micro and Small Enterprises Development Act, 2006 (MSMED Act, 2006) and based on the information available with the company, the following are the details:

i) the principal amount remaining unpaid to any supplier as at the end of each accounting period;	19.95	6.03
ii) Interest due thereon	0.02	0.02
iii) the amount of interest paid by the buyer in terms of section 16, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting period; Interest accrued and due thereon remaining unpaid	-	-
iv) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under this Act;	-	-
v) the amount of interest accrued and remaining unpaid at the end of each accounting period; and	-	-
vi) the amount of further interest remaining due and payable even in the succeeding periods, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	-	-

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)

28 Other financial liabilities (current)	As at 31 March 2023	As at 31 March 2022
Interest accrued but not due	3.81	7.03
Security deposit received (unsecured, considered good)	14.73	10.80
Creditor for capital goods	23.54	82.11
Consultant fee payable	114.60	81.95
Employee related payables	88.82	73.84
Gratuity payable	0.20	0.13
	245.70	255.86
29 Income tax liabilities (net)	As at 31 March 2023	As at 31 March 2022
Provision for tax (net of advance tax)	0.91	2.73
	0.91	2.73
30 Other current liabilities	As at 31 March 2023	As at 31 March 2022
Advance from customers	204.52	166.54
Statutory dues	22.40	20.52
Other liabilities	2.89	4.29
Income received in advance	1.58	0.84
	231.39	192.19
31 Provisions (current)	As at 31 March 2023	As at 31 March 2022
Provision for employee benefits*		
Gratuity	0.84	15.80
Compensated absences	5.28	5.43
	6.12	21.23

* Refer note: 42 for details

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)

32	Revenue from operations		
		For the year ended 31 March 2023	For the year ended 31 March 2022
	Healthcare services	3,880.36	3,369.74
	Pharmacy and surgical sales	341.86	265.44
	Nursing school	44.98	32.91
	Other Operating Receipts	22.32	9.17
		4,289.52	3,677.26
33	Other income		
		For the year ended 31 March 2023	For the year ended 31 March 2022
	Interest income on bank deposits	19.41	32.46
	others	1.75	6.78
	Provision/liabilities no longer required written back	0.02	5.25
	Profit on sale of mutual funds	1.06	2.97
	Rent income	7.67	10.85
	Miscellaneous income	2.83	3.40
		32.74	61.71
34	Cost of materials consumed		
		For the year ended 31 March 2023	For the year ended 31 March 2022
	Opening stock	120.76	106.04
	Add : Purchases during the year	1,010.10	864.02
	Less : Closing stock	(141.29)	(120.76)
	Cost of materials consumed	989.57	849.30
35	Employee benefit expenses		
		For the year ended 31 March 2023	For the year ended 31 March 2022
	Salaries, wages and bonus	659.09	540.84
	Contribution to provident and other funds	23.06	18.74
	Gratuity*	7.19	4.56
	Staff welfare expenses	4.29	3.97
		693.63	568.11
	* Refer note-42		
36	Finance costs		
		For the year ended 31 March 2023	For the year ended 31 March 2022
	Interest expense on lease obligations	45.66	51.25
	term loans	122.97	132.06
	vehicle loans	1.33	1.17
	working capital facilities	8.05	0.32
	other's	0.39	0.03
	Other borrowing cost	10.56	2.20
		188.96	187.03
37	Depreciation and amortisation expenses		
		For the year ended 31 March 2023	For the year ended 31 March 2022
	Depreciation of property, plant and equipment (refer note-5)	199.31	190.97
	Depreciation on right of use asset (refer note-6)	75.74	67.79
	Amortisation of intangible assets (refer note-8)	8.62	4.13
		283.67	262.89

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
38 Other expenses

	For the year ended 31 March 2023	For the year ended 31 March 2022
Doctor and other professional fees	981.35	867.35
Bill processing and collection charges	29.51	21.75
Power and fuel	118.74	115.05
Rent	9.31	15.45
Repair and Maintenance		
on plant and machinery	66.40	54.34
on building	10.77	5.29
on vehicles	7.68	6.21
on others	52.16	58.97
Insurance	6.38	5.86
Rates and taxes	6.03	5.95
Advertisement expenses	32.00	22.22
Travelling and conveyance	17.09	7.58
Communications	2.09	1.64
Medical service fee	83.89	81.81
House keeping expenses	101.88	82.79
Corporate social responsibility expenses (refer note 50)	2.25	1.50
Legal and professional	20.87	19.01
Payment to auditors	3.35	4.52
Loss on sale /retirement of property, plant and equipment	0.82	1.56
Security expenses	26.56	23.59
Printing and stationary	25.58	20.70
Bad debts and provision for doubtful debts	96.04	54.41
Bank charges	0.44	0.41
Bank commission	8.33	7.99
Miscellaneous expenses	14.09	8.83
	1,723.61	1,494.78

39 Tax expense

	For the year ended 31 March 2023	For the year ended 31 March 2022
Current tax	110.44	40.14
Tax pertaining to earlier years	(5.94)	0.06
Deferred tax	32.96	52.72
	137.46	92.92

The major components of income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the Group and the reported tax expense in profit or loss are as follows:

	For the year ended 31 March 2023	For the year ended 31 March 2022
Accounting profit before income tax	443.20	377.02
Tax at the applicable rate of tax (25.168%)	111.52	94.89
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Non-deductible expenses for tax purposes	0.60	0.38
Reversal of deferred tax assets not eligible for deduction (including earlier year tax adjustments (net))	23.54	0.09
Others	0.12	0.18
Impact of deferred tax on OCI	1.28	(2.68)
Tax pertaining to earlier years	0.40	0.06
	137.46	92.92

Unused tax losses and credits

There are no unused tax losses and unabsorbed depreciation

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)

40 Earnings per equity share	For the year ended 31 March 2023	For the year ended 31 March 2022	
a) Net profit/ (loss) attributable to equity shareholders	313.93	286.00	
b) Weighted average number of shares	14,042,779	14,042,779	
c) Nominal value of shares	10	10	
d) Earnings per share			
Basic earnings per share	22.36	20.37	
Diluted earnings per share	22.36	20.37	
 41 Revenue from Contracts with Customers			
The Group provides various category of healthcare services, pharmacy, surgical, nursing, pathological and kitchen items.			
Description of nature of goods sold			
Pharmacy			
Surgical, nursing, pathological and kitchen items			
Other miscellaneous consumable items			
 Description of nature of services rendered			
Healthcare services			
a. Disaggregation of revenue from contracts with customers			
The Group has performed a disaggregated analysis of revenues considering the nature, amount, timing and uncertainty of revenues. This includes disclosure of revenues by geography and timing of recognition.			
 For the year ended 31 March 2023			
	Goods	Services	Total
Revenue by geography			
Domestic	341.86	3,947.66	4,289.52
	341.86	3,947.66	4,289.52
Revenue by time			
Revenue recognised at point in time	341.86	-	341.86
Revenue recognised over time	-	3,947.66	3,947.66
	341.86	3,947.66	4,289.52
 For the year ended 31 March 2022			
	Goods	Services	Total
Revenue by geography			
Domestic	265.44	3,411.82	3,677.26
	265.44	3,411.82	3,677.26
Revenue by time			
Revenue recognised at point in time	265.44	-	265.44
Revenue recognised over time	-	3,411.82	3,411.82
	265.44	3,411.82	3,677.26
 b. Assets and liabilities related to contracts with customers			
	As at 31 March 2023	As at 31 March 2022	
Assets			
Contract assets			
Unbilled revenue			
Current	59.65	41.23	
Advance from customers			
Current	206.10	167.38	

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
c. Significant change in contract assets and liabilities
i) Unbilled revenue

	As at 31 March 2023	As at 31 March 2022
Opening balance	41.23	45.91
Revenue billed during the year	(41.23)	(45.91)
Additions during the year	59.65	41.23
Closing balance	59.65	41.23

ii) Advance from customers

	As at 31 March 2023	As at 31 March 2022
Opening balance	167.38	119.28
Goods and services delivered during the year	(167.58)	(95.60)
Advances received during the year	206.30	143.70
Closing balance	206.10	167.38

d. Reconciliation of revenue recognised with contract price

	As at 31 March 2023	As at 31 March 2022
Contract price	4,289.52	3,677.26
Less: Rebates and discounts	-	-
Revenue from contracts with customers	4,289.52	3,677.26

e. The Group has not incurred any cost for obtaining contracts except administrative cost required for preparation of offers and the same is charged to Statement of Profit and Loss.

42 Employee benefits

The Group has adopted Indian Accounting Standard (Ind AS) - 19 on Employee Benefit as under :

42.1 Defined contribution plans
Provident fund

The Group also has certain defined contribution plans. The obligation of the Group is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognized during the year towards defined contribution plan is ₹ 23.06 million (31 March 2022: ₹ 18.74 million).

42.2 Defined benefit plans
A Gratuity

The Group operates a gratuity plan wherein every employee is entitled to the benefit equivalent to 15 days of basic salary last drawn for each completed year of service. Gratuity is payable to all eligible employees of the Group on retirement or separation or death or permanent disablement in terms of the provisions of the Payment of Gratuity Act, 1972.

(i) Amount recognized in the balance sheet is as under:

Particulars	31 March 2023		31 March 2022	
	Current	Non-current	Current	Non-current
Gratuity	0.84	0.20	15.80	0.13

(ii) Amount recognized in the statement of profit and loss and comprehensive income is as under:

Description	31 March 2023	31 March 2022
Current service cost	6.66	4.44
Net interest cost	0.53	0.12
Net impact on profit (before tax)	7.19	4.56
Actuarial loss/(gain) recognized during the year	(5.10)	10.65
Amount recognized in total comprehensive income	2.09	15.21

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
(iii) Movement in the present value of defined benefit obligation recognized in the balance sheet is as under:

Description	31 March 2023	31 March 2022
Present value of defined benefit obligation as at the start of the year	(15.93)	(2.61)
Current service cost	(6.66)	(4.44)
Interest cost	(0.53)	(0.12)
Actuarial loss/(gain) recognized during the year	5.10	(10.65)
Employer contributions	16.97	1.89
Present value of defined benefit obligation as at the end of the year	(1.05)	(15.93)

(iv) Breakup of actuarial (gain)/loss:

Description	31 March 2023	31 March 2022
Actuarial loss/(gain) on arising from change in financial assumption	(0.83)	(1.08)
Return on plan assets less than discount rate	0.54	0.06
Actuarial loss/(gain) on arising from experience adjustment	(4.81)	11.67
Total actuarial loss/(gain)	(5.10)	10.65

(v) Actuarial assumptions

Description	31 March 2023	31 March 2022
Discount rate	7.30%	7.10%
Future salary increase	5.00%	5.00%
Expected average remaining working lives of employees (years)	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality(2006-08)

Gratuity is payable to the employees on death or resignation or on retirement at the attainment of superannuation age. To provide for these eventualities, the Actuary has used Indian Assured Lives Mortality (2006-08) ultimate table.

These assumptions were developed by management with the assistance of independent actuarial appraisers. Discount factors are determined close to each year-end by reference to government bonds and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.

(vi) Sensitivity analysis for gratuity liability

Description	31 March 2023	31 March 2022
Impact of the change in discount rate		
- Impact due to increase of 1 %	(3.78)	(3.23)
- Impact due to decrease of 1 %	4.51	3.85
Impact of the change in salary increase		
- Impact due to increase of 1 %	4.34	3.72
- Impact due to decrease of 1 %	(3.69)	(3.18)

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied which was applied while calculating the defined benefit obligation recognized in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to prior period.

(vii) Maturity profile of defined benefit obligation

Description	31 March 2023	31 March 2022
Within next 12 months	1.63	7.46
Between 1-5 years	11.92	10.26
Beyond 5 years	36.22	28.52

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
B Compensated absences (unfunded)

The leave obligations cover the Group's liability for earned leaves. The Group does not have an unconditional right to defer settlement for the obligation shown as current provision balance below. These are the amounts which have been recognised in the statement of profit and loss for the respective years.

Particulars	31 March 2023		31 March 2022	
	Current	Non-current	Current	Non-current
Compensated absences (unfunded)	5.28	-	5.43	-

43 Financial instruments
i) Financial assets and liabilities
The carrying amounts of financial instruments by category measured at amortised cost*

	As at 31 March 2023	As at 31 March 2022
Financial assets		
Investments in Mutual Funds *	3.21	271.27
Trade receivables	629.61	302.76
Cash and cash equivalents	358.70	924.86
Other bank balances	44.96	4.93
Other financial assets	174.83	450.72
Total	1,211.31	1,954.54
Financial liabilities		
Borrowings	1,837.38	2,647.47
Lease liabilities	422.62	434.77
Trade payables	353.02	294.42
Other financial liabilities	274.69	299.78
Total	2,887.71	3,676.44

* Investments in Mutual Funds are valued at FVTPL applying level-1 of valuation, remaining all Financial assets and Financial liabilities are valued at Amortised cost.

Investment in associates are measured at cost as per Ind AS 27, 'Separate financial statements' and hence, not presented here.

ii) Fair values hierarchy

The Group does not have any financial assets or financial liabilities carried subsequently at fair value.

The fair value of financial instruments as referred to in note (A) above has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities [Level 1 measurements] and lowest priority to unobservable inputs [Level 3 measurements].

The categories used are as follows:

Level 1: Quoted prices (unadjusted) for identical instruments in an active market;

Level 2: Directly (i.e. as prices) or indirectly (i.e. derived from prices) observable market inputs, other than Level 1 inputs; and

Level 3: Inputs which are not based on observable market data (unobservable inputs).

44 Financial risk management
i) Risk Management

The Group's activities expose it to market risk, liquidity risk and credit risk. The Group's board of directors has overall

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)

responsibility for the establishment and oversight of the Group risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost	Aging analysis	Bank deposits, diversification of asset base, credit limits and collateral.
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk-foreign exchange	Recognised financial assets and liabilities not denominated in Indian rupee (INR)	Cash flow forecasting	Forward contract/hedging, if required

The Group's risk management is carried out by a finance department (of the Group) under policies approved by the board of directors. The board of directors provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, credit risk and investment of excess liquidity.

I Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Group. The Group's exposure to credit risk is influenced mainly by cash and cash equivalents, trade receivables and other financial assets measured at amortised cost. The Group continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

a) Credit risk management
(i) Credit risk rating

The Group assesses and manages credit risk based on internal credit rating system. Internal credit rating is performed for each class of financial instruments with different characteristics. The Group assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets. (i) Low credit risk (ii) Moderate credit risk (iii) High credit risk Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Group. The Group continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognized in statement of profit and loss.

Basis of categorisation	Asset class exposed to credit risk	Provision for expected credit to loss
Low credit risk	Cash and cash equivalents, other bank balances, loans and other financial assets	12 month expected credit loss.

Financial assets (other than trade receivables) that expose the entity to credit risk (gross exposure) –
Particulars

	As at 31 March 2023	As at 31 March 2022
Low credit risk on financial reporting date		
Cash and cash equivalents	358.70	924.86
Other bank balances	44.96	4.93
Other financial assets	174.83	450.72

* These represent gross carrying values of financial assets, without deduction for expected credit losses

Cash and cash equivalents and bank deposits

Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits and accounts in different banks across the country.

Loans and other financial assets measured at amortized cost

Other financial assets measured at amortised cost includes security deposits, lease receivables, deposits with remaining maturity more than 12 months, accrued revenue and others. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously, while at the same time internal control system in place ensure the amounts are within defined limits.

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
Trade receivables

Life time expected credit loss is provided for trade receivables. Based on business environment in which the Group operates, a default on a financial asset is considered when the counter party fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions. Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Group. The Group continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in statement of profit and loss.

The Group recognizes lifetime expected credit losses on trade receivables using a simplified approach, wherein Group has defined percentage of provision by analysing historical trend of default relevant to each business segment based on the criteria defined above and such provision percentage determined have been considered to recognise life time expected credit losses on trade receivables (other than those where default criteria are met in which case the full expected loss against the amount recoverable is provided for).

b) Expected credit losses for financial assets
As at 31 March 2023

	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	358.70	-	358.70
Other bank balances	44.96	-	44.96
Trade receivables	704.49	(74.88)	629.61
Other financial assets	174.83	-	174.83

As at 31 March 2022

	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	924.86	-	924.86
Other bank balances	4.93	-	4.93
Trade receivables	350.63	(47.87)	302.76
Other financial assets	450.72	-	450.72

III Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

The Group's approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due.

Management monitors rolling forecasts of the Group's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Group takes into account the liquidity of the market in which the entity operates.

(i) Maturities of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity based on their contractual maturities for all non-derivative financial liabilities.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

As at 31 March 2023	Less than 1 year	1-5 years	More than 5 years	Total
Lease liabilities	70.16	291.76	60.70	422.62
Borrowings	480.26	1,026.45	330.67	1,837.38
Trade payables	353.02	-	-	353.02
Other financial liabilities	246.61	28.08	-	274.69
Total	1,150.05	1,346.29	391.37	2,887.71

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)

As at 31 March 2022	Less than 1 year	1-5 years	More than 5 years	Total
Lease liabilities	70.67	248.48	115.62	434.77
Borrowings	1,156.41	945.20	545.86	2,647.47
Trade payables	294.42	-	-	294.42
Other financial liabilities	256.56	43.22	-	299.78
Total	1,778.06	1,236.90	661.48	3,676.44

III Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. It comprises of currency risk, interest rate risk and price risk. The Group does not have any borrowings which carry variable rate of interest, hence, it is not exposed to interest rate risk. The Group does not have any financial instrument which exposes it to price risk.

a) Foreign currency risk

The Group is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the US Dollar, EURO, Singapore Dollar (SGD), Canadian Dollar (CAD) and GBP. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the functional currency of the Group. Considering the volume of foreign currency transactions, the Group's exposure to foreign currency risk is limited and the Group has taken forward contracts to manage its exposure. The Group does not hedge these foreign currency exposures by a derivative instrument or otherwise.

(i) Foreign currency risk exposure in USD:

The Group's exposure to foreign currency risk at the end of the reporting period (unhedged) are as follows:

Particulars

	For the year ended 31 March 2023	For the year ended 31 March 2022
Payables	-	6.22
Net exposure to foreign currency risk (liabilities)	-	6.22
Value in USD	-	0.09
Exchange rate (INR per USD)	-	69.11

Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments.

Particulars

	For the year ended 31 March 2023	For the year ended 31 March 2022
USD sensitivity		
INR/USD- increase by 5%	-	0.31
INR/USD- decrease by 5%	-	(0.31)

* Holding all other variables constant

45 Capital management

The Group monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of balance sheet.

The Group's capital includes issued share capital and all other distributable reserves. The primary objective of the Group's capital management is to maximize shareholder value and to maintain an optimal capital structure to reduce the cost of capital. The Group has long-term and short term borrowings.

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
Debt equity ratio

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
Total Debt*	1,837.38	2,647.46
Total equity	2,083.43	1,765.68
Net debt to equity ratio	0.88	1.50

* Debt includes long-term and short term borrowings

46 Lease related disclosures

The Group has leases for land and office premises. With the exception of short-term lease underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability as a borrowings. Variable lease payments which do not depend on an index or a rate are excluded from the initial measurement of the lease liability and right of use assets. The Group classifies its right-of-use assets in a consistent manner to its property, plant and equipment.

Each lease generally imposes a restriction that, unless there is a contractual right for the Group to sublease the asset to another party, the right-of-use asset can only be used by the Group. Some leases contain an option to extend the lease for a further term. The Group is prohibited from selling or pledging the underlying leased assets as security. For leases over premises, the Group must keep those properties in a good state of repair and return the properties in their original condition at the end of the lease. Further, the Group is required to pay maintenance fees in accordance with the lease contracts.

A Lease payments not included in measurement of lease liability

The expense relating to payments not included in the measurement of the lease liability is as follows:

Particulars	31 March 2023	31 March 2022
Short-term leases	9.31	15.45
Variable lease payments	-	-
Total	9.31	15.45

B Total cash outflow for leases for the year ended 31 March 2023 was ₹ 119.71 million (31 March 2022: ₹ 120.98 million)

C Set out below are the carrying amounts of lease liabilities (included under borrowings) and the movements during the year

	31 March 2023	31 March 2022
Opening balance	434.77	492.91
Additions	61.90	11.59
Accretion of interest	45.66	51.25
Payments	(119.71)	(120.98)
Closing balance	422.62	434.77

D Maturity of lease liabilities

The lease liabilities are secured by the related underlying assets. Future minimum lease payments were as follows:

31 March 2023	Minimum lease payments due				Total
	Within 1 year	1-2 years	2-3 years	More than 3 years	
Lease payments	70.16	72.77	73.75	205.94	422.62
Total	70.16	72.77	73.75	205.94	422.62

The lease liabilities are secured by the related underlying assets. Future minimum lease payments were as follows:

31 March 2022	Minimum lease payments due				Total
	Within 1 year	1-2 years	2-3 years	More than 3 years	
Lease payments	70.67	60.28	60.94	242.88	434.77
Total	70.67	60.28	60.94	242.88	434.77

E Variable lease payments are expensed in the period they are incurred. Expected future cash outflow as at 31 March 2023 is of ₹ Nil

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
F Information about extension and termination options

Right of use assets	Number of leases	Range of remaining term (In months)	Average remaining lease term (In months)	Number of leases with extension option	Number of leases with purchase option	Number of leases with termination option
Property leases	17	7-331	84.90	11	0	12

G The total future cash outflows as at 31 March 2023 for leases that had not yet commenced is of ₹ nil (31 March 2022: ₹ nil).

H Current and non-current balances

Particulars	31 March 2023	31 March 2022
Current	69.88	70.67
Non-current	352.74	364.10
Total	422.62	434.77

I As a lessor
Operating leases

The Group has leased some of its premises to third parties under the lease agreements that qualifies as operating lease. Rental income for operating leases for the years ended on 31 March, 2023 and 31 March, 2022 aggregate to ₹ 7.67 million and ₹ 10.85 million.

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
47 Related party transactions
a) Related parties and nature of the relationship where control exists, irrespective of whether or not there have been transactions between the related parties:

Subsidiary company Sibling Lifecare Private Limited
 Regency Institute of Nursing

b) Other related parties and nature of the relationship with whom transactions have taken place during the year:
Key management personnel

Dr. Atul Kapoor (Managing Director)
 Dr. Rashmi Kapoor (Whole-time Director)
 Mr. Rajesh Shroff (Chief Financial Officer)
 Ms. Ankita Gupta (Company Secretary upto 25th March, 2023)
 Mr. Anil Kumar Khemka (Non Executive Director)
 Mr. Rabindra Nath Mohanty (Non Executive Director)
 Mr. Charles Antoine Janssen (Non Executive Director)
 Mr Arun Shrivastava (Non Executive Director)
 Ms. Tanushree Shyam Bagrodia (Non Executive Director)

Relatives of KMP and relationship

- Father of Dr. Atul Kapoor Late Mr. Anant Ram Kapoor (upto 10th December, 2021)
 - Brother of Dr. Atul Kapoor Mr. Arun Kapoor
 - Son of Dr. Atul Kapoor and Dr Rashmi Kapoor Mr. Abhishek Kapoor
 - Wife of Mr. Abhishek Kapoor Mrs. Janhvi Kapoor

Associate Company

Regency Nephrocare Private Limited

Enterprises owned or significantly influenced by KMP or their relatives

Amrita Charitable Trust
 Indcoat Footwear

c) Transactions with related parties are summarized below:
Nature of transactions

	For the year ended 31 March 2023	For the year ended 31 March 2022
Lease rent income - from building		
Regency Nephrocare Private Limited	7.20	8.10
Maintenance service for building		
Regency Nephrocare Private Limited	0.18	0.21
Healthcare services rendered		
Employees of Indcoat footwear	12.38	-
Fee for medical services received		
Regency Nephrocare Private Limited	83.89	81.81
Dr. Rashmi Kapoor	18.81	16.54
Share in investigation charges		
Dr. Rashmi Kapoor	3.60	3.60

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)

Lease rent expense		
- Late Mr. Anant Ram Kapoor	-	6.78
- Dr. Atul Kapoor	4.02	0.96
- Dr. Rashmi Kapoor	3.90	3.90
- Shri Arun Kapoor	4.02	0.96
Payments made on behalf of		
- Regency Nephrocare Private Limited	-	0.56
Corporate social responsibility expenses		
- Amrita Charitable Trust	2.25	1.50
Remuneration		
- Dr. Atul Kapoor	12.45	12.00
- Dr. Rashmi Kapoor	9.47	9.47
- Mr. Arun Kapoor	1.40	2.49
- Mr. Abhishek Kapoor	6.63	6.63
- Mrs. Janhvi Kapoor	1.85	1.44
- Mr. Rajesh Shroff	5.10	2.20
- Ms. Ankita Gupta	1.11	0.97
Nature of transactions	For the year ended	For the year ended
	31 March 2023	31 March 2022
Sitting fees		
Mr. Anil Kumar Khemka	0.26	0.18
Mr. Rabindra Nath Mohanty	0.26	0.21
Mr. Charles Antoine Janssen	0.06	0.06
Mr Arun Shrivastava	0.18	0.15
Ms. Tanushree Shyam Bagrodia	0.03	0.06
d) Outstanding balances as at the year end		
Particulars	As at	As at
	31 March 2023	31 March 2022
Payables		
Payable for medical services received		
- Dr. Rashmi Kapoor	2.85	1.67
- Regency Nephrocare Private Limited	21.07	20.00
Salary Payable		
- Dr. Atul Kapoor	0.93	0.52
- Dr. Rashmi Kapoor	0.75	0.88
- Mr. Arun Kapoor	-	0.23
- Mr. Abhishek Kapoor	0.53	0.48
- Mrs. Janhvi Kapoor	0.16	0.13
Receivables		
Rent receivable		
- Regency Nephrocare Private Limited	2.14	2.04
Healthcare services		
-Employees of Indcoat footwear	12.38	-

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)

Security deposit receivable		
- Dr. Rashmi Kapoor	5.83	5.83
Investments in equity shares		
- Regency Nephrocare Private limited	14.21	14.21

Certain KMPs also participate in post employment benefits plans provided by the Group. The amount in respect of these towards the KMPs can not be segregated as these are based on actuarial valuation for all the employees of the Group.

e) Other arrangements

Personal guarantee given by Dr. Atul Kapoor and Dr. Rashmi Kapoor for loans the outstanding balance as on 31 March 2023 of which is ₹1,329.36 million (31 March 2022: ₹ 1,385.99 million) obtained by the Group from various banks.

Personal guarantees have been given by Mr. Anant Ram Kapoor for loans obtained by the Group from HDFC Bank against which the balance outstanding as at 31 March, 2023, is ₹ NIL (31 March, 2022: ₹732.04 million).

- 48 The schedule of provisions as required to be disclosed in compliance with Ind AS 37 on "Provisions, Contingent Liabilities and Contingent Assets" is as under:

Particulars	Contingent liabilities	
	For the year ended 31 March 2023	For the year ended 31 March 2022
Claims against the Group not acknowledged as debt [refer note (i) below]	46.90	43.53
Disputed demand of Customs Department [refer note (ii) below]	1.92	1.92
Bank guarantee furnished to Director, CGHS and ECHS, Railways and Regency Institute of Nursing	8.96	8.26
Loan outstanding against Corporate Guarantee given by the holding company for Regency Institute of Nursing	29.49	-
Bonus [refer note (iii) below]	3.50	3.50
Income taxes (Assessment year 2020-21)	1.56	-
Inland letter of credit	-	4.88
	92.33	62.09

Note

(i) Includes total amount of claims under various legal cases alleging medical negligence against the hospital as on 31 March 2023 is ₹40.53 million (previous year ₹41.68 million). The Group has taken professional indemnity insurance policy for all cases and basis this professional indemnity policy and historical trend of settlement in this matter management is confident that no liability is likely to devolve on the Group.

(ii) The Group had deposited an amount of ₹ 1.92 million (being 50% of disputed amount of ₹ 3.85 million) under protest with the Commissioner of Custom (Import and general) in accordance with the order dated 05 February 2007 passed by Hon'ble Allahabad high court, which had been written off in the previous financial years.

(iii) The Payment of Bonus (Amendment) Act, 2015 dated 31 December 2015 (which was made elective from 01 April 2014) revised the thresholds for coverage of employees eligible for bonus and also enhanced the ceiling limits for computation of bonus. However, taking cognizance of the stay granted by various High Courts and pending disposal of such matter, the Group has not recognized the differential amount of bonus off ₹3.50 million for the period 1 April 2014 to 31 March 2015 and accordingly has recognized the expense in accordance with the Payment of Bonus (Amendment) Act, 2015 w.e.f. 1 April 2015 and onwards.

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)

(iv) Interest and claims by customers, suppliers, lenders and employees may be payable as and when the outcome of the related matters are finally determined and hence have not been included above. Management based on legal advice and historical trends, believes that no material liability will devolve on the Group in respect of these matters.

The Hon'ble Supreme Court of India pronounced a ruling dated 28 February 2019 in which it was held that 'allowance' paid to employees, will be included in scope of 'basic wages' and thus, will be subject to provident fund contributions. Management believes that this will not result in any material liability on the Group which is also the view of a PF consultant engaged by the management.

**49 Commitments:
Particulars**

	As at 31 March 2023	As at 31 March 2022
Estimated amount of contracts remaining to be executed on account of capital commitments (net of capital advances)	892.30	21.57
Lease commitments under non-cancellable lease arrangements	-	-

50 In accordance with the provisions of section 135 of the Companies Act 2013, the Board of Directors of the Group had constituted a Corporate Social Responsibility (CSR) Committee. The details of CSR expenditure are summarised below:

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
(a) Amount required to be spent on CSR as per Section 135 of the Companies Act, 2013	2.22	1.03
(b) Amount of expenditure incurred	2.25	1.50
(c) Shortfall at the end of the year	-	-
(d) Total of previous year shortfall	-	-
(e) Reason for shortfall	N.A.	N.A.
(f) Nature of CSR Activities	Education	Education
(g) Details of related party transactions	Amrita Charitable Trust - Rs.2.25 million	Amrita Charitable Trust - Rs.1.5 million
(h) Liability against contractual obligations for CSR	-	-

Notes to the Consolidated Financial Statements
51. Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)

Sl. No.	Particulars	Numerator	Denominator	Year ended		Change (%)	Reason for Variance
				31-Mar-23	31-Mar-22		
1	Debt- Equity Ratio	Total Debts=Borrowings	Shareholders' total equity	0.88	1.50	-41%	This is due to decrease in debt by 32% while increase in shareholders' equity by 18%
2	Debt Service Coverage Ratio	Earnings available for debt service=Net profit after taxes + Non cash operating expenses	Debt service=Interest & lease payments+principal repayments	0.68	1.76	-61%	There was a substantial increase in Principal repayment and interest there on by approx. 163%, leading to decrease in DSCR
3	Current Ratio	Total Current Assets	Total Current Liabilities	0.94	0.86	8%	Refer Note-1 below
4	Trade receivable turnover ratio	Revenue from operations	Average trade receivables	4.74	4.31	10%	Refer Note-1 below
5	Inventory Turnover	Revenue from operations	Average inventory	6.99	6.78	3%	Refer Note-1 below
6	Net Profit Ratio	Net profit after taxes	Total Revenue	7.26%	7.65%	-5%	Refer Note-1 below
7	Trade payable turnover ratio	Purchases	Average trade payable	3.39	3.49	-3%	Refer Note-1 below
8	Net capital turnover ratio	Revenue from operations	Working capital=Current assets-Current liabilities	(24.67)	(4.22)	485%	Revenue from operations has increased by 88% and working capital was a negative of -Rs.28 crore last year as compared to -Rs.9 crore in the current year.
9	Return on Capital Employed	Earnings before interest and taxes	Capital employed=Tangible net worth+total debts	15.80%	12.62%	25%	This is due to increase in profit in FY 2022-23 by 22%. Earnings before interest and taxes has increased by 15%. However, Capital Employed decreased by -11%.
10	Return on Equity	Net profit after taxes	Average share holders' equity	16.31%	17.58%	-7%	Refer Note-1 below
11	Return on Investment	Net profit after taxes	Total Assets	0.70%	1.90%	-64%	Return from investments (profit on sale of mutual funds) has decreased considerably (65%) in the current year as compared to the previous year whereas the average investments was almost the same.

Note 1 :- There is no significant change (25% or more) in financial year 2022-2023 in comparison to 2021-22.

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
52. Additional Information for the year ended on 31 March 2023

Name of the entity in the Group	Net Asset i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of total comprehensive income	Amount
Parent Regency Hospital Limited	97.16%	2,024.36	93.62%	293.90	99.48%	3.80	93.69%	297.70
Subsidiaries								
Sibling Lifecare Private Limited	0.38%	7.96	1.14%	3.58	0.00%	-	1.13%	3.58
Regency Institute of Nursing	1.10%	22.99	2.92%	9.16	0.52%	0.02	2.89%	9.18
Associate								
Regency Nephrocare Private Limited	1.35%	28.13	2.32%	7.29	0.00%	-	2.29%	7.29

Notes to the Consolidated Financial Statements
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2023
(All amounts in ₹ million, unless stated otherwise)
53 Other Statutory Information

- (i) Title deeds of Immovable Properties are in the name of the respective Companies in the Group.
- (ii) The Group does not have any Benami property and no proceedings have been initiated on or are pending against the Group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.
- (iii) The Group has not been declared a 'Wilful Defaulter' by any bank in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.
- (iv) The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.
- (v) The Group does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.
- (vi) The Group does not have any 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).
- (vii) The Group has not traded or invested in crypto currency or virtual currency during the current or previous year.
- (viii) The Group has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.
- (ix) The Group did not have any transactions with struck off companies under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- (x) The Group has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.
- (xi) The Group had 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.
- (xii) The Group has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) any funds to or in any other persons 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 Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (xiii) The Group has not received any funds from any other persons or entities, including foreign entities ("funding parties"), with the understanding, whether recorded in writing or otherwise, that the Group shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (xiv) The Group has filed quarterly returns or statements of current assets with the banks in lieu of the sanctioned working capital facilities, which are in agreement with the books of accounts.

54 The figures of the corresponding previous year have been regrouped wherever considered necessary to correspond to current year disclosures.

55 No subsequent event occurred post balance sheet date which requires adjustment in these Consolidated financial statements for the year ended 31 March 2023.

For Walker Chandniok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

For and on behalf of the Board of Directors of
Regency Hospital Limited

Rohit Arora
Partner
Membership No: 504774

Atul Kapoor
Managing Director
DIN: 01449229

Rashmi Kapoor
Whole Time Director
DIN: 01818323

Rajesh Shroff
Chief Financial Officer

Kriti Misra
Company Secretary

Place : Gurugram
Date : 15 September 2023

Place : Kanpur
Date : 15 September 2023

Place : Kanpur
Date : 15 September 2023

**Form AOC-1 : Statement containing salient features of the Financial Statement of
Subsidiaries / Associate Companies / Joint Ventures**

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

Part "A": Subsidiaries

(Information in respect of each Subsidiary to be presented with amounts in Mn)

1.	Name of the Subsidiary	Sibling Lifecare Private Limited	Regency Institute of Nursing
2.	Reporting period for the Subsidiary concerned, if different from the Holding Company's reporting period	1 April 2022 to 31 March 2023	1 April 2022 to 31 March 2023
3.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of Foreign Subsidiaries	NA	NA
4.	Share Capital	0.10	1.00
5.	Reserves & Surplus	7.84	14.74
6.	Total Assets	200.71	120.77
7.	Total Liabilities	200.71	120.77
8.	Investments	-	-
9.	Turnover	540.73	44.97
10.	Profit /(Loss) before taxation	5.44	10.37
11.	Provision for taxation	1.50	2.89
12.	Profit /(Loss) after taxation	3.94	7.48
13.	Proposed Dividend	-	-
14.	% of shareholding	100	100

Notes:

- Names of Subsidiaries which are yet to commence operations - **None**
- Names of Subsidiaries which have been liquidated or sold during the year - **None**

On behalf of the Board of Directors of
Regency Hospital Limited

Atul Kapoor
Chairman &
Managing Director

Rashmi Kapoor
Whole Time Director

Rajesh Shroff
Chief Financial Officer

Kriti Misra
Company Secretary

Date : 15 September 2023
Place : Kanpur.

Part "B": Associates and Joint Ventures

**Statement pursuant to Section 129 (3) of the Companies Act,
2013 related to Associate Companies and Joint Ventures
(Information is presented with amounts in Mn)**

	Name of Associates/Joint Ventures	Regency Nephrocare Private Limited
1.	Latest audited Balance Sheet Date	31 March 2023
2.	Shares of Associate/Joint Ventures held by the Company on the year end No. of Shares Amount of Investment in Associates/Joint Venture Extent of Holding%	14,21,000 14.21 49
3.	Description of how there is significant influence	Shareholding more than 20% of total voting power of Company
4.	Reason why the Associate/Joint Venture is not consolidated	Not Applicable
5.	Net worth attributable to shareholding as per latest audited Balance Sheet	55.40
6.	Profit / Loss for the year i. Considered in Consolidation ii. Not Considered in Consolidation	7.19 7.48

Notes:

- Names of Associates or Joint Ventures which are yet to commence operations - **None**
- Names of Associates or Joint Ventures which have been liquidated or sold during the year - **None**

On behalf of the Board of Directors of
Regency Hospital Limited

Atul Kapoor
Chairman &
Managing Director

Rashmi Kapoor
Whole Time Director

Rajesh Shroff
Chief Financial Officer

Kriti Misra
Company Secretary

Date : 15 September 2023
Place : Kanpur

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REGENCY HEALTH – NETWORK OF HOSPITALS

**Regency
Super Speciality
Hospital – TOWER 1**
Sarvodaya Nagar,
Kanpur
T- 0512-3501111

**Regency Cancer &
Gastro Care
Hospital – TOWER 2**
Sarvodaya Nagar,
Kanpur
T- 0512-3502525

**Regency
Renal Sciences
Hospital**
Swaroop Nagar,
Kanpur
T- 0512-3501616

**Regency
Super Speciality
Clinic**
P.P.N. Market,
Kanpur
T- 0512-3501818

**Regency
Hospital**
Govind Nagar,
Kanpur
T- 0512-3502222

**Regency
Super Speciality
Hospital**
Khurram Nagar,
Ring Road, Lucknow
T- 0522-3503232

**Regency
Institute of
Nursing**
Ambedkarapuram-3,
Kalyanpur, Kanpur
M- 6386061409