



Cert No. H-2012-0145



NABL ACCREDITED
Cert No. 0272



REGENCY HOSPITAL LTD.



REGENCY HOSPITAL LTD.



REGENCY HOSPITAL GOVIND NAGAR



REGENCY RENAL SCIENCES CENTRE



REGENCY GASTRO & ONCO CENTRE



REGENCY CITY CLINIC

30th
ANNUAL REPORT
2018-2019

REGENCY HOSPITAL

In
LUCKNOW

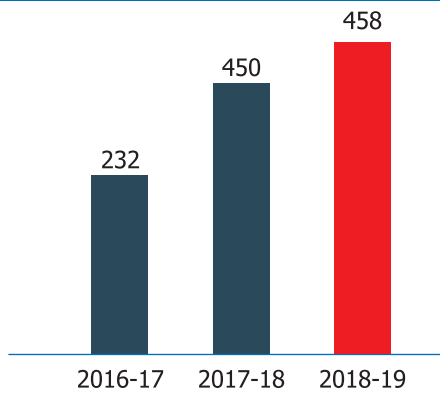


Plot No. 3,5 & 6, Khurram Nagar, Ring Road,
Lucknow - 226022 (U.P.)

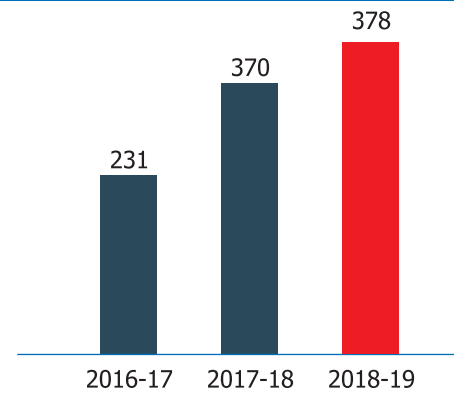
The Year in Number

OPERATIONAL HIGHLIGHTS

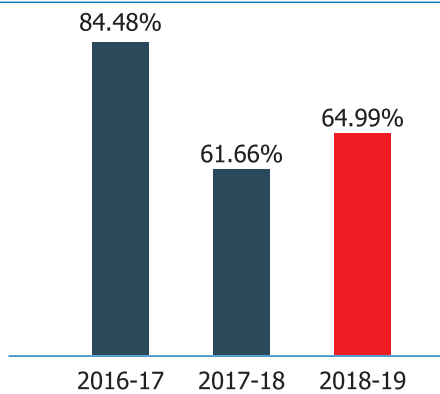
Beds (In NOs)



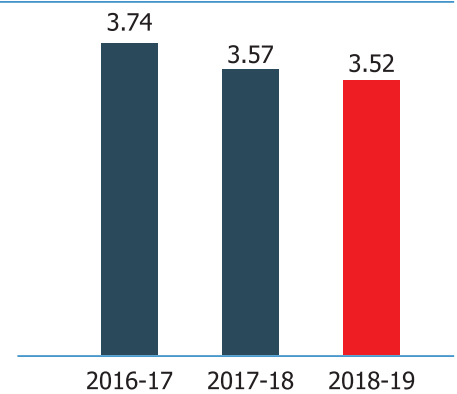
Operational Beds (In NOs)



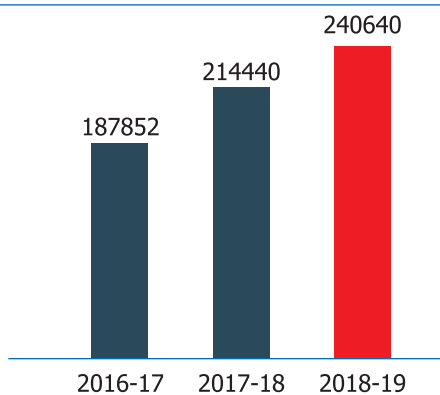
AOR (In %)



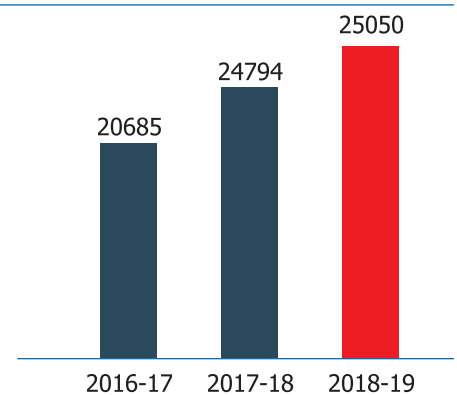
ALOS (In Days)



OPD REG (In NOs)



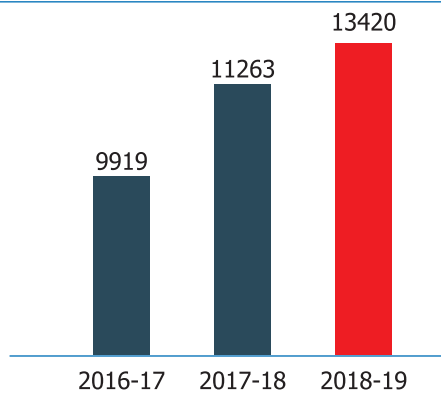
ARPOB (In Rs.)



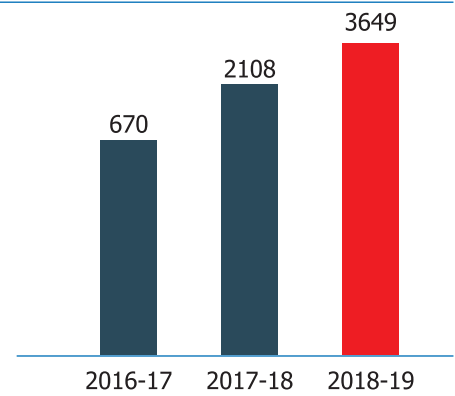
The Year in Number

Patient Mix (In NOs)

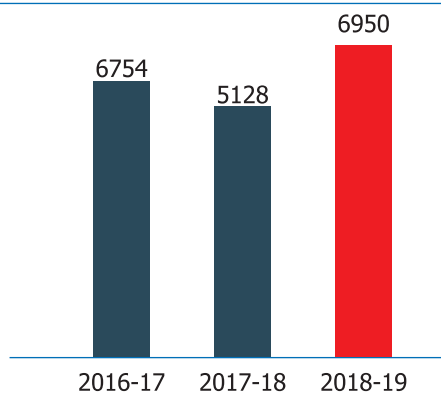
Cash



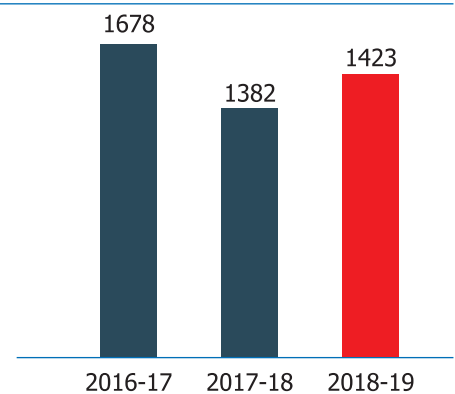
TPA



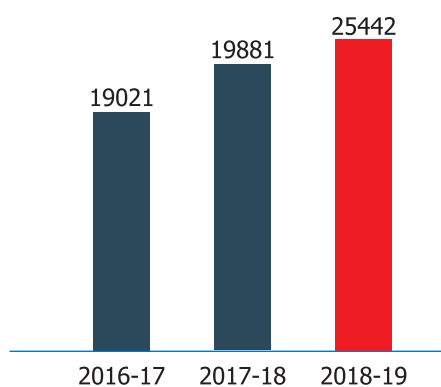
CGHS Rated



OTHER CORPORATES



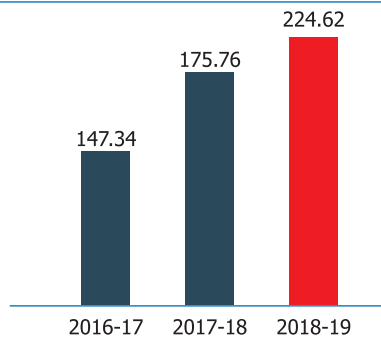
Total



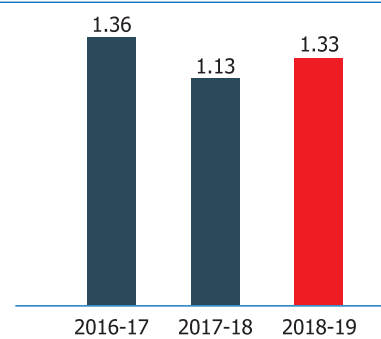
The Year in Number

FINANCIAL HIGHLIGHTS : Revenue

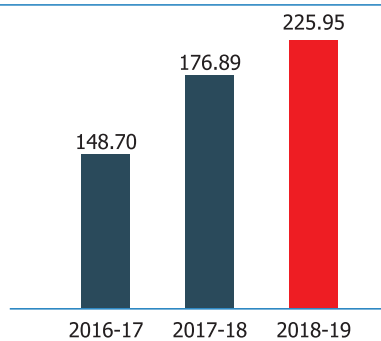
Healthcare (In Cr.)



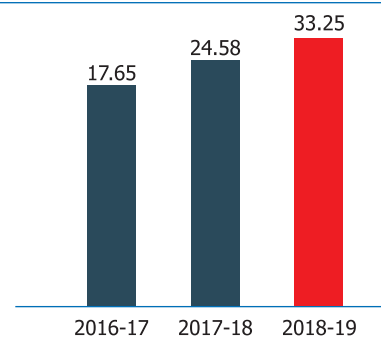
Education (In Cr.)



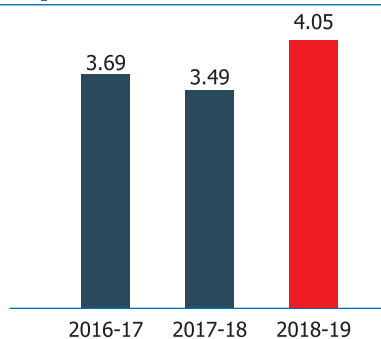
Total (In Cr.)



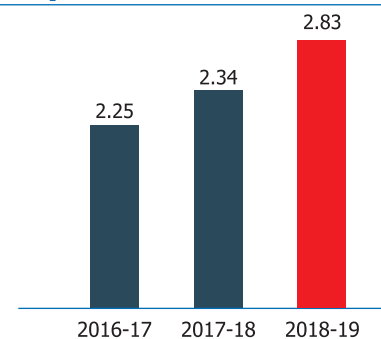
EBDITA Value (In Cr.)



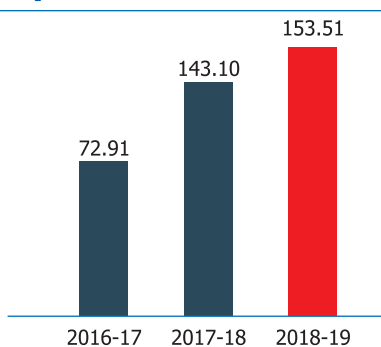
PBT Value (In Cr.)



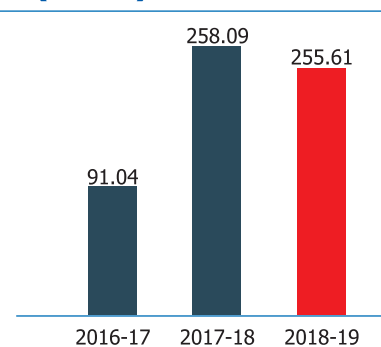
PAT Value (In Cr.)



DEBT (In Cr.)



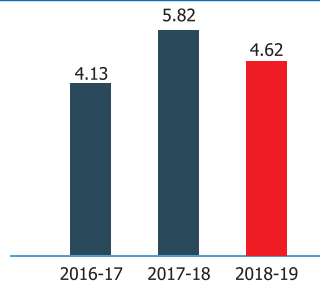
NET BLOCK (In Cr.)



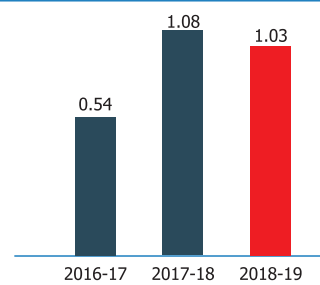
The Year in Number

FINANCIAL RATIO

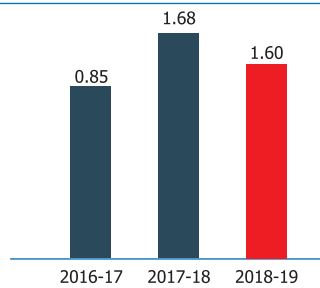
DEBT/EBDITA



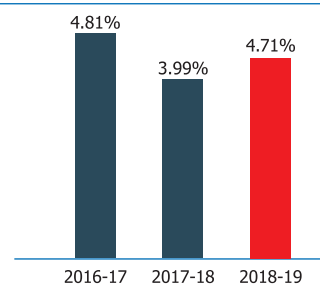
D/E RATIO



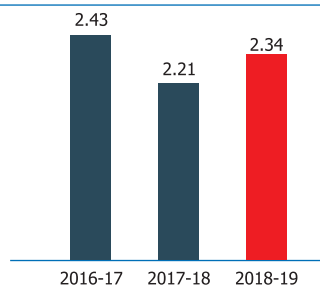
TOL/TNW



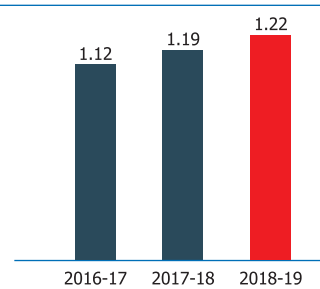
ROCE



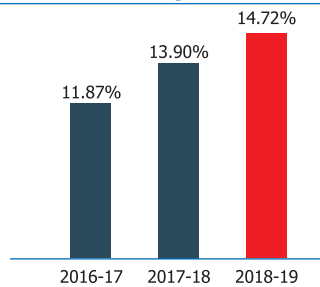
Interest Coverage



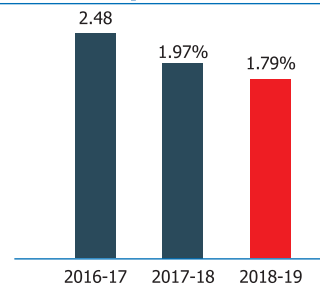
DSCR



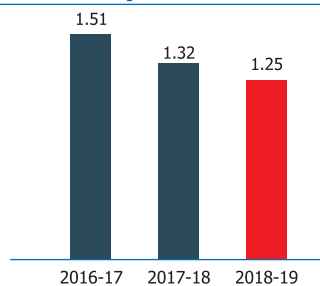
EBDITA (% of Revenue)



PBT (% of Revenue)



PAT (% of Revenue)



BOARD OF DIRECTORS

Dr. Atul Kapoor	-	Managing Director
Dr. Rashmi Kapoor	-	Whole-Time Director
Mr. Rabindra Nath Mohanty	-	Independent Director
Mr. Anil Kumar Khemka	-	Independent Director
Mr. Charles Antoine Janssen	-	Nominee Director
Ms. Tanushree Shyam Bagrodia	-	Nominee Director
Ms. Rajeev Kumar Bakshi	-	Independent Director

COMPANY SECRETARY

Mr. Rishi Tandon

CHIEF FINANCIAL OFFICER

Mr. Deepak Gupta

STATUTORY AUDITORS

Walker Chandiook & Co LLP,
Chartered Accountants

MAIN BANKERS

HDFC Bank Limited
Yes Bank Limited

REGISTERED OFFICE

A-2, Sarvodaya Nagar,
Kanpur-208005, U.P, India
CIN : U85110UP1987PLC008792
Email-investor@regencyhealthcare.in
Website- www.regencyhealthcare.in
Ph: 3501111 Fax: (91) (512) 2213407

REGISTRAR & SHARE TRANSFER AGENT

Skyline Financial Services (P) Limited
D-153/A, 1st Floor, Okhla Industrial Area,
Phase-1, New Delhi-110020
Ph.No-011-40450193-96

CONTENTS

Notice	03
Directors' Report	07
Consolidated Financial Statements	
Auditors' Report	29
Consolidated Balance Sheet	34
Consolidated Statement of Profit and Loss	35
Consolidated Cash Flow Statement	36
Notes forming part of the Consolidated Financial Statements	38
Standalone Financial Statements	
Auditors' Report	64
Balance Sheet	70
Statement of Profit and Loss	71
Cash Flow Statement	72
Notes forming part of the Financial Statements	74
Proxy Form	97
Attendance Slip	99
Route Map	100

NOTICE

NOTICE is hereby given that the Thirtieth Annual General Meeting of the Members of **REGENCY HOSPITAL LIMITED** will be held on Wednesday, the 27th day of November, 2019 at 11:30 a.m at the Registered Office of the Company at A-2 Sarvodaya Nagar, Kanpur-208005 to transact the following business:-

Registered Office:

A-2, Sarvodaya Nagar, Kanpur
Kanpur-208005

Kanpur, 14th September, 19

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

Sd/-
(Atul Kapoor)
Managing Director
DIN No-0144922

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a) The audited standalone financial statements of the Company for the Financial Year ended March 31, 2019, the reports of the Board of Directors and Auditors thereon; and
 - b) The audited consolidated financial statements of the Company for the Financial Year ended March 31, 2019.
2. To appoint a Director in place of Dr. Rashmi Kapoor (DIN: 01818323), who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment.

SPECIAL BUSINESS:

3. Ratification of the remuneration payable to Cost Auditor

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

RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the reappointment of Mr. Rishi Mohan Bansal, as Cost Auditors to audit the cost records maintained by the Company for the Financial Year 2019-20 at a remuneration of Rs.27,500/- per annum (Rupees Twenty seven thousand Five Hundred only) plus GST as applicable and out of pocket expenses, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

Notes:

1. **A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.**
A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten per cent of the total share capital of the Company carrying voting rights. A member holding more than ten per cent 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 a proxy for any other person or shareholder.
2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
4. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their folio number in the attendance slip for attending the meeting.
5. Members/Proxies should fill the attendance slip for attending the meeting and bring their attendance slip along with their copy of Annual Report to the meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Annual General Meeting.
8. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company / RTA.
9. **Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.**
10. The route map showing directions to reach the venue of the twenty-ninth AGM is annexed.
11. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
12. The annual financial statements of the subsidiaries of the Company are available on the website of the Company at www.regencyhealthcare.in and will be sent to the shareholder who asks for it.
13. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide its members facility to exercise their right to vote at the Annual General Meeting (AGM) on the item mentioned in the notice by electronic means through e-voting services provided by M/s National Securities Depository Limited (NSDL). The e-voting shall be open from Sunday, November 24, 2019 (9.00 A.M.) to Tuesday, November 26, 2019 (05.00 P.M.) (Both days inclusive). Mr. S.K Sahu, prop. Of M/s SKS & Company, Company Secretaries, Company Secretary in Practice (Membership No: 5182 and CP No. 4040) has been appointed as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
14. The notice of the AGM is being sent by electronic mode to those Members whose e-mail addresses are registered with the RTA/Depositories, unless any member has requested for a physical copy of the same. For members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that the notice and the Annual Report 2018-19 will also be available on the Company's website viz. www.regencyhealthcare.in. To support the Green initiative members who have not registered their email address are requested to update the same with RTA/Depositories.
15. As per the provisions of section 72 of the Act, the facility for making nomination is available for the 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 No. SH- 13 Members holding shares in physical form may submit the same to RTA. Members holding shares in electronic form may submit the same to their respective depository participant.

E-voting is optional. The e-voting rights of the shareholders/beneficiary owners shall be reckoned on the equity shares held by them as on Wednesday, November 20, 2019 being the Cut-off date for the purpose. Shareholders of the Company holding shares either in physical or in dematerialized form, as on the Cut-off date, may cast their vote electronically. The Scrutinizer shall within a period not exceeding three (3) days from the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, forthwith to

the Chairman of the Company. The result of the e-voting along with the result of the poll conducted at the AGM and the Scrutinizer's Report shall be placed on the Company's website, www.regencyhealthcare.in immediately after results are declared by the Chairman.

PROCEDURE FOR E-VOTING

1. The Company has entered into an arrangement with National Securities Depository Limited (NSDL) for facilitating e-voting for AGM. The instructions for e-voting are as under:

- (a) In case of Members receiving an e-mail from NSDL:
 - (i) Open email and open the PDF file attached to the e-mail, using your client ID / Folio No. as password. The PDF file contains your User ID and Password for e-voting. Please note that the Password provided in PDF is an 'Initial Password.'
 - (ii) Launch an internet browser and open <https://www.evoting.nsdl.com/>
 - (iii) Click on Shareholder - Login.
 - (iv) Insert 'User ID' and 'Initial Password' as noted in step (i) above and click 'Login'.
 - (v) Password change menu will appear. Change the Password with a new password of your choice. Please keep a note of the new password. It is strongly recommended not to share your password with any person and take utmost care to keep it confidential.
 - (vi) Home page of e-voting will open. Click on e-voting -Active Voting Cycles.
 - (vii) Select 'EVEN' of Regency Hospital Limited.
 - (viii) Now you are ready for e-voting as 'Cast Vote' page opens.
 - (ix) Cast your vote by selecting appropriate option and click on 'Submit'. Click on 'Confirm' when prompted.
 - (x) Upon confirmation, the message 'Vote cast successfully' will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (xii) 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 along with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the scrutinizer by an e-mail at skSCO2001@gmail.com with a copy marked to evoting@nsdl.co.in & investor@regencyhealthcare.in
- (b) In case of Shareholders receiving physical copy of the Notice of AGM and Attendance slip
 - (i) Initial Password is provided as below in the proxy form.

EVEN (e-Voting Event Number)	USER ID	PASSWORD / PIN

- (ii) Please follow all steps from Sr. No. (ii) to Sr. No. (xii) above, to cast vote.
2. In case of any queries, you may refer to the 'Frequently

- Asked Questions' (FAQs) and e-voting user manual available in the download section of NSDL's e-voting website www.evoting.nsdl.com.
- 3. If you are already registered with NSDL for e-voting then you can use your existing User ID and Password for casting vote.
- 4. Login to e-voting website will be disabled upon five unsuccessful attempts to key-in correct password. In such an event, you will need to go through 'Forgot Password' option available on the site to reset the same.
- 5. Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are shareholder.
- 6. The voting rights shall be as per the number of equity share held by the member(s) as on cutoff date i.e Friday, November 22, 2019. Members are eligible to cast vote electronically only if they are holding shares as on that date.
- 7. The Companies (Management and Administration) Rules, 2014, as amended thereof, provides that the electronic voting shall remain open for not less than three days and shall close at 5.00 p.m. on the date preceding the date of the general meeting. Accordingly, the voting period shall commence at 9:00 a.m. on Sunday, November 24, 2019 and will end at 5:00 p.m. on Tuesday, November 26, 2019. The results shall be declared on or after the AGM. The results along with the Scrutinizer's Report shall also be placed on the website of the Company.
- 8. The facility for voting, through ballot paper shall also be made available at the meeting and members attending the meeting who have not already casted their vote by remote e-voting shall be able to exercise their right at the meeting.
- 9. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again or change it subsequently.
- 10. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date i.e. Friday, November 22, 2019, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com.
- 11. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

**ANNEXURE TO THE NOTICE
EXPLANATORY STATEMENT PURSUANT TO PROVISIONS
OF SECTION 102 OF THE COMPANIES ACT, 2013**

Item No. 3

The Board of Directors of the Company pursuant to the recommendation of the Audit Committee at their meeting held on 17th May, 2019 had re-appointed Mr. Rishi Mohan Bansal as the Cost Auditor to conduct the cost Audit of the Company's records for the F.Y. 2019-2020 at a remuneration of Rs.27, 500/- (Rupees Twenty Seven Thousand Five hundred only) plus Service Tax as applicable and out of pocket expenses.

The eligibility Certificate obtained from Mr. Rishi Mohan Bansal is available for inspection at the registered office of the company during all working days between 11.00 am to 1.00 pm.

The Board recommends this resolution for approval of the Members for ratification of the remuneration being paid to the Cost Auditors for the F.Y 2019-20.

None of the Directors/Key Managerial Personnel of the Company/their relatives are in any way, concerned or interested, financially or otherwise, in the resolution.

Registered Office:

A-2, Sarvodaya Nagar,
Kanpur-208005

By Order of the Board

For Regency Hospital Limited

Kanpur, 14th September, 19

Sd/-

(Atul Kapoor)

Managing Director

DIN No-01449229

DIRECTOR'S REPORT

To,
The Members of
REGENCY HOSPITAL LIMITED

Your Directors have pleasure in presenting the 30th Annual Report on the Business and Operations of the Company along with Audited Statement of Accounts of the Company for the financial year ended 31st March 2019.

FINANCIAL RESULTS (STANDALONE)
(Amount in Cr.)

PARTICULARS	For the Year ended 31 st March, 2019	For the Year ended 31 st March, 2018
Total Income	228.53	182.31
Profit/(Loss) before Interest, Depreciation, exceptional , extra ordinary items and Taxation	33.25	24.19
Less : Depreciation	13.00	10.01
Less: Finance Charges	14.20	10.68
Profit before exceptional items and tax	6.04	3.49
Less : Exceptional Items	1.99	0.00
Profit Before Taxation	4.05	3.49
Tax Expense		
Less: Current Tax	0.92	0.83
Less: Current Tax relating to Earlier Year	0.04	(0.20)
Less : Deferred Tax	1.16	0.53
Less : Deferred Tax relating to Earlier Year	0.00	0.82
Minimum Alternate Tax (MAT) Credit Entitlement	0.92	(0.83)
Profit for the Year	2.83	2.34

REVIEW OF AFFAIRS OF THE COMPANY

During the year under review, the company has dealt in two segments namely Patient Healthcare and Healthcare Education. The total operational receipts have increased from Rs.182.31 Cr. to Rs.228.53 Cr. thereby recording the growth of 25.35 % on year to year (YOY) basis. Out of above, operational receipts from healthcare activities have increased from Rs.175.77 Cr. to Rs.224.62 Cr. thereby recording a growth of 27.79 % on year to year (YOY) basis. The operational receipts from healthcare education have increased from Rs.1.13 Cr. to Rs.1.33 Cr., thereby recording a marginal increase 17.70%. on year to year (YOY) basis.

The growth in healthcare activities was mainly due to increase in capacity utilization of ONCO & Gastro Centre and South Kanpur Hospital. Operational receipts of Onco & Gastro Centre have been increased from Rs 26.92 Cr to Rs.36.34 Cr thereby recording the growth of 35.73 % on year to year (YOY) basis. Operational Receipts South Kanpur Hospital was Rs.3.14 Cr. in four months of operations which has increased to Rs.18.56 Cr. on full year basis.

During the year under review, hospital had treated 25202 Indoor patients and 240640 outdoor patients as compared to 22212 Indoor patients/211708 outdoor patients in same period

during the previous year.

Earnings before Depreciation Interest and Tax have increased from Rs.24.19 Cr to Rs.33.25 Cr thereby recording a growth of 37.45 % on year to year (YOY) basis. Profit Before Tax (PBT) have increased from Rs.3.49 Cr to Rs.4.05 Cr thereby recording a growth of 16.04 % on year to year (YOY) basis There has been a marginal increase of Rs.0.49 Cr. in Net Profit after tax as compared to previous year.

ACHIEVEMENTS, GROWTH STRATEGY AND FUTURE PROSPECTS:

During the year under review, your Company has achieved all time high income from operations to Rs.228.53 Cr. as compared to Rs. 182.31 Cr. in the previous year. Company is at growing stage of its operations and breaking day by day hurdles to achieve new milestones. Coupled with the multiple pool of qualified and experienced doctors and dynamic professionals, your Company is planning to expand its existence in more locations.

Further, 150 Bedded Renal and Gastro Hospital at Lucknow is under construction and will start commercial operations in third quarter of this financial year. Total Capital Outlay proposed for Lucknow hospital was Rs.40 Cr out of which 24 Cr has been

funded from bank and balance is being funded through internal accruals of the company.

Further, a unit of the Company namely Regency School of Nursing had acquired land admeasuring 3079.40 sq. mtrs in Ambedkar Puram area, Kanpur for expanding the health education college from 40 Seats for GNM course to 100 Seats and 325 Seats for other courses in next five years. Teaching Block of college has been already been completed and 20 additional seats has already been sanctioned by Indian Nursing Council of India (INC) for which students has already taken enrollment.

Residential block of the college is under construction which will be completed by March-20. Total Capital Outlay of Nursing college was Rs.20 Cr out of which 11 Cr has been funded from bank and balance is being funded through internal accruals of the company

Further, Company had purchased a land opposite to its main hospital situated in Sarvodaya Nagar, Kanpur admeasuring 5766.22 sq. mtr for diversifying and expanding its business. The company intends to develop new block which will approximately house 275 beds and will have all IPD's, OT's, ICU's, diagnostics, and rooms.

The existing block will have all OPD's, Mother and child hospital, blood bank, labs, and any other day care branches, along will all diagnostics.. Total bed count in the complex will be approximately 400-425 beds. This will provide a big boost to its existing hospital in terms of revenue and growth. Company had already submitted MAP for Hospital building to Kanpur Development Authority which is pending for approval.

The Company anticipates to expand its healthcare operations in others parts of state of UP under asset light model.

EXCELLENCE IN OPERATIONS

The Hospital remained Committed to providing world class quality care and services and there was renewed focus on improving operation efficiencies across functions, improving patient services and enhancing safety for patients and staff. Safety and security continued to form a key part of the overall strategy for the hospital. The hospital further maintained its trend of decrease in its infection indices, which is steadily moving towards becoming a benchmark in Indian healthcare.

CAPITAL STRUCTURE

The Authorized Capital of the Company is Rs.55,00,00,000/- (Rupees Fifty Five Crores only) divided into 5,50,00,000 (Five Crores Fifty Lacs) Equity Shares of Rs. 10/- each.

The Company had raised its Share Capital during the year under review by issuing 594,714 number of equity shares at a price of Rs.227/- per share including premium of Rs.217/- per share by Preferential Allotment/Private Placement to existing shareholders. As a result, the Equity Share Capital of the Company had increased from Rs.13,44,80,650/- to Rs.14,04,27,790/- consisting of 1,40,42,779 Equity Shares of Rs.10/- each.

BOARD MEETINGS

During the year Eight (8) Board Meetings were held viz. April 17, 2018, June 28, 2018, July 26, 2018, August 02, 2018,

October 01, 2018, December 14, 2018, February 20, 2019 and March 31, 2019, the details of which are given herein below. The provisions of Companies Act, 2013 and Secretarial Standards-1 relating to Board Meetings were adhered to while considering the time gap between two meetings.

S.No.	Name of the Director	No. of Board Meetings during the Year		Attendance at the Last AGM
		Held	Attended	
1.	Dr. Atul Kapoor	8	8	Yes
2.	Dr. Rashmi Kapoor	8	8	Yes
3.	Mr. Anil Kumar Khemka	8	7	No
4.	Mr. Rajiv Kumar Bakshi	8	5	No
5.	Mr. Rabindra Nath Mohanty	8	7	Yes
6.	Mr. Charles Antoine Emmanuel T Janssen	8	2	No
7.	Mr. Tanushree Shyam Bagrodia*	8	3	No

* Ms.Tanushree Shyam Bagrodia was appointed as Nominee Director on June 28, 2018.

COMMITTEES OF THE BOARD

AUDIT COMMITTEE

During the year Five (5) meetings of the Committee were held on April 17, 2018, June 28, 2018, October 01, 2018, December 14, 2018 and March 31, 2019. The Composition and attendance of the Committee as on March 31, 2019 was as follows:

Sl. No.	Name & Designation	Category of Directorship	No. of meetings	
			Held	Attended
1	Mr. Anil Kumar Khemka, Chairman	Independent, Non- Executive	5	4
2	Dr. Atul Kapoor, Member	Managing Director	5	5
3	Mr. Rajiv Kumar Bakshi, Member	Independent, Non-Executive	5	3
4	Mr. Rabindra Nath Mohanty	Independent, Non-Executive	5	4

The Company Secretary acts as the Secretary to the Audit Committee. The Committee performs the functions enumerated in Section 177 of the Companies Act, 2013.

STAKEHOLDER RELATIONSHIP COMMITTEE

The Stakeholder Relationship Committee comprises of Four (4) directors - Mr. Anil Kumar Khemka, Chairman and Dr. Atul Kapoor, Dr. Rashmi Kapoor and Mr. Rajiv Kumar Bakshi are the members of the Committee. During the year, Three (3) meetings were held viz; July 26, 2018, December 14, 2018 and March 31, 2019. The constitution and attendance of the Committee as on March 31, 2019 was as under:

S.No.	Name of Members	Nature of Directorship in the Company	Total meetings held during the tenure of the member	Meetings attended
1	Mr. Anil Kumar Khemka (Chairman)	Independent, Non-Executive	3	3
2	Dr. Atul Kapoor	Managing Director	3	3
3	Dr. Rashmi Kapoor	Executive Director	3	3
4	Mr. Rajiv Kumar Bakshi	Independent, Non-Executive	3	2

Stakeholder Relationship Committee primarily focuses on redressal of complaints received by the Company from the shareholders. The Company Secretary of the Company acts as the Secretary to the Committee. No shareholder complaint was pending at the beginning and at the end of the year. The company has acted upon all valid requests for share transfer received during the year and no such transfer remained pending for over 15 days.

NOMINATION AND REMUNERATION COMMITTEE

The Committee comprises of 3 (three) independent directors - Mr. Anil Kumar Khemka, Chairman, Mr. Rabindra Nath Mohanty and Mr. Rajiv Kumar Bakshi, are the members of the Committee. During the year, one (1) meeting was held viz: June 28, 2018. The constitution of the Committee and attendance as on March 31, 2019 was as under:

S.No.	Name of Members	Nature of Directorship in the Company	Total meetings held during the tenure of the member	Meetings attended
1	Mr. Anil Kumar Khemka (Chairman)	Independent, Non-Executive	1	1
2	Mr. Rajiv Kumar Bakshi (Member)	Independent, Non-Executive	1	1
3	Mr. Rabindra Nath Mohanty (Member)	Independent, Non-Executive	1	1

The role of the Nomination and Remuneration committee are enumerated below:-

- a. Framing and implementing on behalf of the Board and on behalf of the shareholders, credible and transparent policy on remuneration of Executive Directors;
- b. Considering, approving and recommending to the Board the changes in designation and increase in salary of the Executive Directors and Key Managerial Personnel's;
- c. Ensuring that remuneration policy is good enough to attract, retain and motivate the Directors;
- d. Bringing about objectivity in determining the remuneration package while striking a balance between the interest of the company and the shareholders.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee comprises of 3 (three) directors - Mr. Anil Kumar Khemka, Chairman and Dr. Atul Kapoor and Dr. Rashmi Kapoor are the members of the Committee. During the year under review, one (1) meeting of the CSR Committee were held on March 31, 2019. All the members of the Committee were present in the meeting held on March 31, 2019.

The Committee has been constituted in compliance of section 135 of Companies Act, 2013 with the objective to formulate and review the Corporate Social Responsibility Policy of the Company.

RISK MANAGEMENT POLICY

Pursuant to section 134 of the Companies Act, 2013, your Company has developed and rolled out a comprehensive

Enterprise Risk Management Policy. The policy aims at elimination or reduction of risk exposures through identification and analysis of various types of risks and facilitating timely action for taking risk mitigation measures. The detailed Risk Management Policy of the Company is available at <https://regencyhealthcare.in/investor-relations/>

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013, a separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board who were evaluated on parameters such as level of engagement and contribution and independence of judgment thereby safeguarding the interest of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The board also carried out annual performance evaluation of the working of its Audit, Nomination and Remuneration as well as stakeholder relationship committee. Evaluation of the Board was based on criteria such as composition and role of the Board, Board communication and relationships, functioning of Board Committees, review of performance and compensation to Executive Directors, succession planning, strategic planning, etc.

INDEPENDENT DIRECTORS' MEETING

The Committee comprises of 3 (three) independent directors - Mr. Anil Kumar Khemka, Chairman, Mr. Rabindra Nath Mohanty and Mr. Rajiv Kumar Bakshi, are the members of the Committee. During the year under review, the Independent Directors met on March 31, 2019 inter alia to discuss:

- i. review the performance of non-independent directors and the Board as a whole;
- ii. review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;
- iii. assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Mr. Anil Kumar Khemka, Chairman and Mr. Rajiv Kumar Bakshi were present in the meeting held on March 31, 2019 while leave of absence was granted to Mr. Rabindra Nath Mohanty due to his pre-occupied schedule.

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, Directors of your Company hereby state and confirm that:

- a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) The Directors have selected such accounting policies and

applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company 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 the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the annual accounts on a going concern basis;
- e) They have laid down internal financial controls in the company that are adequate and were operating effectively.
- f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and are operating effectively.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Pursuant to Section 186 of the Companies Act, 2013, disclosure on particulars relating to Loans/advances given, guarantees provided and investments made are provided as part of the financial statements.

PUBLIC DEPOSITS

During the year under review, your Company has not invited or accepted any deposits from the public, pursuant to the provisions of Section 73 of the Companies Act, 2013 read with Companies Acceptance of Deposit) Rules, 2014 and therefore, no amount of principal or interest was outstanding in respect of deposits from the Public as of the date of Balance Sheet.

EXTRACT OF ANNUAL RETURN

The extract of the Annual Return of your Company as on March 31, 2019 as provided under subsection (3) of Section 92 of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014 in Form MGT- 9 is annexed herewith as Annexure-A. Additionally, your Company has also placed a copy of Annual Return on its website at <https://regencyhealthcare.in/investor-relations/>

RELATED PARTY TRANSACTIONS:

Related party transactions that were entered during the financial year were on an arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company. Transactions with related parties entered by the Company in the normal course of business are periodically placed before the Audit Committee for its omnibus approval. Disclosures as required under Section 134(3) (h) read with Rule 8(2) of the Companies (Accounts) Rules, 2014, are given in **Annexure B** in Form AOC-2 as specified under Companies Act, 2013.

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 made thereunder. This Policy was considered and approved by the Board has been uploaded at the website of the Company, <https://regencyhealthcare.in/investor-relations/>.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Disclosures pertaining to remuneration and other details of employee as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- a. Information as required by the provisions of Rule 5(2)(i) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, regarding particulars of employees drawing Rs.1,02,00,000/- per annum is **Already captured in Annexure-C**
- b. Information as required by the provisions of Rule 5(2)(ii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, regarding particulars of employees drawing Rs.8,50,000/- per month is **NIL**.
- c. Information as required by the provisions of Rule 5(2)(iii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, regarding particulars of employees drawing remuneration in excess of that drawing by the managing director or whole-time director or manager and hold by himself or along with his/her spouse and dependent children, not less than two per cent., of the equity shares of the company is **NIL**.

Further in terms of the recent amendment made by the Ministry of Corporate Affairs to sub-rule (2) of rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the name of top ten employees in terms of remuneration drawn and other particulars as required under sub-rule (3) of rule 5 are given in **Annexure-C** and forms part of the report.

MATERIAL CHANGES AND COMMITMENTS, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR 2018-19 AND THE DATE OF THE REPORT

There are no material changes and commitments affecting the financial position of the company which had occurred between the end of the F.Y 2018-19 and the date of the report which had affected the going concern status of the Company. There has been no change in the nature of business of the Company during the last financial year.

However, during the Financial Year 2018-19, the Company had filed necessary papers for merger of its wholly owned

subsidiary namely, HCG Regency Oncology Healthcare Private Limited with the Company under section 233 of the Companies Act, 2013. The Company had received the order dated 29.11.2018 passed by Regional Director, New Delhi confirming merger.

TRANSFER TO RESERVE

During the year, Company had not transferred any amount to General Reserves.

DIVIDEND

Keeping in view the growth strategy of the Company, the Board of Directors of your Company have decided to plough back the profits and thus do not recommended any dividend for the financial year under review.

TRANSFER OF UNPAID AND UNCLAIMED AMOUNT TO IEPF

Pursuant to the provisions of Section 124(5) of the Companies Act, 2013, dividend and refund of share application money due for refund which remains unpaid or unclaimed for a period of seven years from the date of its transfer to unpaid dividend/unclaimed account is required to be transferred by the Company to Investor Education and Protection Fund (IEPF), established by the Central Government under the provisions of Section 125 of the Companies Act, 2013. During the year, no amount was due for transfer to IEPF.

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

Information required under section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given in the **Annexure-D** to this report.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

In terms of section 135 and Schedule VII of the Companies Act, 2013, the Board of Directors of your Company has constituted CSR Committee. The Committee comprises of 3 Directors headed by Independent Director. CSR Committee of the Board has developed a CSR Policy brief content of which is enclosed as part of this report as **Annexure-E**. Additionally, the CSR Policy has been uploaded on the website of the Company at <https://regencyhealthcare.in/investor-relations/>.

PERFORMANCE AND FINANCIAL POSITION OF EACH OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES

The information as required under sub rule (1) of rule 8 of Companies (Accounts) Rules, 2014 are as follows:-

Regency Nephrocare Private Limited is an associate Company and incorporated on 19th July, 2013 with its main object as to own, establish, hold, acquire, run, manage and maintain, in any manner whatsoever, hospitals, diagnostic centers, immunization centers, clinics, health centers, polyclinics, laboratories, medical and other research centers,

including providing medicines, drugs and healthcare products, for diagnosis, prevention, cure and treatment of all renal or nephrological diseases.

Sibling Lifecare Private Limited incorporated on 17th January, 2014 being wholly owned subsidiary of the company with its main object as to carry on business as stockiest, agents, importers, exporters, traders, whole sellers, distributors, concessionaires or dealers of all generic and non-generic drugs and all kinds of pharmaceutical, cosmetic and medical preparations.

The consolidated financial statements of the Company and its subsidiaries prepared in accordance with applicable accounting standards, issued by the Institute of Chartered Accountants of India, forms part of the Annual Report. In terms of the Section 136 of the Companies Act, 2013, financial statements of the subsidiary companies are not required to be sent to the members of the Company. The Company will provide a copy of separate annual accounts in respect of each of its subsidiary to any shareholder of the Company who asks for it and shall also be placed on the website of the Company. These documents will also be made available for inspection till the date of the AGM during business hours at our registered office in Kanpur.

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013 read with rule 5 of the Companies (Accounts) Rules, 2014, statement containing the salient features of company's Subsidiaries, Associates and Joint Ventures as required under rule 5 of the Companies (Accounts) Rules, 2014 included in the Consolidated Financial Statements of the Company forms part of the financial statements and is presented in the prescribed format (Form AOC-1) as **Annexure-F**.

Further, pursuant to the provisions of Section 136 (1) of the Companies Act, 2013:

- a) The Annual Report of the Company, containing therein its standalone and consolidated financial statements, is placed on the website of the Company, being <https://regencyhealthcare.in/investor-relations/>
- b) The audited financial statements of subsidiary companies together with related information and other reports of each of the subsidiary companies have also been placed on the website of the Company at <https://regencyhealthcare.in/investor-relations/>

COMPANY'S POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS:

The Nomination & Remuneration Committee has framed a policy for selection and appointment of Directors including determining qualifications and independence of a Director, Key Managerial Personnel (KMP), senior management personnel and their remuneration as part of its charter and other matters provided under Section 178(3) of the Companies Act, 2013. The Policy of the Company on the Director's appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of section 178 of the Companies Act, 2013, is available on our website <https://regencyhealthcare.in/investor-relations/>.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

Pursuant to section 177(9) and (10) of the Companies Act, 2013, your Company has established a vigil mechanism for Directors and Employees to report their genuine concerns. The Vigil Mechanism provides for (a) adequate safeguards against victimization of persons who use the Vigil Mechanism; and (b) direct access to the Chairperson of the Audit Committee of the Board of Directors of the Company in appropriate or exceptional cases.

Under this policy, we have adopted a vigil mechanism which would encourage our directors, employees and all other stakeholders to report their genuine concern of any conduct that results in violation of the ethical behaviour, or to report any act, if not conducted in a fair, transparent manner thereby compromising professionalism, honesty and integrity (on an anonymous basis, if stakeholders so desire). The policy on Vigil Mechanism and Whistle Blower Policy have been posted on the website of the Company at <https://regencyhealthcare.in/investor-relations/>.

DIRECTORS & KEY MANAGERIAL PERSONNEL

During the year under review, Ms. Tanushree Shyam Bagrodia has been appointed as Nominee Director on behalf of Consortium Investors at the Board meeting held on June 28, 2018 as per the procedure laid down in the Companies Act, 2013. Further, as per the provisions of the Companies Act, 2013, Dr. Rashmi Kapoor, Whole-time Director of the Company is retiring by rotation at the forthcoming Annual General Meeting, and being eligible has offered herself for reappointment.

Further, Mr. Anil Kumar Khemka, was appointed as Independent Director of the Company for a period of five years at the Annual General Meeting held in 2014. His period of office is due to expire on 30th September, 2019. However, he is eligible to be re-appointed as Independent Director for a second term of five years. Accordingly, he had given his consent to be re-appointed as Director and adequate resolution governing the same would form of notice convening the meeting of share holders proposed to be held on 27th September, 2019.

Further, Mr. Rajiv Kumar Bakshi, was re-appointed as Independent Director of the Company on a second term for a period of three years at the Annual General Meeting held in 2016. His period of office is liable to expire on 30th September, 2019. As he had completed his two terms of appointment, he will be relieved from office on 30th September, 2019.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each Independent Director, in accordance with Section 149(7) of the Companies Act, 2013, that he/she met the criteria of independence as laid out in sub-section (6) of Section 149 of the Companies Act, 2013. The Company has received and taken on record, the necessary declaration from each of the independent directors under Section 149 of the Companies Act, 2013 that they meet with the criteria of their independence.

AUDITORS' REPORT:

The Auditors Report for the F.Y 2018-19 does not contain any qualification, reservation or adverse remark. The Auditors Report is enclosed with the financial statements in this Annual Report.

AUDITORS:**Statutory Auditors:**

The existing Statutory Auditors, Walker Chandio & Co LLP, Chartered Accountants, (**Firm registration no. 001076N/N500013**) had been appointed by the members at the 26th Annual General Meeting for a period of five years to hold the office of Auditors from the conclusion of 26th Annual General Meeting till the conclusion of 31st Annual General Meeting to be held in the year 2020 subject to ratification by shareholders at each Annual General Meeting.

However, in accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting. Accordingly, no such item has been considered in notice of the 30th AGM.

Cost Auditors:

Pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit records maintained by the Company in respect of its hospital activity is required to be audited. Your Directors had, on the recommendation of the Audit Committee, appointed Mr. Rishi Mohan Bansal, Cost Auditor, to audit the cost accounts of the Company for the Financial Year 2019-20 at a remuneration of Rs.27,500/- (Rupees Twenty Seven Thousand Five Hundred Only) (plus out of pocket expenses and taxes). Board has also received consent letter and eligibility certificate from Mr. Rishi Mohan Bansal to the effect that he is eligible to continue as Cost Auditors of the Company. As required under the Companies Act, 2013. The remuneration payable to the cost auditors is required to be placed before the Members in a general meeting for ratification. Accordingly, a resolution seeking Member's ratification for the remuneration payable to Mr. Rishi Mohan Bansal, Cost Auditors is included in the Notice convening the Annual General Meeting.

Internal Auditors:

Based upon the recommendation of the Audit Committee, Board of Directors at their meeting held on 28th June, 2018 had appointed M/S VSH & Associates, Chartered Accountants, New Delhi as the Internal Auditor of the Company for a period of two years commencing from 01st July, 2018 to 30th June, 2020.

SECRETARIAL AUDIT

The provision of section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, relating to Secretarial Audit are not applicable to the Company during the year under review.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

However, the Company along with two Directors namely Atul Kapoor and Rashmi Kapoor has been found guilty of violation of section 15-A(b) & 15HA of SEBI Act, 1992 and accordingly penalty has been imposed on the Company by Securities and Exchange Board of India (SEBI) under aforesaid sections amounting to Rs. 500,000 (Rupees Five Lacs) and Rs. 1,500,000 (Rupees Fifteen lacs) respectively in the F.Y 2017-18. Additionally, separate penalty had also been imposed on two Directors of the Company namely Atul Kapoor and Rashmi Kapoor amounting to Rs.25,00,000/- (Rupees Twenty Five lacs) each in their individual capacity.

The Company had deposited the above penalty with interest under protest with SEBI. Further, Company along with Directors had filed an appeal with Securities Appellate Tribunal, SEBI, the result of which is awaited at the time of writing this report.

INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The internal auditor of the company checks and verifies the internal control and monitors them in accordance with policy adopted by the company. The internal control system is commensurate with the nature of business, size and complexity of operations and has been designed to provide reasonable assurance on the achievement of objectives in effectiveness and efficiency of operations, reliability of financial reporting and compliance with applicable laws and regulations.

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

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during each calendar year.

No. of Complaints received: NIL

No. of Complaints disposed off: NIL

GREEN INITIATIVES

Electronic copies of the Annual Report 2018-19 and the Notices for the ensuing Annual General Meeting are sent to all members whose addresses are registered with the Company/Depository Participant. For members who have not registered their email addresses, physical copies are sent in the permitted mode. However, they are requested to update their email address with the Company/Depository Participant.

ACKNOWLEDGEMENT

Your Directors are pleased to place on record their sincere thanks to the Banks and various Government Authorities for the support and co-operation extended to the Company and place on record their appreciation for the sincere and devoted services rendered by all employees of the Company at all levels. Your Directors are especially grateful to the shareholders for reposing their trust and confidence in the Company.

For and on behalf of the Board
Regency Hospital Limited

Place: Kanpur Sd/- Sd/-
Date: 14.09.2019 **(Dr. Atul Kapoor)** **(Dr. Rashmi Kapoor)**
Managing Director Whole-time Director

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31st March 2019

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS:

i	CIN	U85110UP1987PLC008792
ii	Registration Date	08.06.1987
iii	Name of the Company	Regency Hospital Limited
iv	Category/Sub-category of the Company	Company Limited by Shares/Indian Non-Government Company
v	Address of the Registered office & contact details	A-2, Sarvodaya Nagar, Kanpur-208005, U.P, India Ph. No.- 0512-3081111
vi	Whether listed company	No
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Skyline Financial Services Pvt. Ltd., D-153/A, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi-110020 Ph. No-011-30857575

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

SI.No.	Name and Description of main products/services	NIC Code of the Product/ service	% total turnover of the company
1	Hospital Activity	86100	99%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

S. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING / ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Regency Nephrocare Pvt. Ltd..	U85191UP2013PTC 058477	Associate Company	49%.	2(6)
2	Sibling Lifecare Pvt. Ltd.	U85100UP2014PTC 062031	Wholly owned Subsidiary Company	100.00%	2(87)

IV. SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)
Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	8896885	56370	8953255	66.58	9155727	0	9155727	65.20	-1.38
b) Central Govt.or State Govt."	0	0	0	0	0	0	0	0	0
c) Bodies Corporates	0	0	0	0	0	0	0	0	0
d) Bank/FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
SUB TOTAL:(A) (1)	8896885	56370	8953255	66.58	9155727	0	9155727	65.20	-1.38
(2) Foreign									
a) NRI- Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any other...	0	0	0	0	0	0	0	0	0
SUB TOTAL (A) (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter									
(A)= (A)(1)+(A)(2)	8896885	56370	8953255	66.58	9155727	0	9155727	65.20	-1.38
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	10	460	470	0	10	110592	110602	0.79%	0.79%
b) Banks/FI	800	0	800	0.01%	800	0	800	0.01%	0.00%
C) Central govt	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0
e) Venture Capital Fund	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIS	2683543	0	2683543	19.95%	2802217	0	2802217	19.95%	0.00%
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (Alternate Investment fund)	660700	0	660700	4.91%	770832	0	770832	5.49%	0.58%
SUB TOTAL (B)(1):	3345053	460	3345513	24.87%	3573859	110592	3684451	26.24%	1.37%
(2) Non Institutions									
a) Bodies corporates									

i) Indian	59586	14890	74476	0.55%	47847	100879	148726	2.46%	1.91%
ii) Overseas	745154	0	745154	5.54%	908590	0	908590	6.47%	0.93%
b) Individuals							0		
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	94860	226605	321465	2.39%	93099	26574	119673	2.25%	-0.14%
ii) Individuals shareholders holding nominal share capital above Rs. 1 lakhs	0	0	0	0.00%	17290	0	17290	0.12%	0.12%
c) Others (specify)							0		
i) N.R.I- Repatriats and Non-Repatriats	300	0	300	0.00%	300	0	300	0.00%	0.00%
ii) Hindu Undivided Family	7592	310	7902	0.06%	7632	290	7922	0.06%	0.00%
iii) Clearing Members	0	0	0	0.00%	0	0	0	0.00%	0.00%
iv) NBFC Registered with RBI	0	0	0	0.00%	100	0	100	0.00%	
SUB TOTAL (B)(2):	907492	241805	1149297	8.54%	1074858	127743	1202601	11.36%	2.82%
Total Public Shareholding (B)= (B)(1)+(B)(2)	4252545	242265	4494810	23.71%	4648717	238335	4887052	37.59%	4.18%
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	13149430	298635	13448065	100%	13804444	238335	14042779	100%	0

ii. Shareholding of Promoters

SI No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	%of total Shares of the company	%of Shares Pledged/ encumbered to total shares	
1	Atul Kapoor HUF	1182523	8.79%	-	1182523	8.42%	-	-0.37%
2	DR. Atul Kapoor	2702260	20.09%	28.13%	2702260	19.24%	28.13%	-0.85%
3	Arun Kapoor HUF	52272	0.39%	-	52272	0.37%	-	-0.02%
4	Arun Kapoor	5000	0.04%	-	5000	0.04%	-	0.00%
5	Soni Kapoor	649210	4.83%	-	649210	4.62%	-	-0.20%
6	Anant Ram Kapoor	886252	6.59%	-	886252	6.31%	-	-0.28%
7	Dr. Rashmi Kapoor	3231030	24.03%	63.07%	3433502	24.45%	59.35%	0.42%
8	Abhishek Kapoor	177508	1.32%	-	177508	1.26%	-	-0.06%
9	Arun Akshat Kapoor HUF	67200	0.50%	-	67200	0.48%	-	-0.02%
	Total	8953255	66.58%	-	9155727	65.20%	-	-1.38%

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

SI No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	Dr. Atul Kapoor At the beginning of the year At the end of the year	2702260	20.09%	2702260	19.24%
2	Dr. Rashmi Kapoor At the beginning of the year Add: Purchase through Private Placement At the end of the year	3231030 202472	24.03%	3433502	24.45%
3	Mr. Anant Ram Kapoor At the beginning of the year At the end of the year	886252	6.59%	886252	6.31%
4	Atul Kapoor HUF At the beginning of the year At the end of the year	1182523	8.79%	1182523	8.42%
5	Arun Kapoor HUF At the beginning of the year At the end of the year	52272	0.39%	52272	0.37%
6	Arun Kapoor At the beginning of the year At the end of the year	5000	0.04%	5000	0.04%
7	Soni Kapoor At the beginning of the year At the end of the year	649210	4.83%	649210	4.62%
8	Abhishek Kapoor At the beginning of the year At the end of the year	177508	1.32%	177508	1.26%
9	Arun Akshat Kapoor HUF At the beginning of the year At the end of the year	67200	0.50%	67200	0.48%

(iv) Share holding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Share holding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the Company
1	International Finance Corporation At the beginning of the year Add: Purchase through Private Placement At the end of the year	2683543 118674	19.95%	2702260	19.95%
2	Kois Holdings At the beginning of the year Add: Purchase through Private Placement At the end of the year	745154 163436	5.54%	908590	6.47%
3	Healthquad Fund At the beginning of the year Add: Purchase through Private Placement At the end of the year	660700 110132	4.91%	770832	5.49%
4	Luxmi Township Limited At the beginning of the year At the end of the year	41166	0.31%	41166	0.29%
5	RNK Finance and INV Pvt. Ltd. At the beginning of the year At the end of the year	14430	0.11%	14430	0.10%
6	Master Capital Services Limited At the beginning of the year Less: Shares sold At the end of the year	12010 12010	0.09%	0	0.00%
7	Arvind Champalal Jain At the beginning of the year At the end of the year	9731	0.07%	9731	0.06%
8	Nirmal Kheria At the beginning of the year At the end of the year	5412	0.04%	5412	0.04%
9	Priti Kheria At the beginning of the year Add: Purchase form open market At the end of the year	5290 12000	0.04%	17290	0.12%
10	Chirag NavinChandra Shah At the beginning of the year At the end of the year	5108	0.04%	5108	0.03%

(v) Shareholding of Directors & KMP

Sl. No.	For Each of the Directors & KMP	Shareholding at the beginning of the year		Cumulative Share holding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the Company
1	Dr. Atul Kapoor				
	At the beginning of the year	2702260	20.09%		
	At the end of the year			2702260	19.24%
2	Dr. Rashmi Kapoor				
	At the beginning of the year	3231030	24.03%		
	Add: Purchase through Private Placement	202472			
	At the end of the year			3433502	24.45%

V. INDEBTEDNESS
Indebtedness of the Company including interest outstanding/accrued but not due for payment
(In Rs.)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,279,094,127.91	3,353,234.66	-	1,282,447,362.57
ii) Interest due but not paid	7,841,960.79	-	-	7,841,960.79
iii) Interest accrued but not due	3,207,082.00	36,475.00	-	3,243,557.00
Total (i+ii+iii)	1,290,143,170.70	3,389,709.66	-	1,293,532,880.36
Change in Indebtedness during the financial year				
Additions	206,557,168.00	-	-	206,557,168.00
Reduction	125,382,906.02	3,134,332.66	-	128,517,238.68
Net Change	81,174,261.98	3,134,332.66	-	335,074,406.68
Indebtedness at the end of the financial year				
i) Principal Amount	1,360,268,390	218,902.00	-	1,360,487,291.89
ii) Interest due but not paid	9,376,696.79	-	-	9,376,696.79
iii) Interest accrued but not due	2,465,862.56	2,613.00	-	2,468,475.56
Total (i+ii+iii)	1,372,110,949.24	221,515.00	-	1,372,332,464.24

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole time director and/or Manager:
(In Rs.)

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager		Total Amount
		Dr. Atul Kapoor	Dr.Rashmi Kapoor	
1	Gross salary			
	(a) Salary as per provisions contained In section 17(1) of the Income Tax. 1961.	10,599,996.00	8,400,000.00	18,999,996.00
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-
2	Stock option	-	-	-
3	Sweat Equity	-	-	-
4	Commission as % of profit	-	-	-
5	Others-Leave Encashment	264,999.90	210,000.00	474,999.90
	Total (A)	10,864,995.90	8,610,000.00	19,474,995.90
	Ceiling as per the Act	16,800,000.00	16,800,000.00	33,600,000.00

B. Remuneration to other directors:

Sl.No	Particulars of Remuneration	Name of the Directors					Total Amount
		Mr. Anil Kumar Khemka	Ms. Tanushree Shyam Bagrodia	Mr. Rajiv Kumar Bakshi	Mr. Rabindra Nath Mohanty	Mr. Charles Antonie Janssen	
1	Independent Directors						
	(a) Fee for attending board /committee meetings	105,000.00	30,000.00	107,500.00	127,500.00	10,000.00	380,000.00
	(b) Commission	-	-	-	-	-	-
	(c) Others, please specify (Travelling) -	-	-	-	-	-	-
	Total (1)	105,000.00	30,000.00	107,500.00	127,500.00	10,000.00	380,000.00
2	Other Non Executive Directors						
	(a) Fee for attending board /committee meetings	-	-	-	-	-	-
	(b) Commission	-	-	-	-	-	-
	(c) Others, please specify.	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-
	Total (B)=(1+2)	105,000.00	30,000.00	107,500.00	127,500.00	10,000.00	380,000.00

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD				
Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total
1	Gross Salary	Company Secretary	CFO	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	1,196,400.00	1,452,000.00	2,648,400.00
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission as % of profit	-	-	-
5	Others- Bonus and Leave encashment	43,207.00	54,972.00	98,179.00
	Total	1,239,607.00	1,506,972.00	2,746,579.00

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/COURT)	Appeal made if any (give details)
A. COMPANY					
Penalty Punishment Compounding			NONE		
B. DIRECTORS					
Penalty Punishment Compounding			NONE		
C. OTHER OFFICERS IN DEFAULT					
Penalty Punishment Compounding			NONE		

FORM NO.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 arms length transaction under third proviso thereto.

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

Sl. No.	Particulars	Details
a	Name (s) of the related party & nature of relationship	NIL
b	Nature of contracts/arrangements/transaction	NIL
c	Duration of the contracts/arrangements/transaction	NIL
d	Salient terms of the contracts or arrangements or transaction including the value, if any	NIL
e	Justification for entering into such contracts or arrangements or transactions'	NIL
f	Date of approval by the Board	NIL
g	Amount paid as advances, if any	NIL
h	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NIL

2. Details of contracts or arrangement or transactions at arms' length basis

Sl. No.	Particulars								
a)	Name(s) of the related party	Dr. Rashmi Kapoor	Dr. Atul Kapoor	Mr. Anant Ram Kapoor	Mrs. Jhanvi Kapoor	Mr. Arun Kapoor	Mr. Abhishek Kapoor	Regency Nephrocare Pvt. Ltd.	Sibling Lifecare Pvt. Ltd.
b)	Nature of relationship	Whole Time Director	Managing Director	Relative of Managing Director	Relative of Managing Director	Relative of Managing Director	Relative of Managing Director	Associate Company	Wholly-owned Subsidiary Company
c)	Nature of contracts/arrangements/transactions	1. Remuneration as office or place of profit 2. Availing Lease service for land 3. Doctors fees 4.Share in Investigation Charges	1. Remuneration as office or place of profit 2. Availing Lease service for land	1. Remuneration as office or place of profit 2. Availing Lease service for land	Remuneration as office or place of profit	Remuneration as office or place of profit	Remuneration as office or place of profit	1. Leasing of Land & Building 2. Renting of Medical equipments 3. Availing Services of kit/package for dialysis 4. Rendering Maintenance Services for Building	1. Sub-Lease of Land & Building
d)	Duration of approval / arrangements/transactions	One year w.e.f 01.04.2018	One year w.e.f 01.04.2018	One year w.e.f 01.04.2018	One year w.e.f 01.04.2018	One year w.e.f 01.04.2018	One year w.e.f 01.04.2018	One year w.e.f 01.04.2018	One year w.e.f 01.04.2018
e)	Salient Terms of the contracts/arrangements/transactions	1. Managerial Remuneration 2. Office Rent for the property situated at 117/H-1/197, Pandu Nagar, Kanpur 3. Doctors fee for patient consultant 4. Availing services for Investigation	1. Managerial Remuneration 2. Office Rent for the property situated at Flat No.718, 7th Floor, Mehegum Maestro, Plot No.21A, Block No.F, Sector-50, Noida	1. Salary for office or place of profit 2. Land Rent for the property situated at A-2, Sarvodaya Nagar, Kanpur	Salary for office or place of profit	Salary for office or place of profit	Salary for office or place of profit	1. Receiving Rent for Leasing of Land & Building situated at Renal, Swaroop Nagar, Kanpur 2. Receiving Rent for supply of Medical equipments 3. Availing Services of kit/package for dialysis 4. Rendering Maintenance services for building at Renal, Swaroop Nagar, Kanpur	1. Sub-Lease of Land & Building at B-5, Sarvodaya Nagar, Kanpur-208005

f)	Justification for entering into such contracts/arrangements/transactions	At Arms length basis	At Arms length basis	At Arms length basis	At Arms length basis	At Arms length basis	At Arms length basis	At Arms length basis	At Arms length basis
g)	Date of approval by the Board	26.07.2018	26.07.2018	26.07.2018	26.07.2018	26.07.2018	26.07.2018	26.07.2018	26.07.2018
h)	Amount incurred during the year (Rs.)	1. Rs. 85,45,161 /- 2. Rs.39,00,000/- 3.Rs.1,65,70,866/- 4. Rs.36,43,551/-	1.Rs. 1,07,59,673 /- 2. Rs.9,90,000/-	1. Rs.1,80,000/- 2. Rs. 78,05,700/-	Rs.6,26,378/-	Rs.17,06,250/-	Rs.45,00,000/-	1. Rs 45,13,684/- 2. Rs.10,63,822/- 3.Rs.7,18,98,575/- 4. Rs.2,12,542/-	1. Rs.5,900/-

Annexure-C
Information required under sub rule (2) & sub rule (3) of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name of the Employee	Designation	Remuneration (In Rs.)	Nature of Employment	Qualification	Exp.	Date of Joining	Age	Last Employment Held	% of equity shares held	Whether is a relative of any Director or Manager
1	Dr. Atul Kapoor	Managing Director	10,759,673.00	Permanent	MBBS & MS	38 Yrs	8/6/1987	62 Yrs	Since Inception	19.24%	Yes
2	Dr. Rashmi Kapoor	Whole-Time Director	8,545,161.00	Permanent	MBBS & MD	38 Yrs	8/6/1987	62 Yrs	Since Inception	0.24	Yes
3	Dr. Vikas Bhargava	Centre Head (GN)	2,116,800.00	Permanent	BAMS, PG DIPLOMA IN HOSP MANAGEMENT, MBA (Correspondence) Head (GN)	26 Yrs	15/2/2016	51 Yrs	Shubham Hospital	NIL	No
4	Mr. Salim Hussain Rizvi	VP Marketing	2,006,419.00	Permanent	B.A, Certificate in Hotel Management	18 Yrs	23/2/2015	52 Yrs	Metro Hospital	NIL	No
5	Mr. Gunjan Kumar	Chief Information Officer	3,307,500.00	Permanent	MBA (IT), BE	20 Yrs	1/2/2014	44 Yrs	I2K2 Networks	NIL	No
6	Mr. Abhishek Kapoor	Sr-Vice	4,500,000.00	Permanent	MBA	10 Yrs	3/7/2012	31 Yrs	Davita Inc Denver Colorado, USA President-Strategy	1.26	Yes
7	Mr. Shadab Rasool Siddiqui	Technical Supervisor	2,392,084.00	Permanent	Certificate Course in OT	32 Yrs	1/3/1995	61 Yrs	Batra Hospital	NIL	No
8	Dr. Neha Singh Agrahari	Clinical Associate	3,335,724.00	Permanent	MBBS, MD (Radiodiagnosis)	2 Yrs	18/8/2017	30 Yrs	First Job	NIL	No
9	Ms. Ruby Shrivastava	Anesthetist	2,720,000.00	Permanent	MD (Anesthesia)	17 Yrs	1/8/2012	50 Yrs	Private Practice	NIL	No
10	Dr. Chandra Prakash Singh	Consultant	2,393,250.00	Permanent	DCH, DNB	3 Yrs	1/8/2017	33 Yrs	Private Practice	NIL	No

ANNEXURE-D

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO ETC:

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

Conservation of Energy :

<ul style="list-style-type: none"> (i) the steps taken or impact on conservation of energy (ii) the steps taken by the company for utilizing alternate sources of energy (iii) the capital investment on energy conservation equipment; 	<p>Energy conservation continues to receive priority attention 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.</p>
<p>Technology absorption :</p> <ul style="list-style-type: none"> (i) the efforts made towards technology absorption (ii) the benefits derived like product improvement, cost reduction, product development or import substitution (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) <ul style="list-style-type: none"> a. the details of technology imported b. the year of import; c. whether the technology been fully absorbed d. if not fully absorbed, areas where absorption has not taken place, and the reasons thereof (iv) the expenditure incurred on Research and Development. 	<p>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.</p> <p>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.</p> <p>NIL</p> <p>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.</p>
<p>(C) Foreignexchange earnings and Outgo</p>	<p>The Foreign Exchange outgo and foreign exchange earned by the Company during the year are detailed in Notes to the Financial Statements.</p>

CORPORATE SOCIAL RESPONSIBILITY

The Company had duly constituted Corporate Social Responsibility Committee (CSR) pursuant to provisions of section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the details of which are provided herein below-

1. A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.	The CSR Committee decided to spend amount under promotion of education activities during the year 2018-19 Link: http://regencyhealthcare.in/wp-content/uploads/Corporate-Social-Responsibility-Policy.pdf
2. The Composition of the CSR Committee.	Mr. Anil Kumar Khemka- Chairman Dr. Atul Kapoor - Member Dr. Rashmi Kapoor - Member
3. Average net profit of the company for last three financial years.	Rs. 3,22,12,061.33
4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 Above).	Rs.6,44,241.23
5. Details of CSR spent during the financial year 2018-19 (a) Total amount to be spent for the financial year 2018-19 (b) Amount unspent, if any	Rs.13,10,000.00 NIL

(c) Manner in which the amount spent during the financial year is detailed below

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No.	CSR project or activity identified	Sector In which The Project Is Covered	Projects or programs 1) Local area or other 2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) projector programs wise.	Amount spent on the projects or programs Sub-heads: 1) Direct on projects or programs- 2) Overheads:	Cumulative Expenditure up to the reporting Period.	Amount spent Direct or through implementing Agency
1.	Promoting Education	Education	Local area / Uttar Pradesh / Kanpur	Rs. 644,241.23	Rs. 13,10,000 /-	Rs.13,10,000 /-	Implementing Agency*
TOTAL				Rs.644,241.23	Rs.13,10,000 /-	Rs.13,10,000 /-	

*Implementing Agency is AMRITA CHARITABLE TRUST which has been set up by the Whole-time Director of the Company for promoting education, including special education and employment enhancing vocation skills among children under the guidance of qualified, experienced and professional doctors. AMRITA CHARITABLE TRUST is a non-profit Organization registered under Societies Registration Act, 1860.

6. In case the Company has failed to spend the two percent of the average Net Profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in the Board Report- **Not Applicable**

7. The Committee ensures that the implementation and monitoring of CSR policy, is in compliance with CSR objectives and policy of the Company.

ANNEXURE-F
Form AOC-1

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

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures
Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details
1.	Name of the Subsidiary	Sibling Lifecare Private Limited
2.	Date since when subsidiary was acquired	Since Incorporation dated 17.01.2014
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	01/04/2018 to 31/03/2019
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N/A
4.	Share Capital	100,000
5.	Reserves & Surplus	(1,427,150)
6.	Total Assets	9,812,302
7.	Total Liabilities	9,812,302
8.	Investments	0
9.	Turnover	0
10.	Profit/(Loss) before taxation	(13,31,347)
11.	Provision for taxation (Deferred Tax)	(751,068)
12.	Profit/(Loss) after taxation	(580,279)
13.	Proposed Dividend	0
14.	Extent of shareholding (in percentage)	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

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

Sd/-
Dr. Atul Kapoor
Managing Director
DIN- 01449229

Sd/-
Dr. Rashmi Kapoor
Director
DIN- 01818323

Sd/-
Rishi Tandon
Company Secretary

Sd/-
Deepak Gupta
Chief Financial Officer

Place : Kanpur
Date : 14 September 2019

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of associates/Joint Ventures	Regency Nephrocare Private Limited
1. Latest audited Balance Sheet Date	31.03.2019
2. Shares of Associate/Joint Ventures held by the company on the year end	
No. of Shares	14,21,000
Amount of Investment in Associates/Joint Venture	1,42,10,000
Extend of Holding%	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	Rs.29,520,688/-
6. Profit/Loss for the year	
I. Considered in Consolidation	Rs.2,810,257/-
II. Not Considered in Consolidation	Not Applicable

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

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

 Sd/-
Dr. Atul Kapoor
 Managing Director
 DIN- 01449229

 Sd/-
Dr. Rashmi Kapoor
 Director
 DIN- 01818323

 Sd/-
Rishi Tandon
 Company Secretary

 Sd/-
Deepak Gupta
 Chief Financial Officer

 Place : Kanpur
 Date : 14 September 2019

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 subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), its associate, which comprise the Consolidated Balance Sheet as at 31 March 2019, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement for the year then ended, and 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 and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the associate the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014 (as amended), of the consolidated state of affairs (consolidated financial position) of the Group, its associate as at 31 March 2019, their consolidated profit, and their consolidated cash flows for the year ended on that date.
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 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 12 of the Other Matter section below, 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 is responsible for the other information. Other information 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.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. Reporting under this section is not applicable as no other information is obtained at the date of this auditor's report.

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

5. The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated state of affairs (consolidated financial position), consolidated profit and consolidated cash flows of the Group including its associate and in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014 (as amended). The respective Board of Directors/management of the companies included in the Group and its associate and are responsible for 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the 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 associate are responsible for assessing the ability of the Group and of its associate and to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

7. Those Board of Directors are also responsible for overseeing the financial reporting process of the Group and of its associate.

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 Group, its associate (covered under the Act) have adequate internal financial controls system 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 management's use of the going concern basis of accounting and, based on

the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associate 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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associate and to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
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.
 11. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter

12. The consolidated financial statements also include the Group's share of net profit of Rs. 2,810,257 for the year ended 31 March 2019 as considered in the consolidated financial statements, in respect of one associate, whose financial statements have not been audited by us. These financial statements have been audited by other auditor whose report has 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 this associate, and our report in terms of sub-section (3) of section 143 of the Act, in so far as it relates to the aforesaid associate, is based solely on the reports of the other auditor.

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 matters with respect to our reliance on the work done by and the report of the other auditor.

Report on Other Legal and Regulatory Requirements

13. As required by section 197(16) of the Act, based on our

audit and on the consideration of the report of the other auditor, referred to in paragraph 12, on separate financial statements of the associate, we report that the Holding Company, covered under the Act 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. The subsidiary company has not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable. Further, we report that the provisions of section 197 read with Schedule V to the Act are not applicable to the associate company, since the associate company is not a public company as defined under section 2(71) of the Act.

14. As required by section 143 (3) of the Act, based on our audit and on the consideration of the report of the other auditor on separate financial statements and other financial information of the subsidiary and associate 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 and the report of the other auditor,
- 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 the Accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014(as amended);
- e) on the basis of the written representations received from the directors of the Holding Company and taken on record by the Board of Directors of the Holding Company, subsidiary company, associate company covered under the Act, , none of the directors of the Group companies, its associate company covered under the Act, are disqualified as on 31 March 2019 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 over financial reporting of the Holding Company, and its subsidiary company covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure B';

- 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 and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiary, associate and:
 - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associate company as detailed in Note 39 to the consolidated financial statements.;
 - ii. the Holding Company, its subsidiary company and its associate company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2019;
 - 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 company and associate company covered under the Act, during the year ended 31 March 2019;
 - iv. the disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these consolidated financial statements. Hence, reporting under this clause is not applicable.

For Walker Chandiok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Sumit Mahajan

Partner

Membership No.: 504822

UDIN: 19504822AAAAABN9777

Place: Kanpur

Date: 14 September 2019

Annexure A to the Independent Auditor's Report of even date to the members of Regency Hospital Limited on the consolidated financial statements for the year ended March 31, 2019

**Annexure A
Independent Auditor's Report on the Internal Financial Controls 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 subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), its associate as at and for the year ended March 31, 2019 we have audited the internal financial controls over financial reporting ('IFCoFR') of the Holding Company, its subsidiary, which are companies covered under the Act, as at that date.

Management's Responsibility for Internal Financial Controls

2. The respective Board of Directors of the Holding Company and its subsidiary company, 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 Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls 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

3. Our responsibility is to express an opinion on the IFCoFR 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 deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of IFCoFR, 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

IFCoFR 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 IFCoFR and their operating effectiveness. Our audit of IFCoFR includes obtaining an understanding of IFCoFR, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the IFCoFR of the Holding Company, its subsidiary companies, its associate companies and joint venture companies as aforesaid.

Meaning of Internal Financial Controls over Financial Reporting

6. A company's IFCoFR is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's IFCoFR include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

7. Because of the inherent limitations of IFCoFR, 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 IFCoFR to future periods are

subject to the risk that the IFCoFR 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 company, which are companies covered under the Act, have in all material respects, adequate internal financial controls over financial reporting and such controls were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For Walker Chandiok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Sumit Mahajan

Partner

Membership No.: 504822

UDIN:19504822AAAABN9777

Place: Kanpur

Date: 14 September 2019

Consolidated Balance Sheet as at 31 March 2019

(All amounts are in rupees, unless otherwise stated)

Particulars	Notes	As at 31 March 2019	As at 31 March 2018
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	5	140,427,790	134,480,650
Reserves and surplus	6	<u>1,34,80,89,204</u>	<u>1,188,424,227</u>
		<u>1,488,85,16,994</u>	<u>1,322,904,877</u>
Minority interest		-	-
Non-current liabilities			
Long-term borrowings	7	1,233,256,402	1,151,270,764
Deferred tax liabilities (net)	8	45,357,858	34,422,304
Other long-term liabilities	9	244,056,904	144,205,833
Long-term provisions	10	-	13,721,327
		<u>1,522,671,164</u>	<u>1,343,620,228</u>
Current liabilities			
Short-term borrowings	11	174,590,694	148,657,827
Trade payables	12		
- Dues to micro enterprises and small enterprises		8,021,143	150,547
- Dues to creditors other than micro enterprises and small enterprises		271,902,007	186,267,796
Other current liabilities	13	404,384,260	542,621,885
Short-term provisions	10	5,807,100	5,844,858
		<u>864,705,204</u>	<u>883,542,913</u>
Total		<u>3,87,58,93,362</u>	<u>3,550,068,017</u>
ASSETS			
Non-current assets			
Fixed assets			
Property, Plant and Equipment	14	2,550,715,059	2,574,404,041
Intangible assets		5,386,187	6,449,156
Capital work-in-progress		342,147,301	91,093,861
Intangible assets under development		11,589,117	8,012,854
Non-current investments	15	1,44,65,137	11,654,880
Long-term loans and advances	16	212,983,998	187,281,917
Other non-current assets	21	3,573,977	3,326,723
		<u>3,14,08,60,776</u>	<u>2,882,223,432</u>
Current assets			
Current investments	17	52,071,198	47,054,052
Inventories	18	91,450,348	76,989,904
Trade receivables	19	370,044,863	272,179,725
Cash and bank balances	20	167,854,058	211,499,568
Short-term loans and advances	16	8,320,663	18,110,808
Other current assets	21	45,291,456	42,010,528
		<u>735,032,586</u>	<u>667,844,585</u>
Total		<u>3,87,58,93,362</u>	<u>3,550,068,017</u>

Notes: 1 to 44 form an integral part of these consolidated financial statements. In terms of our report attached

For Walker Chandio & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Sd/-

Sumit Mahajan

Partner

M.No-504822

For and on behalf of the Board of Directors of

Regency Hospital Limited

Sd/-

Dr. Atul Kapoor

Managing Director

DIN- 01449229

Sd/-

Rishi Tandon
 Company Secretary

Sd/-

Dr. Rashmi Kapoor

Director

DIN- 01818323

Sd/-

Deepak Gupta
 Chief Financial Officer

Place : Kanpur

Date : 14 September 2019

Consolidated Statement of profit and loss for the year ended 31 March 2019

(All amounts are in rupees, unless otherwise stated)

Particulars	Notes	For the year ended March 31, 2019	For the year ended March 31, 2018
REVENUE			
Revenue from operations	22	2,259,451,778	1,769,016,345
Other income	23	25,911,743	54,068,563
Total revenue		<u>2,285,363,521</u>	<u>1,823,084,908</u>
EXPENSES			
Consumption of pharmacy, surgical and kitchen items	24	496,959,063	390,485,316
Employee benefits expense	25	411,380,646	351,040,262
Finance costs	26	142,013,595	106,830,826
Depreciation and amortisation expense	27	130,006,663	100,131,620
Other expenses	28	1,045,848,159	845,951,029
Prior period items	29	-	(4,839,963)
Total expenses		<u>2,226,208,126</u>	<u>1,789,599,090</u>
Profit before tax and exceptional items		59,155,395	33,485,818
Exceptional item	30	19,969,708	-
Profit before tax		39,185,687	33,485,818
Tax expense			
- Current tax		9,213,169	8,260,897
- Current tax relating to earlier year		448,350	(2,010,270)
- Deferred tax		10,935,554	5,296,101
- Deferred tax relating to earlier year		-	8,220,367
- Minimum Alternate Tax (MAT) credit entitlement		(9,213,169)	(8,260,897)
Profit after tax before minority interest/share of profit in associates		<u>27,801,783</u>	<u>21,979,621</u>
Share in profit/ (loss) of associates		28,10,257	3,384,269
Adjustment of minority interest		-	-
Net profit for the year		<u>3,06,12,040</u>	<u>25,363,890</u>
Earnings per equity share (nominal value ₹ 10)			
Basic and diluted	31	2.28	1.89

Notes : 1 to 44 form an integral part of these consolidated financial statements. In terms of our report attached

For Walker Chandiook & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Sd/-

Sumit Mahajan

Partner

M.No-504822

For and on behalf of the Board of Directors of

Regency Hospital Limited

Sd/-

Dr. Atul Kapoor

Managing Director

DIN- 01449229

Sd/-

Rishi Tandon
 Company Secretary

Sd/-

Dr. Rashmi Kapoor

Director

DIN- 01818323

Sd/-

Deepak Gupta
 Chief Financial Officer

Place : Kanpur

Date : 14 September 2019

Consolidated Cash Flow Statement for the year ended 31 March 2019

(All amounts are in rupees, unless otherwise stated)

PARTICULARS	For the year ended 31 March 2019	For the year ended 31 March 2018
A Cash flow from operating activities		
Profit before tax	39,185,687	33,485,818
Adjustments for:		
Depreciation expense	130,006,663	100,131,620
Interest expense	142,013,595	110,822,387
Interest income	(9,831,279)	(7,908,355)
Loss on sale of fixed asset(net)	21,379,226	802,170
Profit on sale of current investments	(3,293,531)	(29,570,682)
Provision for doubtful debts	3,639,654	3,576,024
Bad debts	62,182,003	36,313,403
Provisions no longer required written back	(3,164,805)	(5,631,898)
Operating profit before working capital changes	<u>382,117,213</u>	<u>242,020,487</u>
Adjustments for movement in:		
Increase in trade payables	103,485,276	34,098,353
(Decrease)/increase in provisions and other liabilities	(47,503,598)	47,744,741
(Increase) in trade receivables	(173,667,267)	(8,779,764)
(Increase)/decrease in loans and advances and other assets	2,607,864	(53,664,992)
(Increase)/decrease in inventories	(14,460,444)	(24,735,059)
Cash generated from operations	<u>252,579,045</u>	<u>236,683,766</u>
Less: Taxes paid (net)	(21,481,281)	(223,233)
Net cash generated from operating activities	<u>231,097,764</u>	<u>236,460,533</u>
B Cash flow from investing activities		
Proceeds from sale of property, plant and equipment	(382,238,331)	(1,480,987,064)
Purchase of non-current investments	974,691	2,502,314
Adjustment pursuant to the scheme of arrangement (refer note 43)	8,816,225	1,502,350
Purchase of current investments	-	134,951,744
Proceeds from sale of current investments	-	(48,899,466)
Investment in bank deposits (having original maturity of more than three months)	(92,825,000)	(21,425,000)
Proceeds from sale of current investments	91,101,385	759,149,350
Investment in bank deposits (having original maturity of more than three months)	167,062,865	(169,753,530)
Net cash used in investing activities	<u>(207,108,164)</u>	<u>(822,959,302)</u>
C Cash flow from financing activities		
Proceeds from issuance of equity share capital (including securities premium)	135,000,078	-
Proceeds from short-term borrowings (net)	25,932,867	70,421,643
Proceeds from long-term borrowings	212,429,988	716,772,760
Repayment of long-term borrowings	(134,390,058)	(88,630,386)
Interest paid	(139,545,119)	(107,578,830)
Net cash generated from/(used in) financing activities	<u>99,427,755</u>	<u>590,985,187</u>
Net increase in cash and cash equivalents	<u>123,417,355</u>	<u>4,486,418</u>
Cash and cash equivalents at the beginning of the year	<u>33,778,962</u>	<u>29,292,544</u>
Cash and cash equivalents at the end of the year	<u>157,196,317</u>	<u>33,778,962</u>
Components of cash and cash equivalents		
Cash on hand	5,315,762	3,485,638
Balances with banks in current accounts	<u>151,880,555</u>	<u>30,293,324</u>
	<u>157,196,317</u>	<u>33,778,962</u>
Note:		

The above cash flow statement has been prepared under the "Indirect Method" as set out in Accounting Standard 3 (AS-3) on "Cash Flow Statements" as specified under section 133 of Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended).

Notes 1 to 44 form an integral part of these consolidated financial statements.
In terms of our report attached

For Walker Chandiok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Sd/-

Sumit Mahajan

Partner

M.No-504822

Place : Kanpur

Date : 14 September 2019

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

Sd/-

Dr. Atul Kapoor

Managing Director

DIN- 01449229

Sd/-

Rishi Tandon

Company Secretary

Place : Kanpur

Date : 14 September 2019

Sd/-

Dr. Rashmi Kapoor

Director

DIN- 01818323

Sd/-

Deepak Gupta

Chief Financial Officer

Regency Hospital Limited**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019****1. Principles of Consolidation**

The consolidated financial statements include the financial statements of Regency Hospital Limited ("Regency" or the "Parent Company" or the "Company"), its subsidiary and associates (collectively referred to as "Group").

The financial statements of the Company and its subsidiary Company are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions in accordance with Accounting Standard (AS) 21 - "Consolidated Financial Statements" referred to in the Companies (Accounting Standard) Rule 2006 read with Rule 7 of the Companies (Accounts) Rules, 2014 in respect of Section 133 of the Companies Act, 2013 (the 'Act').

Minority Interest's share of net profit of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Company.

Minority Interest's share of net assets of consolidated subsidiaries is identified and presented in the consolidated balance sheet separate from liabilities and the equity of the Company's shareholders.

Investment in Associate Companies has been accounted under the equity method as per Accounting Standard (AS) 23 - "Accounting for Investments in Associates in Consolidated Financial Statements" referred to in the Companies (Accounting Standard) Rule 2006 read with Rule 7 of the Companies (Accounts) Rules, 2014 in respect of Section 133 of the Act.

As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements.

2. Basis of preparation of financial statements

The financial statements have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP), including the Accounting Standards specified under Section 133 of the Companies Act 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended). The financial statements have been prepared on a going concern basis under the historical cost convention on the accrual basis. The accounting policies have been consistently applied by the group and are consistent with those used in the previous year.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Revised Schedule

III to the Companies Act, 2013. Based on the nature of services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current/ non-current classification of its assets and liabilities.

3. Use of estimates

The preparation of group financial statements in conformity with generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the results of operations during the reporting period. The actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

4. Significant accounting policies**a. Revenue recognition:**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

Revenue from healthcare services and pharmacy sales

Revenue recognised as and when the services are rendered / pharmacy items are sold. Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer.

Revenue also includes the value of services rendered pending final billing in respect of in-patients undergoing treatment as on the reporting date.

Revenue from academic services

Revenue is recognised on pro-rata basis on the completion of such services over the duration of the academic program.

Equipment lease rentals and income from rent

Revenue is recognised in accordance with the terms of lease agreements entered into with the respective lessees on straight line basis.

Interest

Interest income is recognised on a time proportion basis taking into account the principal amount outstanding and the rate applicable.

b. Inventories

Inventory of medical consumables and drugs, stores and spares are valued at lower of cost and net realisable

Regency Hospital Limited**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019**

value. Cost is determined on first in first out basis. Cost of these inventories comprises of all cost of purchase and other costs incurred in bringing the inventories to their present location after adjustment of Goods & Service Tax, wherever applicable.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale.

c. Investments

Investments that are readily realisable and intended to be held for not more than a year from the date of the acquisition of such investments are classified as current investments. All other investments are Classified as long-term investments. Current investments are carried at lower of cost and fair value Determined on an individual investment basis. Long-term investments are carried at cost. However, Provision for diminution in value is made to recognise a decline other than temporary in the value of Such long term investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

d. Fixed assets**Property, plant and equipment**

Property, plant and equipment are stated at cost less accumulated depreciation and impairment loss, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance.

All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Gains or losses arising from derecognition/sale of property, plant and equipment 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 derecognised.

Intangible assets

Software which is not an integral part of the related hardware is classified as an intangible asset.

Capital work in progress

Capital work-in-progress represents expenditure incurred in respect of capital projects under development and are carried at cost.

e. Depreciation

Depreciation on fixed assets is provided on straight-line method as per the rates prescribed under Schedule II of the Companies Act, 2013.

Depreciation on additions is being provided on pro-rata basis from the date of such additions. Similarly, depreciation on assets sold/disposed off during the period is being provided up to the date on which such assets are sold/disposed off.

Leasehold improvements are amortised over the lease period.

The Company has adopted the provisions of Para 46A of AS 11 "The Effects of Change in Foreign Exchange Rates," accordingly exchange differences arising on reinstatement/settlement of long-term foreign currency borrowings relating to acquisition of depreciable fixed assets are adjusted to the cost of the respective assets and depreciated over the remaining useful life of such assets.

f. Impairment of assets

The carrying amount of the asset is reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the asset is estimated. The recoverable amount is the greater of the asset's net selling price and value in use, which is determined based on the estimated future cash flow discounted to their present values. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment loss is reversed if there is change in the estimates used to determine the recoverable amount.

g. Foreign currency transactions and translations**Initial recognition**

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

Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction; and non-monetary items which

Regency Hospital Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Exchange differences

Exchange differences arising on the settlement of monetary items or on restatement of the Company's monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expenses in the year in which they arise.

h. Borrowing costs:

Borrowing cost includes interest, amortisation of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing cost which are not relatable to the qualifying asset are recognised as an expense in the period in which they are incurred. Borrowing cost of specific loans used for acquisition or construction of fixed assets, which necessarily take a substantial period of time to be ready for their intended use, are capitalised. Other borrowing costs are recognized as an expense in the period in which they are incurred.

i. Employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Accounting Standard 15 'Employee Benefits' (Revised 2005) referred to in the Companies (Accounting Standard) Rule 2006 read with Rule 7 of the Companies (Accounts) Rules, 2014 in respect of Section 133 of the Companies Act, 2013 (the 'Act').

Provident fund and Employees' state insurance

Provident fund benefit and Employee State Insurance benefit are defined contribution plans under which the Company pays fixed contributions into funds established under Employees Provident Fund and Miscellaneous Provision Act, 1952 and Employee State Insurance Act, 1948 respectively. The Company has no legal or constructive obligations to pay further contributions after payment of the fixed contribution. The contribution paid or payable in respect of defined contribution plans is recognized as an expense in the period in which services are rendered by the employee.

Gratuity

Gratuity is a post-employment benefit and is in the nature of defined benefit plan. The liability recognized in the balance sheet in respect of gratuity is the present value of the defined benefit obligation at the balance sheet

date together with adjustments for unrecognized actuarial gains or losses and past service costs. The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from adjustments and changes in actuarial assumptions are charged or credited to the statement of profit and loss in the year in which such gains or losses arise.

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.

Other short term benefits

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

j. Segment Reporting

Business segments:

Segments have been identified and reported based on 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.

k. Income taxes

The tax expense comprises of current taxes and

Regency Hospital Limited**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019**

deferred taxes. Current tax is the amount of income tax determined to be payable in respect of taxable income for a period as per the provisions of Income Tax, 1961.

Deferred tax is the effect of timing differences between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are reviewed at each balance sheet date and recognized/derecognized only to the extent that there is reasonable/virtual certainty, depending on the nature of the timing differences, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Minimum Alternate Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the period in which MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Statement of profit and loss and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent it is not reasonably certain that the Company will pay normal income tax during the specified period.

l. Earnings per share:

In determining the earnings per share, the Group considers the net profit after tax before extraordinary item and after extraordinary items and includes post - tax effect of any extraordinary items. The number of shares used in computing the basic earnings per share is the weighted average number of shares outstanding during the period. For computing diluted earnings per share, potential equity shares are added to the above weighted average number of shares.

m. Leases:

Where the group is the lessee

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased items are classified as operating leases. Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

Where the group is the lessor

Leases in which the group does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in fixed assets. Lease

income on an operating lease is recognised in the statement of profit and loss on a straight-line basis over the lease term. Costs, including depreciation, are recognized as an expense in the statement of profit and loss.

n. Contingent liabilities and provisions

The group makes a provision when there is a present obligation as a result of a past event where the outflow of economic resources is probable and a reliable estimate of the amount of the obligation can be made.

A disclosure is made for a contingent liability when there is a:

- possible obligation, the existence of which will be confirmed by the occurrence/non-occurrence of one or more uncertain events, not fully within the control of the group; or
- present obligation, where it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
- present obligation, where a reliable estimate of the obligation cannot be made.

The group does not recognize assets which are of contingent nature until there is virtual certainty of reliability of such assets. However, if it has become virtually certain that an inflow of economic benefits will arise, asset and related income is recognized in the financial statements of the period in which the change occurs.

o. Cash and cash equivalents

Cash and cash equivalents comprise of cash at bank, cash on hand and short-term bank deposits with an original maturity of three months or less.

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)
5 Share capital

	As at 31 March 2019		As at 31 March 2018	
	Number	Amount	Number	Amount
Authorised share capital				
Equity shares of Rs. 10 each	55,000,000	550,000,000	55,000,000	550,000,000
	55,000,000	550,000,000	55,000,000	550,000,000
Issued, subscribed and fully paid-up				
Equity shares of Rs. 10 each	14,042,779	140,427,790	13,448,065	134,480,650
	14,042,779	140,427,790	13,448,065	134,480,650

(a) Terms and rights attached to all class of shares

The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

- (b) The Company has not issued any share pursuant to a contract without payment being received in cash in the current year and preceding five years. The Company has not issued any bonus shares nor has there been any buy-back of shares in the current year and preceding five years.

(c) Reconciliation of share capital

	Number of shares	Amount	Number of shares	Amount
Balance at the beginning of the year	13,448,065	134,480,650	13,448,065	134,480,650
Add : Issued during the year	594,714	5,947,140	-	-
Balance at the end of the year	14,042,779	140,427,790	13,448,065	134,480,650

(d) Shareholders holding more than 5% of the share capital

	Number	% of shareholding	Number	% of shareholding
Dr. Rashmi Kapoor	3,433,502	24.45%	3,231,030	24.03%
Dr. Atul Kapoor	2,702,260	19.24%	2,702,260	20.09%
Atul Kapoor (HUF)	1,182,523	8.42%	1,182,523	8.79%
Anant Ram Kapoor	886,252	6.31%	886,252	6.59%
International Finance Corporation	2,802,217	19.95%	2,683,543	19.95%
Kois Holdings	908,590	6.47%	745,154	5.54%
Healthquad Fund	770,832	5.49%	660,700	4.91%

6 Reserves and surplus
Securities premium reserve

Balance at the beginning and end of the year	852,202,634	897,370,149
Add: Additions during the year (refer note (a) below)	129,052,938	-
Less: Adjustment pursuant to scheme of arrangement (refer note 43)	-	(45,167,515)
	981,255,572	852,202,634

General reserve

Balance at the beginning and end of the year	118,740,101	118,740,101
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Surplus in the statement of profit and loss

Balance at the beginning of the year	217,481,491	193,068,262
Add : Transferred from the statement of profit and loss	3,06,12,040	25,363,890
Add : Loss attributable to others shareholder relating to Premerger period	-	64
Add: Adjustment pursuant to scheme of arrangement (refer note 43)	-	(3,731,951)
Add: Adjustment of previous year's loss of Associate	-	2,781,226
Balance at the end of the year	24,80,93,531	217,481,491
	1,34,80,89,204	1,188,424,227

- (a) During the year the Company has allotted 594,714 equity shares to Dr. Rashmi Kapoor, International Finance Corporation, Kois Holdings and Healthquad Fund at an issue price of Rs. 227 per share including securities premium of Rs. 217 per share.

7 Long-term borrowings
Secured

Term loan from banks (refer note (a) below)	1,349,064,265	1,260,763,016
Vehicle loans from financial institutions (refer note (b) below)	11,204,125	14,586,084
Buyers credit (refer note (c) below)	-	3,745,028
	<u>1,360,268,390</u>	<u>1,279,094,128</u>
Less: Current maturities of long-term borrowings (refer note 13)	<u>127,011,988</u>	<u>127,986,600</u>
	<u>1,233,256,402</u>	<u>1,151,107,528</u>

Unsecured

Term loans from banks (refer note (d) below)	218,902	346,217
Term loans from financial institutions (refer note (e) below)	-	3,007,018
	<u>218,902</u>	<u>3,353,235</u>
Less: Current maturities of long-term borrowings (refer note 13)	<u>218,902</u>	<u>3,189,999</u>
	<u>-</u>	<u>163,236</u>
	<u><u>1,233,256,402</u></u>	<u><u>1,151,270,764</u></u>

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

(All amounts are in rupees, unless otherwise stated)

Terms of repayment and security disclosure for the outstanding long term borrowings (including current maturities of long term borrowings as referred in Note 13)
(a) Secured term loans from banks

Name of bank / Financial Institution	As at 31 March 2019	As at 31 March 2018	Repayment terms	Details of security
HDFC Bank	10,964,502	14,626,635	06 Equated Monthly Instalments (EMIs) ofRs. 211,614 per month beginning from 20 August 2015 and thereafter 69 EMIs of Rs. 427,274 per month till 20 October 2021.	Secured by way of charge on movable plant and machinery, and other fixed assets.
Yes Bank Limited	111,952,109	148,458,232	4 quarterly instalment ofRs. 4867,483 per quarter beginning from 31 December 2014 and 8 quarterly instalment ofRs.7,301,225 per quarter beginning from 31 December 2015 and 4 quarterly instalment of Rs.8,518,095 per quarter beginning from 31 December 2017 and 4 quarterly instalment of Rs. 9,734,966 per quarter beginning from 31 December 2018 and 4 quarterly instalment of Rs. 10,851,827 per quarter beginning from 31 December 2019 and thereafter 4 quarterly instalment ofRs. 12,168,708 per quarter till 30 September 2021.	<ol style="list-style-type: none"> 1. Secured by way of equitable mortgage of the land and building of the Renal Care Centre. 2. Exclusive charge on all the present and future movable fixed assets and current assets of the Renal Care Centre. 3. Additionally secured by personal guarantee of Dr. Atul Kapoor and Dr. Rashmi Kapoor.
Yes Bank Limited	22,946,987	28,334,541	Duration: 96 Months (including 12 Months Moratorium), 4 quarterly instalment of Rs.798,156 per quarter beginning from 30 September 2015 and 8 quarterly instalment of Rs.1,197,234 per quarter. Beginning from 30 September 2016 and 4 quarterly Instalment of Rs.1,396,773 per quarter. Beginning from 30 September 2018 and 4 quarterly instalment of Rs.1,596,312 per quarter beginning from 30 September 2019 and 4 quarterly Instalment of Rs.1,620,351 per quarter. Beginning from 31 July 2020 and thereafter 4 quarterly instalment of Rs.1,995,390 per quarter till 30 April 2022.	<ol style="list-style-type: none"> 1. Secured by way of equitable mortgage of the Land and Building of the Renal Care Centre. 2. Exclusive charge on all the present and future movable fixed assets and current assets of the Renal Care Centre. 3. Additionally secured by personal guarantee of Dr. Atul Kapoor and Dr. Rashmi Kapoor.
Yes Bank Limited	30,000,000	38,000,000	Duration: 84 Months, repayable in 20 quarterly instalment ofRs. 2,000,000 beginning from 30 October 2016 and thereafter 4 quarterly instalment ofRs. 2,500,000 per quarter till 30 July 2022.	<ol style="list-style-type: none"> 1. Secured by way of equitable mortgage of the land and building of the Renal Care Centre. 2. Exclusive charge on all the present and future movable fixed assets and current assets of the Renal Care Centre. 3. First charge on specific medical equipment's 4. Additionally secured by personal guarantee of Dr. Atul Kapoor and Dr. Rashmi Kapoor.
Yes Bank Limited	122,057,144	142,400,000	Duration: 102 Months (including 18 Months Moratorium), 28 quarterly instalment ofRs. 5,085,714 per quarter beginning from 31 March 2018 till 31 March 2025.	<ol style="list-style-type: none"> 1. First and exclusive charge on current assets of South Kanpur Hospital both Present and Future. 2. First and Exclusive charge on fixed Assets (movable & immovable) of Renal Care Centre. 3. Exclusive Charge on Medical Equipment and Movable Fixed Assets of South Kanpur Hospital Both Present and Future. 4. Personal Guarantee of Dr. Atul Kapoor and Dr. Rashmi Kapoor.
HDFC Bank	7,868,646	23,119,367	36 Equated Monthly Instalment (EMI's) ofRs. 1,400,036, beginning from 1 October 2016 and 1 September 2019.	<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. Hypo-thecation and exclusive charge on plant & machinery & other assets of the company (both current and future) 4. Personal guarantee of Dr. Atul Kapoor and Dr. Rashmi Kapoor and Mr. A.R. Kapoor.
HDFC Bank	37,860,857	43,106,814	Duration: 96 Months (including 12 Months Moratorium), 84 Equated Monthly Installments ofRs. 762,425 beginning from 1 October 2017 to 1 September 2024.	<ol style="list-style-type: none"> 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	71,062,065	79,876,310	Duration: 102 Months (including 18 Months Moratorium), 84 Equated Monthly Installments of Rs.1,340,528 beginning from 1 April 2018 and ending on 1 March 2025.	
HDFC Bank	72,334,332	81,522,370	102 Equated Monthly Instalment (EMI's) of Rs. 1,383,869, beginning from 5 September 2016 and ending on 5 February 2025.	
HDFC Bank	35,621,773	37,178,747	Equated Monthly Instalments (EMIs) ofRs. 556,708	<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 thur equitable mortgage of Regency Hospital Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)
Terms of repayment and security disclosure for the outstanding long term borrowings (including current maturities of long term borrowings as referred in Note 13)
(a) Secured term loans from banks (contd.)

Name of bank Financial Institution	As at 31 March 2019	As at 31 March 2018	Repayment terms	Details of security																												
HDFC Bank	58,570,733	53,840,000	Equated Monthly Instalments (EMIs) ofRs. 757,122	<ol style="list-style-type: none"> 4. Hypo-thecation and exclusive charge on plant & machinery & other assets of the company RHL-MSH facility (Both current & future) 5. Co-applicancy/Personal guarantee of Dr. Atul Kapoor and Dr. 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: <ol style="list-style-type: none"> a) 117/A-2 Sarvodya Nagar, Kanpur b) M/s Abhiv 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	600,000,000	570,300,000	<p>Term loan of 60 Cr. With tenor of 12 years. Repayment in quarterly structured installments after a 3 year moratorium from date of 1st disbursement, as per repayment schedule given below :</p> <table border="0"> <thead> <tr> <th>Year</th> <th>Repayment</th> </tr> </thead> <tbody> <tr><td>1 to 3</td><td>Nil</td></tr> <tr><td>4</td><td>1% of TL with interest</td></tr> <tr><td>5</td><td>4% of TL with interest</td></tr> <tr><td>6</td><td>5% of TL with interest</td></tr> <tr><td>7</td><td>7% of TL with interest</td></tr> <tr><td>8</td><td>8% of TL with interest</td></tr> <tr><td>9</td><td>10% of TL with interest</td></tr> <tr><td>10</td><td>20% of TL with interest</td></tr> <tr><td>11</td><td>20% of TL with interest</td></tr> <tr><td>12</td><td>25% of TL with interest</td></tr> </tbody> </table>	Year	Repayment	1 to 3	Nil	4	1% of TL with interest	5	4% of TL with interest	6	5% of TL with interest	7	7% of TL with interest	8	8% of TL with interest	9	10% of TL with interest	10	20% of TL with interest	11	20% of TL with interest	12	25% of TL with interest	<ol style="list-style-type: none"> 1. Exclusive charge on Land & Building located at Sarvodya Nagar, Kanpur. 2. Exclusive charge on all movable fixed and current assets (both present & future). 3. Unconditional and irrevocable corporate guarantee from HCG Ltd. For entire loan amount to remain valid during the tenor of YBL facilities. 4. Letter of comfort from Regency Hospital backed by Board Resolution to remain valid during the tenor of YBL facilities. 						
Year	Repayment																															
1 to 3	Nil																															
4	1% of TL with interest																															
5	4% of TL with interest																															
6	5% of TL with interest																															
7	7% of TL with interest																															
8	8% of TL with interest																															
9	10% of TL with interest																															
10	20% of TL with interest																															
11	20% of TL with interest																															
12	25% of TL with interest																															
Yes Bank Limited	65,000,000		<p>36 structured quarterly installments after a initial moratorium period of 38 months ending in June'2021</p> <table border="0"> <thead> <tr> <th>Year</th> <th>Repayment</th> </tr> </thead> <tbody> <tr><td>1 to 3</td><td>Nil</td></tr> <tr><td>4</td><td>1% of TL with interest</td></tr> <tr><td>5</td><td>4% of TL with interest</td></tr> <tr><td>6</td><td>5% of TL with interest</td></tr> <tr><td>7</td><td>7% of TL with interest</td></tr> <tr><td>8</td><td>8% of TL with interest</td></tr> <tr><td>9</td><td>10% of TL with interest</td></tr> <tr><td>10</td><td>20% of TL with interest</td></tr> <tr><td>11</td><td>20% of TL with interest</td></tr> <tr><td>12</td><td>25% of TL with interest</td></tr> </tbody> </table>	Year	Repayment	1 to 3	Nil	4	1% of TL with interest	5	4% of TL with interest	6	5% of TL with interest	7	7% of TL with interest	8	8% of TL with interest	9	10% of TL with interest	10	20% of TL with interest	11	20% of TL with interest	12	25% of TL with interest	<ol style="list-style-type: none"> 1. Exclusive charge on all immovable fixed assets and moveable fixed assets of the Renal Care center, Kanpur both present and future. 2. Exclusive charge on Current assets of the Renal Care center, Kanpur both present and future. 3. First charge on specific equipment's located at A-2 Sarvodaya Nagar Kanpur as mentioned below: <table border="0"> <tr><td>Philips Inertia 1.5t Mri System</td><td>-1Qty</td></tr> <tr><td>Ventilator Siemens</td><td>-5 Qty</td></tr> <tr><td>Cath lab</td><td>-1 Qty</td></tr> </table> 4. Exclusive charge on current assets of the South Kanpur Hospital both present and future. 5. Exclusive charge on medical equipment's& and moveable fixed assets of South Kanpur Hospital both present and future. 6. Exclusive charge by way of hypothecation of CA & MFA of nursing college both present and future. 7. Exclusive charge by way of equitable 	Philips Inertia 1.5t Mri System	-1Qty	Ventilator Siemens	-5 Qty	Cath lab	-1 Qty
Year	Repayment																															
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4	1% of TL with interest																															
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Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

(All amounts are in rupees, unless otherwise stated)

Terms of repayment and security disclosure for the outstanding long term borrowings (including current maturities of long term borrowings as referred in Note 13)

(a) Secured term loans from banks (contd.)

Name of bank Financial Institution	As at 31 March 2019	As at 31 March 2018	Repayment terms	Details of security
				mortgage on Land & building of Nursing college both present and future. 8. Personal Guarantee of Dr. Atul Kapoor and Dr. Rashmi Kapoor.
Yes Bank Limited	7,825,117		84 Equated Monthly Instalment (EMI's) of Rs. 1,33,836	Hypothecation on Original Invoices and Insurance Copies
Yes Bank Limited	95,000,000		36 structured quarterly installments after a initial moratorium period of 38 months ending in June'2021 Year 1 to 3 4 5 6 7 8 9 10 11 12 Repayment Nil 1% of TL with interest 4% of TL with interest 5% of TL with interest 7% of TL with interest 8% of TL with interest 10% of TL with interest 20% of TL with interest 25% of TL with interest	1. Exclusive charge on all immovable fixed assets and moveable fixed assets of the Renal Care center, Kanpur both present and future. 2. Exclusive charge on Current assets of the Renal Care center, Kanpur both present and future. 3. First charge on specific equipment's located at A-2 Sarvodaya Nagar Kanpur as mentioned below: Philips Inertia 1.5t Mri System -1 Qty Ventilator Siemens -5 Qty Cath lab -1 Qty 4. Exclusive charge on current assets of the South Kanpur Hospital both present and future. 5. Exclusive charge on medical equipment's & and moveable fixed assets of South Kanpur Hospital both present and future. 6. Exclusive charge by way of hypothecation of CA & MFA of nursing college both present and future. 7. Exclusive charge by way of equitable mortgage on Land & building of Nursing college both present and future 8. Personal Guarantee of Dr. Atul Kapoor and Dr. Rashmi Kapoor 9. Exclusive charge by way of hypothecation of CA & MFA of renal care hospital in lucknow

1,349,064,265 1,260,763,017

The above loans carry an interest rate ranging from 9% p.a. to 12% p.a. (previous year 10.30% p.a. to 13.40% p.a)

(b) Secured vehicle loans from financial institutions

Name of party	As at 31 March 2019	As at 31 March 2018	Terms of Repayment	
Allahabad Bank	776,416	966,905	Equated Monthly Instalments (EMIs) of Rs. 22,300	Secured by way of charge on vehicle financed through the loan facility.
Kotak Mahindra Prime Limited	10,427,709	13,619,179	Equated Monthly Instalments (EMIs) ranging from Rs. 12,555 per month to Rs. 122,850	Secured by way of charge on vehicle financed through the loan facility.
	11,204,125	14,586,084		

The above loan carry an interest rate ranging from 9 % p.a. to 12% p.a. (previous year 8.36% p.a. to 11.68% p.a)

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

(c) Buyers credit / LC

Name of party	As at 31 March 2019	As at 31 March 2018	Terms of repayment	
Yes Bank Limited	-	3,745,028	360 Days (Ending on 2 July 2018)	Secured by hypothecation of underlying asset for which the loan has been obtained.
	-	3,745,028		

The above loans carry an interest rate ranging from 2.3 % p.a. to 2.3% p.a. (previous year 3.56% p.a. to 12% p.a)

(d) Unsecured loans from bank

Name of party	As at 31 March 2019	As at 31 March 2018	Terms of repayment
HDFC Bank Limited		346,217	36 Equated Monthly Instalments (EMIs) of Rs. 117,912 per month beginning from 04 July 2015 till 04 June 2018
	-	346,217	

(e) Unsecured loans from financial institutions

Name of party	As at 31 March 2019	As at 31 March 2018	Terms of repayment
Bajaj Finserv Lending		118,500	36 Equated Monthly Instalments (EMIs) of Rs. 121,329 per month beginning from 02 May 2015 till 02 April 2018.
Magma Fincorp Limited	218,902	2,570,668	48 Equated Monthly Instalments (EMIs) of Rs. 222,277 per month beginning from 07 May 2015 till 07 April 2019
Tata Capital Financial Services		317,850	36 Equated Monthly Instalments (EMIs) of Rs. 174,553 per month beginning from 03 June 2015 till 03 May 2018
	218,902	3,007,018	

The above loans carry an interest rate ranging from 15 % p.a. to 18% p.a. (previous year 15% p.a. to 18% p.a)

	As at 31 March 2019	As at 31 March 2018
8 Deferred tax liabilities (net)		
Deferred tax liability		
Impact of timing difference on tangible assets depreciation	119,772,983	94,528,352
Deferred lease rent recoverable	994,280	916,595
Advance payment of contribution to gratuity fund	91,164	-
Deferred tax assets		
Provision for gratuity	-	(3,720,212)
Provision for bonus	(3,304,951)	(2,842,151)
Provision for doubtful debts	(8,634,666)	(7,548,825)
Rent equalisation reserve	(5,904,608)	(3,147,207)
Expenses incurred on capital raising	(8,498,474)	(8,646,078)
Unabsorbed depreciation as per the Income- tax Act, 1961	(49,155,223)	(35,118,170)
Preliminary expenses to be allowed in subsequent years	(2,647)	-
	45,357,858	34,422,304
9 Other long-term liabilities		
Rent equalisation reserve	109,229,710	11,435,564
Creditor for capital goods	108,356,111	112,278,647
Deposit from employees	26,471,083	20,491,622
	244,056,904	144,205,833

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

10 Provisions	As at 31 March 2019		As at 31 March 2018	
	Long-term	Short-term	Long-term	Short-term
Provision for gratuity (refer note 36)	-	-	13,501,265	1,000
Provision for compensated absences	-	3,807,100	220,062	3,843,858
Other Provisions (refer note 39(b))	-	2,000,000	-	2,000,000
	<u>-</u>	<u>5,807,100</u>	<u>13,721,327</u>	<u>5,844,858</u>
11. Short-term borrowings				
Working capital borrowings from banks (refer note below)		174,590,694		148,657,827
		<u>174,590,694</u>		<u>148,657,827</u>

Name of bank	As at 31 March 2019	As at 31 March 2018	Details of security
Yes Bank Limited	14,400,799	20,628,070	1. Secured by way of equitable mortgage of the land and building of the Renal Care Centre. 2. Exclusive charge on all the present and future movable fixed assets and current assets of the Renal Care Centre. 3. Unconditional and irrevocable personal guarantee of Dr. Atul Kapoor and Dr. Rashmi Kapoor.
Yes Bank Limited	7,737,451		1. Charge on all movable and immovable fixed assets of the Renal Care center both present and future 2. Exclusive charge on all current assets of the South Kanpur Hospital both present and future 3. Exclusive charge on medical equipment's & movable fixed assets of South Kanpur Hospital
Yes Bank Limited	2,481,390	1,538,950	1. Exclusive charge on Land & Building located at Sarvodya Nagar, Kanpur. 2. Exclusive charge on all movable fixed and current assets (both present & future) 3. Unconditional and irrevocable corporate guarantee from HCG Ltd. For entire loan amount to remain valid during the tenor of YBL facilities. 4. Letter of comfort from Regency Hospital backed by Board Resolution to remain valid during the tenor of YBL facilities.
HDFC Bank Ltd	149,971,054	126,490,807	Same as defined in note 7(a).
	<u>174,590,694</u>	<u>148,657,827</u>	

The above loans carry an interest rate ranging from 9% p.a. to 10.50% p.a. (previous year 11.40% p.a. to 12.25% p.a.)

12 Trade payables	As at	As at
	31 March 2019	31 March 2018
Dues to micro, small and medium enterprises (refer note (a) below)	8,021,143	150,547
Dues to others	<u>271,902,007</u>	<u>186,267,796</u>
	<u>279,923,150</u>	<u>186,418,343</u>

- a) 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. This has been relied upon by the auditor.

Principal amount remaining unpaid	8,021,143	143,864.00
Interest due thereon	75,717	6,683.00
Interest paid by the Company in terms of Section 16 of MSMED Act, 2006, along with the amount of the payment made to the suppliers and service providers beyond the appointed day during the year	-	-
Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	-	-
Interest accrued and remaining unpaid as at end of the year	82,400	6,683.00
Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-

The above information has been given in respect of such vendors to the extent they could be identified as micro and small enterprises as per MSMED Act, on the basis of and from the date information available with the Company.

13 Other current liabilities

Current maturities of long-term borrowings	127,230,890	131,176,599
Employee related payables	42,126,024	36,830,447
Consultant fee payable	57,935,109	45,328,714
Consultant fees accrued but not due	6,135,829	4,164,551
Deposit from employees	6,209,266	7,432,252
Interest accrued and due on borrowings	9,376,697	7,841,960
Interest accrued but not due on borrowings	2,468,476	3,243,557
Advance from customers	80,901,005	14,730,853
Creditor for capital goods	32,930,479	256,263,200
Statutory dues	7,529,559	13,098,130
Other liabilities	31,540,926	22,511,622
	404,384,260	542,621,885

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

14. Property, plant and equipment

Particulars	Computers	Furniture and fixtures	Office equipment	Vehicles	Electrical equipments	Plant machinery	Building	Lease hold land improvements	Free hold land	Tangible Assets	Intangible Assets	Total Assets
Gross Block												
Balance as at 1 April 2017	15,081,028	30,120,307	8,547,733	27,750,160	43,637,531	798,867,437	431,527,907	110,139,471	115,773,057	1,630,563,270	634,651	1,631,197,921
Additions	6,501,377	35,023,902	1,295,227	9,669,406	15,222,688	570,245,946	338,556,033	5,528,553	539,914,527	1,612,767,926	6,381,522	1,619,149,448
Disposals /adjustments	678,275	5,981	53,839	4,826,774	60,313	256,367,807	72,373	-	-	262,065,362	450,000	262,515,362
Balance as at 01 April 2018	20,904,130	65,138,228	9,789,121	32,592,792	58,799,886	1,112,745,578	770,011,567	115,668,024	655,687,584	2,981,265,834	6,566,173	2,987,832,007
Additions	1,132,060	1,859,520	2,106,922	1,664,190	5,440,769	87,453,978	25,859,424	1,964,265	100,000	127,579,127	29,500	127,608,627
Disposals /adjustments	108,527	118,174	-	610,482	80,150	28,216,560	-	-	-	28,133,892	-	28,133,892
Balance as at 31 March 2019	21,927,663	66,878,574	11,896,043	33,646,500	64,160,505	1,171,982,996	795,869,991	117,632,289	655,787,584	3,079,711,069	6,595,673	3,086,306,742
Accumulated depreciation												
Balance as at 1 April 2017	7,392,410	14,396,547	4,928,313	7,239,104	19,170,690	186,425,807	70,275,958	274,079	-	314,554,371	-	314,554,371
Depreciation charge for the year	3,510,699	4,566,682	1,102,841	3,465,604	4,462,420	64,824,758	9,808,373	712,337	7,570,879	100,014,603	117,016	100,131,619
Disposals /adjustments	296,622	6,238	9,393	1,708,525	50,150	5,620,299	15,954	-	-	7,707,181	-	7,707,181
Balance as at 01 April 2018	10,606,487	18,959,001	6,021,761	8,996,183	23,572,960	245,630,266	80,068,377	986,416	12,020,342	406,861,793	117,016	406,978,809
Depreciation charge	3,936,370	6,077,051	1,219,213	3,752,960	5,588,754	80,332,670	11,866,983	790,424	15,349,770	128,914,193	1,092,470	130,006,663
Disposals /adjustments	103,100	111,251	-	526,937	16,981	6,021,708	-	-	-	6,779,977	-	6,779,977
Balance as at 31 March 2019	14,439,757	24,924,801	7,240,974	12,222,206	29,144,733	319,941,228	91,935,360	1,776,840	27,370,112	528,996,009	1,209,486	530,205,495
Net block												
Balance as at 31 March 2018	10,297,643	46,179,227	3,767,360	23,596,609	35,226,927	867,115,312	689,943,190	114,681,608	655,687,584	2,574,404,041	6,449,157	2,580,853,198
Balance as at 31 March 2019	7,487,906	41,953,773	4,655,069	21,424,294	35,015,772	852,041,768	703,934,631	115,855,449	655,787,584	2,550,715,059	5,386,187	2,556,101,246

- The Company has entered into an agreement with Uttar Pradesh Awas and Vikas Parishad, Kanpur for purchase of leasehold land having a lease term of 90 years. Till 31 March 2018, title of the said land was not transferred in the name of the Company. However, in the current year, the Company has made payment of entire amount of purchase consideration and title deed has been transferred in the Company's name.
- Capital work-in-progress amounting to Rs. 342,147,301 (previous year Rs. 91,093,861) includes plant and machinery pending installation and building under construction.
- Intangible asset under development amounting to Rs. 11,589,117 (previous year Rs. 8,012,854) includes License fees paid for installation of SAP and Hospital Management System (HMS) pending installation.
- During the year ended 31 March 2017, certain medical equipments were capitalized in the books of HCG Regency Oncology Healthcare Private Limited (transferor company) though these were under trial run. Adjustments aggregating to Rs. 256,368,459 arising on account of above in cost of assets and depreciation has been shown as adjustment in the above assets/ depreciation. Excess depreciation pertaining to previous year amounting to Rs. 4,864,764 has been shown as prior period adjustment in note 29.

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

	As at 31 March 2019	As at 31 March 2018
15 Non-current investments (valued at cost unless stated otherwise)		
Trade investments in equity shares (unquoted)		
Associates		
Regency Nephrocare Private Limited		
1,421,000 (previous year 1,421,000)		
Equity shares of Rs.10 each fully paid up	14,210,000	14,210,000
Add: Share in opening reserves	(2,555,120)	(5,939,389)
Add: Share in current year profit	<u>2,810,257</u>	<u>3,384,269</u>
	<u>14,465,137</u>	<u>11,654,880</u>
	14,465,137	11,654,880
Aggregate amount of unquoted investments	14,465,137	11,654,880
16 Loans and advances (unsecured considered good, unless otherwise stated)		
	As at 31 March 2019	As at 31 March 2018
	Long-term	Short-term
Capital advances	48,397,533	-
Security deposits	41,701,967	-
Advance to employees	-	2,102,210
Other advance LT Advance to others	3,191,436	1,093,877
Advance tax [Net of provision for income tax]	88,644,850	-
Advance to Vendor	-	5,124,576
Minimum alternate tax credit receivable (refer note (a) below)	31,048,213	-
	<u>212,983,998</u>	<u>8,320,663</u>
	212,983,998	8,320,663
(a) Minimum alternate tax credit entitlement		
Balance at the beginning of the year	21,835,044	11,591,504
Add: Minimum alternate tax credit entitlement created during the year	9,213,169	(8,220,367)
Add: Minimum alternate tax credit entitlement created for earlier years		1,982,643
Less: Minimum alternate tax credit entitlement utilised during the year	-	-
Balance at the end of the year	<u>31,048,213</u>	<u>5,353,780</u>
17 Current investments		
Non trade investments (at lower of cost and fair value, quoted)		
Investment in mutual funds (Non trade - Quoted)		
Nil (Previous year 48,536) units of Birla Sun Life Monthly Investment Plan - Growth	-	2,025,000
14,599(Previous year 345,543) units of HDFC MF Monthly Income Plan - LT - Growth	625,000	14,607,720
20,526 (Previous year Nil) units of Reliance Low Duration funds	51,446,198	-
Nil (Previous year 1,351,296) Reliance Regular savings fund debt option- Growth	-	30,421,332
Investment in mutual funds (Non trade - Quoted)	<u>52,071,198</u>	<u>47,054,052</u>
Aggregate amount of Marker value of quoted investments	<u>53,721,254</u>	<u>49,867,855</u>
18 Inventories (valued at lower of cost or net realisable value)		
Pharmacy	46,454,565	39,079,614
Surgical, pathological and kitchen items	39,564,960	35,346,830
Other miscellaneous consumable items	5,430,823	2,563,460
	<u>91,450,348</u>	<u>76,989,904</u>

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

	As at 31 March 2019	As at 31 March 2018		
19 Trade receivables				
Outstanding for a period exceeding six months				
from the date they are due for payment				
Unsecured, Considered good	185,979,072	194,360,684		
Unsecured, Considered doubtful	15,526,386	19,629,801		
	<u>201,505,458</u>	<u>213,990,485</u>		
Less: Allowances for bad and doubtful debts	15,526,386	19,629,801		
	<u>185,979,072</u>	<u>194,360,684</u>		
Other debts				
Unsecured, considered good	184,065,791	77,819,041		
Unsecured, Considered doubtful	15,511,235	7,768,166		
	<u>199,577,026</u>	<u>85,587,207</u>		
Less : Allowances for bad and doubtful debts	15,511,235	7,768,166		
	<u>184,065,791</u>	<u>77,819,041</u>		
	<u>370,044,863</u>	<u>272,179,725</u>		
20 Cash and bank balances				
Cash and cash equivalents				
Cash on hand	5,315,762	3,485,638		
Balances with banks in current accounts	151,880,555	30,293,324		
Other bank balances				
Deposits with maturity more than three months but less than twelve months (refer note (i) below)	10,657,741	177,720,606		
	<u>167,854,058</u>	<u>211,499,568</u>		
Note				
(i) Total deposits of Rs 106,57,741 (previous year 173,720,606) are pledged with Bank of Baroda , HDFC Bank Ltd and Yes Bank Ltd against fund based and non fund based limit obtained.				
21 Other current assets				
	As at 31 March 2019	As at 31 March 2018		
	Long-term	Short-term	Long-term	Short-term
Prepaid expenses	-	8,880,542	-	7,129,983
Unbilled revenue	-	35,277,212	-	28,457,871
Interest accrued and not due on deposits with banks	-	1,015,054	-	6,406,006
Deferred lease rent recoverable	3,573,977	-	3,326,723	-
Other receivables	-	118,648	-	16,668
	<u>3,573,977</u>	<u>45,291,456</u>	<u>3,326,723</u>	<u>42,010,528</u>
22 Revenue from operations				
Revenue from				
Healthcare services		2,083,425,299		1,641,844,057
Pharmacy and surgical sales		162,731,079		115,850,438
Nursing school		13,295,400		11,321,850
		<u>2,259,451,778</u>		<u>1,769,016,345</u>
23 Other income				
Interest income from banks		6,876,898		7,057,029
Interest income on income tax refund		2,954,381		851,326
Profit on sale of mutual funds		3,293,531		29,570,682
Provisions/liabilities no longer required written back		3,164,805		5,631,898
Other non-operating income				
- Income from leasing		5,181,528		5,952,406

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

	- Income from manpower services	-	41,400
	- Sale of food items	1,445,782	1,310,873
	- Miscellaneous income	2,994,818	3,652,949
		25,911,743	54,068,563
24	Consumption of pharmacy, surgical and kitchen items		
	Opening stock	74,426,443	50,029,449
	Add : Purchases during the year	508,552,145	414,882,310
		582,978,588	464,911,759
	Less : Closing stock	86,019,525	74,426,443
		496,959,063	390,485,316
25	Employee benefits expense		
	Salaries, wages and bonus	388,439,488	333,756,740
	Contribution to provident and other defined contributi on funds	8,946,568	8,262,112
	Gratuity expense (refer note 36)	2,578,976	157,180
	Staff welfare expenses	11,415,614	8,864,230
		411,380,646	351,040,262
26	Finance costs		
	Interest expense		
	- Term loans	126,221,506	93,828,356
	- Vehicle loans	1,171,983	1,382,852
	- Working capital facilities	14,071,234	10,990,282
	- Others	316,242	304,457
	Other borrowing cost	232,630	324,879
		142,013,595	106,830,826
27	Depreciation and amortisation expense		
	Depreciation and amortisation expense (refer note 14)	130,006,663	100,131,620
		130,006,663	100,131,620
		For the year ended	For the year ended
		31 March 2019	31 March 2018
28	Other expenses		
	Doctor and other professional fees	519,327,610	439,889,104
	Medical Service Fee	71,871,808	64,343,836
	Power and fuel	93,584,390	76,750,977
	Rent	83,888,321	53,248,455
	Repairs and maintenance		
	- Buildings	7,449,671	5,251,464
	- Plant and machinery	32,149,777	26,429,191
	- Vehicles	4,558,137	3,645,041
	Office maintenance and others	13,904,399	10,510,938
	Insurance	3,823,214	3,570,883
	Rates and taxes	7,372,997	3,073,603
	Advertisement expenses	12,911,717	13,607,428
	Printing and stationary	5,763,676	8,071,970
	Corporate social responsibility expenses (refer note 42)	1,310,000	900,000
	Legal and professional expenses	9,682,861	11,786,545
	Remuneration to auditors (refer note 37)	3,446,270	3,294,964
	Security expenses	14,462,710	11,687,687
	House keeping expenses	62,672,007	47,502,136
	Telephone expense	1,481,196	1,900,622
	Travelling expense	7,270,606	6,792,002
	Bad debts	62,182,003	36,313,403
	Provision for doubtful debts	3,639,654	3,576,024
	Bank charges	1,394,720	1,237,465
	Bank Commission	5,541,645	3,991,561
	Loss on disposal of fixed assets (net)	1,409,518	802,170

Bill processing and Collection Charges	9,095,024	-
Expenses incurred on capital raising	-	1,500,000
Miscellaneous expenses	5,654,228	6,273,560
	1,045,848,159	845,951,029

29 Other prior period items

Expense not recognised in earlier periods	-	24,801
Depreciation reversal (refer note 14)	-	(4,864,764)
	-	(4,839,963)

Exceptional item
30 Particulars

For the year ended **For the year ended**
31 March 2019 **31 March 2018**

Loss on disposal of property, plant and equipment*	19,969,708	-
	19,969,708	-

*The amount represents loss on sale of CT scan machine which has been sold in the current year due to some technical failure. The machine was purchased at cost of Rs. 22,050,000 which has been sold at consideration of Rs. 89,286. The difference between written down value on the date of sale amounting to Rs. 20,058,994 and sale proceeds amounting to Rs. 89,286 has been disclosed as an exceptional item under note 30 in the statement of profit and loss.

31 Earning per share

Net profit for the year	30,281,642	25,363,890
Number of shares outstanding as at year end	13,448,065	13,448,065
Weighted average number of shares outstanding	13,448,065	13,448,065
Basic and diluted earnings per share	2.25	1.89
Nominal value of shares	10.00	10.00

32 In compliance with Accounting Standard - 21 "Consolidated Financial Statements" and Accounting Standard - 23 "Accounting for Investments in Associates in Consolidated Financial Statements" referred to in the Companies (Accounting Standard) Rule 2006 read with Rule 7 of the Companies (Accounts) Rules, 2014 in respect of Section 133 of the Companies Act, 2013 (the 'Act'), Regency Hospital Limited ('Regency') has prepared the accompanying consolidated financial statements, which include the financial statements of Regency, its subsidiary and the results of operations of its associates listed below:

a) Detail of the subsidiaries are as under:

Name of subsidiary	Country of incorporation	Percentage of ownership	
		Current year	Previous year
Sibling Lifecare Private Limited	India	99.99%	99.99%

b) Details of associates are as under:

Name of the associate	Country of incorporation	Percentage of ownership	
		Current year	Previous year
Regency Nephrocare Private Limited	India	49.00%	49.00%

c) The consolidated financial statements of the Group have been based on a line by line consolidation of statement of profit and loss and balance sheet of Regency and its subsidiary. The effects of inter-company transactions between consolidated companies are eliminated on consolidation. These eliminations have been considered in the consolidated financial statement on the basis of figures provided and certified by the management and the auditors have relied on the same.

d) In accordance with the applicable provisions of Accounting Standard - 23 on "Accounting for Investments in Associates in Consolidated Financial Statements", equity method of accounting has been followed to incorporate the results of the operations of the associates in the consolidated financial statements.

33 Segment reporting

The Group undertakes operates an hospital and institute to conduct courses relating to hospital administration and public health. These services are distinguishable and are not subject to the same risks and returns.

The disclosures as required under accounting standard 17 on geographic segment has not been provided as the Group operates in one geographic area only. Information on the primary business segment is as follows:

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

Reportable segments	Hospital	Institute	Total 31 March 2019	Hospital	Institute	Total 31 March 2018
Revenue						
Healthcare services	2,083,425,299		2,083,425,299	1,641,844,057		1,641,844,057
Pharmacy and surgical sales	162,731,079		162,731,079	115,850,438		115,850,438
Nursing school		13,295,400	13,295,400		11,321,850	11,321,850
Other income	9,622,129		9,622,129	10,957,629		10,957,629
Unallocated			16,289,615			43,110,935
Total revenue	2,255,778,507	13,295,400	2,285,363,522	1,768,652,124	11,321,850	1,823,084,908
Result						
Segment result	22,075,560	4,266,782	26,342,342	(9,323,133)	2,992,980	(6,330,153)
Unallocated corporate expenses			3,446,270			3,294,964
Operating profit			22,896,072			(9,625,117)
Other income			16,289,615			43,110,935
Current tax			9,213,169			8,260,897
Tax relating to earlier year			448,350			(2,010,270)
Deferred tax			10,935,554			5,296,101
Deferred tax - earlier years			-			8,220,367
Minimum Alternate Tax (MAT) credit entitlement			(9,213,169)			(8,260,897)
Net profit after tax			27,801,783			21,979,621
Other information						
Segment assets	3,579,673,680	176,196,220	3,755,869,900	3,326,857,255	125,116,922	3,451,974,177
Unallocated assets			119,693,063			98,093,840
Total assets			3,875,562,964			3,550,068,017
Segment liabilities	2,196,461,003	145,557,507	2,342,018,510	2,093,947,340	98,793,497	2,192,740,837
Unallocated liabilities			45,357,858			34,422,304
Total liabilities			2,387,376,368			2,227,163,141
Capital expenditure (including capital work in progress and movement in creditors for capital goods and capital advances)						
Unallocated capital expenditure	216,095,316	166,143,016	382,238,331	1,365,953,187	115,033,878	1,480,987,064
Depreciation						
On fixed assets	128,768,144	1,238,520	130,006,663	99,071,603	1,060,017	100,131,621
Other non-cash adjustments	68,243,453	-	68,243,453	34,414,709	-	34,414,709

Note for segment reporting

- Operating profit and net income has not been measured and reported segment wise, as certain cost components have not been allocated to reportable segments. Additionally management's decision on resources and performance are based on revenue by products or services and costs in the aggregate. Some of the assets are not realistically allocable and identifiable as these assets are used interchangeably between reportable segments.
 - Other income has not been measured and reported segment wise as these components are not realistically allocable and identifiable.
 - An unallocated corporate expense includes taxes and finance charges and other unallocable corporate expenses.
 - Unallocated assets include cash and bank balances, other current assets and tax assets.
 - Unallocated liabilities include deferred tax liability, secured loan, unsecured loan and interest accrued but not due on loans.
 - Capital expenditure pertains to additions made to fixed assets during the period including capital advance and capital work in progress.
- Information on operating income, net income, assets and liabilities has not been provided by location of customers as such information is not realistically allocable and identifiable.

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

34 Additional information, as required under Schedule III to the Companies Act, 2013 of entities consolidated as Subsidiaries, Joint venture and Associate

S. No	Name of the entity	Net assets		Share in profit/loss	
		As a percentage of consolidated net assets	Amount (₹)	As a percentage of consolidated profit or (loss)	Amount (₹)
Parent Company					
1	Regency Hospital Limited	100%	1,489,689,006	93%	28,382,061
Subsidiary					
2	Sibling Lifecare Private Limited	0%	(1,327,150)	-2%	(580,279)
Associate (as per equity method)					
3	Regency Nephrocare Private Limited	0%	2,55,137	9%	2,810,257
Subtotal		100%	1,1488,616,993	100%	30,612,040
Less: Effects of intercompany eliminations/adjustments		0%	99,998	0%	-
Total		100%	1,1488,616,994	100%	30,612,040

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)
35 Related party disclosures

a) Names of related parties and related party relationships		
Relationship	Name	
Key Management Personnel (KMP)	1. Dr. Atul Kapoor (Managing Director) 2. Dr. Rashmi Kapoor (Whole Time Director)	
Relatives of KMP and relationship		
- Father of Dr. Atul Kapoor	1. Mr. Anant Ram Kapoor	
- Brother of Dr. Atul Kapoor	2. Mr. Arun Kapoor	
- Son of Dr. Atul Kapoor and Dr Rashmi Kapoor	3. Mr. Abhishek Kapoor	
- Wife of Mr. Abhishek Kapoor	4. Mrs. Janhvi Kapoor	
Associate	Regency Nephrocare Private Limited	
Enterprises owned or significantly influenced by KMP or their relatives	Amrita Charitable Trust	
b) Details of transactions with the related parties during the year in ordinary course of business are as follows:-		
	For the year ended 31 March 2019	For the year ended 31 March 2018
Lease rent income		
Regency Nephrocare Private Limited		
- from medical equipment	1,063,822	1,773,467
- from building	4,513,684	4,272,087
Amrita Charitable trust		
- from building	180,002	186,001
Maintenance service for building		
- Regency Nephrocare Private Limited	212,542	211,192
Fee for medical services received		
- Regency Nephrocare Private Limited	71,898,575	61,864,735
- Dr. Rashmi Kapoor	16,570,866	10,089,809
Remuneration		
- Mr. Anant Ram Kapoor	180,000	180,000
- Dr. Atul Kapoor	10,759,673	10,967,515
- Dr. Rashmi Kapoor	8,545,161	8,545,161
- Mr. Arun Kapoor	1,706,250	1,575,000
- Mr. Abhishek Kapoor	4,500,000	4,500,000
- Mrs. Janhvi Kapoor	626,378	481,694
Share in investigation charges		
- Dr. Rashmi Kapoor	3,643,551	3,340,492
Lease rent expense		
- Anant Ram Kapoor	7,805,700	7,389,000
- Dr. Atul Kapoor	990,000	990,000
- Dr. Rashmi Kapoor	3,900,000	3,900,000
Payments made on behalf of		
- Regency Nephrocare Private Limited	1,803,153	1,295,715
- Amrita Charitable Trust	3,163	-
Corporate social responsibility expenses		
- Amrita Charitable Trust	1,310,000	900,000

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

c) Details of outstanding balances of the related parties in ordinary course of business are as follows:-

	As at 31 March 2019	As at 31 March 2018
Payable for medical services received		
- Dr. Rashmi Kapoor	3,393,170	1,026,185
- Regency Nephrocare Private Limited	45,235,022	25,565,939
Rent receivable		
- Regency Nephrocare Private Limited	8,284,050	3,113,642
- Amrita Charitable Trust	89,976	-
Receivable for expenses incurred on behalf of		
- Regency Nephrocare Private Limited	5,640,085	3,644,790
- Amrita Charitable Trust	2,475	-
Receivable for sale of pharmacy and surgical items		
- Matrix Merchandise Trading Private Limited	8,981,347	10,891,347
Security deposit receivable		
- Dr. Rashmi Kapoor	5,825,000	5,825,000
Advance given		
- Mrs. Janhvi Kapoor	-	54,880
- Dr. Rashmi Kapoor	11,457	1,162
- Dr. Atul Kapoor	403,374	-
- Mr. Abhishek Kapoor	262,205	-
-Shri Anant Ram Kapoor	14,976	-
Investments in equity shares		
- Regency Nephrocare Private limited	14,210,000	14,210,000

d) Other arrangements

Personal guarantee given by Dr. Atul Kapoor and Dr. Rashmi Kapoor for loans the outstanding balance of which is Rs. 730,274,645 (previous year Rs. 822,955,258) obtained by the Company from various banks.

Personal guarantee given by Mr. Anant Ram Kapoor for loans the outstanding balance of which is Rs. 283,318,405 (previous year Rs. 445,134,469) obtained by the Company from various banks.

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
36 Employee benefits expense

Gratuity has been recognised as defined benefit plan in accordance with accounting standard - 15 "Employee benefits" as under:-

	For the year ended 31 March 2019	For the year ended 31 March 2018			
Change in present value of defined benefit obligation					
Present value of defined benefit obligation at the beginning of the year	15,649,737	21,124,455			
Current service cost	2,190,691	5,148,678			
Interest cost	1,192,927	1,509,328			
Plan Amendment Costs/(Credit)	-	(1,602,893)			
Actuarial loss	(435,914)	(10,529,831)			
Present value of defined benefit obligation at the end of the year	18,597,441	15,649,737			
Assets and liabilities recognised in the balance sheet					
Present value of defined benefit obligation	18,597,441	15,649,737			
Less: Fair value of plan assets	18,925,132	2,147,472			
Liability recognised in the balance sheet	(327,691)	13,502,265			
Recognised under:					
- Long-term provision	(327,691)	13,501,265			
- Short-term provision	-	1,000			
	(327,691)	13,502,265			
Expense recognised in the statement of profit and loss					
Current service cost	2,190,691	5,148,678			
Interest cost	1,192,927	1,509,328			
Expected return on plan assets	(791,048)	-			
Past Service Cost	-	(1,602,893)			
Actuarial loss/ (Gains)	(170,774)	(10,529,831)			
Total expense	2,421,796	(5,474,718)			
Actuarial assumptions					
Discount rate	7.70%	7.7%-6.90%			
Long-term rate of compensation increase	5.00%	5.00%			
Average remaining life (years)	33.87	34.77-29.09			
Demographic assumptions					
Mortality table	Indian Assured Lives Mortality (2006-08) Ult.Modified	Indian Assured Lives Mortality (2006-08) Ult.Modified			
Retirement age	70	70 / 60			
Withdrawal rates	2.00%	2.00%			
	As at 31 March 2019	As at 31 March 2018	As at 31 March 2017	As at 31 March 2016	As at 31 March 2015
Defined benefit obligation	(327,691)	13,502,265	21,124,455	18,687,336	6,062,000
Experience adjustment on plan liabilities	(435,914)	(10,529,831)	(2,118,816)	422,336	805,586

Notes :

- 1) The discount rate is based on the government bonds yields as at the balance sheet date corresponding to a term of approximately 10 years which is the expected term of defined benefit obligation.

- 2) The estimates of future salary increases has been considered on the basis of inflation rate, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Expenditure recognised in respect of defined contribution plan is as under:

	For the year ended 31 March 2019	For the year ended 31 March 2018
Employee provident fund paid to the authorities	4,593,303	2,553,722
Employee state insurance paid to the authorities	4,353,265	2,073,295

37 Remuneration to auditors

Payment to auditor:*

- Statutory audit	3,068,000	2,419,000
- Others	-	848,500
- Out of pocket expenses	378,270	27,464
	3,446,270	3,294,964

* Including gst/service Tax

38 Commitments

- Estimated value of contracts remaining to be executed on capital account and not provided for (net of advances): Rs. 283,577,219 (previous year Rs. 267,809,060)

Other commitments

(a) The Company has entered into an agreement with "The Empire" for acquisition of an immovable property on lease in Lucknow. The lease has a tenure of 9 years and carries an average monthly rent of Rs. 29,00,000 per month with an increment of 5% every year on the last paid rent which shall begin upon possession of the said premises. Subsequent to year end, letter of intend is signed between parties to increase the period from 9 years to 12 years. The total amount of capital expenditure remaining unexecuted is Rs. 15,000,000. The Company expects to receive the possession of the same by 1st October 2019.

39 (a) Contingent liabilities and litigations#

	As at 31 March 2019	As at 31 March 2018
Claims against the company not acknowledged as debt [refer note (a) below]	37,488,137	49,651,830
Disputed demand of Customs Department [refer note (b) below]	1,923,000	1,923,000
Bank guarantee furnished to Director, CGHS and ECHS, Railways and Regency School of Nursing	6,653,400	2,900,000
Bonus [refer note (c) below]	3,502,616	3,502,616
Income taxes (AY 2016-17)	263,863	359,917
Foreign letter of credit (USD 108,000)	7,512,480	152,172,130
Inland letter of credit & delivery orders	-	3,000,000
Foreign buyer's credit	-	3,745,028

Note

(a) Includes total amount of claims under various legal cases alleging medical negligence against the hospital as on 31 March 2019 is Rs. 37,488,137 (previous year Rs. 49,651,830). 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.

(b) The Company had deposited an amount of Rs. 1,923,000 (being 50% of disputed amount of Rs. 3,845,000) 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.

(c) 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 off Rs. 3,502,616 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.

(d) 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 has pronounced a ruling dated 28 February 2019 in which it is 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.

(b) Other matters

(a) The adjudication authority of Securities and Exchange Board of India (SEBI) vide its order dated 29 September 2018 has imposed penalties on the Company and its promoters under sections 15HA and 15-A(b) of the SEBI Act, 1992, out of which the penalty aggregating Rs. 2,000,000 is attributable to the Company. The management has filed an appeal with the appellate authorities against the above order, however subsequent to year, the Company has deposited the above amount of Rs. 2,000,000 under protest.

40 Operating lease

The Company has leased some of its premises to third parties under lease agreements that qualifies as an operating lease. Rental income for operating leases for the years ended 31 March 2019 and 31 March 2018 aggregate to Rs. 5,187,428 and Rs. 6,022,756 respectively.

The Company is a lessee under various cancellable and non-cancellable operating leases. Rental expense for operating leases for the years ended 31 March 2019 and 31 March 2018 was Rs. 83,894,221 and Rs. 53,318,805 respectively. The Company has executed non-cancellable operating leases. Expected future minimum lease payments in respect of such leases are as follows:

	As at	As at
	31 March 2019	31 March 2018
The minimum lease payments for the lease term are as under:		
Year ending after balance sheet date:		
Not later than one year	80,354,547	59,571,047
Later than one year but not later than five years	509,693,491	417,282,209
Later than five years	321,437,765	390,643,449
The minimum lease receipts for the lease term are as under:		
Year ending after balance sheet date:		
Not later than one year	4,016,394	3,825,138
Later than one year but not later than five years	23,302,740	17,311,152
Later than five years	2,625,534	12,633,516

41 Information pursuant to provisions of paragraph 5 of Part II of Schedule III of the Companies Act, 2013
i) Cost of materials consumed

	For the year ended 31 March 2019		For the year ended 31 March 2018	
	Value	Percentage	Value	Percentage
Indigenous	496,959,063	100%	390,485,316	100%
Imported	-	-	-	-
Total	496,959,063	100%	390,485,316	100%

ii) Expenditure in foreign currency (on accrual basis)

	For the year ended 31 March 2019		For the year ended 31 March 2018	
	USD	INR	USD	INR
Interest expense	Nil	Nil	2,748	180,111
Professional fees	5,547	458,200	2,787	211,812
Import of Capital Goods	Nil	Nil	94,900	6,112,561

iii) The year-end foreign currency exposures that have not been hedged by a derivative instrument or otherwise is as follows:

	For the year ended 31 March 2019		For the year ended 31 March 2018	
	USD	INR	USD	INR
Payable in foreign currency	-	-	2,722,046	176,444,399

42 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. In terms with the provisions of the said Act, the Company was required to spend a sum of approx. Rs. 644,241 (previous year Rs. 818,389) towards CSR activities during the year ended 31 March 2019. The details of amount actually spent by the Company are:

Particulars

	For the year ended 31 March 2019	For the year ended 31 March 2018
Amount spent during the year ending on 31 March 2019 and 31 March 2018		
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above (Education)	1,310,000	900,000

43 On April 17, 2018, the Board of Directors of the Company approved scheme of merger between the HCG Regency Oncology Healthcare Private Limited ('Transferor Company') and Regency Hospital Limited ('Transferee Company') and their respective shareholders and creditors (hereinafter referred to as "the Scheme") with appointed date of April 1, 2017. As per the Scheme, all the assets and liabilities and business of HCG Regency Oncology Healthcare Private Limited shall be transferred to Regency Hospital Limited (the Company) at their respective carrying values appearing in the books of the Transferor company on the appointed date. The scheme was filed with the Registrar of Companies, Uttar Pradesh and Uttarakhand at Kanpur and Official Liquidator Uttar Pradesh, Allahabad on July 31, 2018. The Company received No Objection Certificate from Registrar of Companies, Uttar Pradesh and Official Liquidator, Uttar Pradesh, Allahabad on August 20, 2018 and August 09, 2018 respectively. Also, the scheme was filed with Regional Director, New Delhi on November 02, 2018 which has been approved by the Regional Director vide his order dated November 29, 2018. Further, the same has been filed in the office of Registrar of Companies Uttar Pradesh and Uttarakhand on December 07, 2018 through Form INC-28 which has been duly approved by them on December 11, 2018. The impact of the above scheme of merger is considered in these financial statements. Impact of this has been disclosed below.

Particulars	Amount in Rs.
Fixed assets of the transferor company as at 31 March 2017	412,089,463
Less : Accumulated depreciation of the transferor company as at 31st March 2017	5,889,801
Net block of the transferor company as at 31 March 2017	406,199,662
CWIP of the transferor company as at 31 March 2017	392,405,281
Non Current assets of the transferor company as at 31 March 2017	26,258,774
Current assets of the transferor company as at 31 March 2017	17,337,935
Total assets of the transferor company as at 31 March 2017 (A)	842,201,653
Non Current liabilities of the transferor company as at 31 March 2017	515,381,029
Current liabilities of the transferor company as at 31 March 2017	63,400,882
Total liabilities of the transferor company as at 31 March 2017 (B)	578,781,911
Net assets taken over as on 1 April 2017 (C=A-B)	263,419,742
Less: Investment in the books of Transferee company as at 31 March 2017 (D)	(134,951,754)
Add: Fresh equity share capital issued by the transferor company to its shareholders upto 28 March 2018 (i.e. date of acquisition of additional 51% stake by the transferee company from the erstwhile shareholders of the transferor company) (E)	57,914,120
Add: Share premium received (net) on fresh equity issued by the transferor company to its shareholders upto 28 March 2018 (i.e. date of acquisition of additional 51% stake by the transferee company from the erstwhile shareholders of the transferor company) (F)	11,343,926
Less: Purchase consideration paid by the transferee company for acquisition of additional 51% stake by the transferee company from the erstwhile shareholders of the transferor company (G)	(246,625,500)
Net amalgamation adjustment (H= C-D-E-F-G)	(48,899,466)
The above adjustment has been disclosed as follows in the financial statements, in line with the order of the Regional Director:	
Deficit in statement of profit & loss as at 31 March 2017 in the books of transferor company, disclosed as adjustment to Surplus in Statement of Profit and Loss (I)	(3,731,951)
Balance adjustment disclosed as adjustment to securities premium reserve (J=H-I)	(45,167,515)

44 Previous year figures have been regrouped/ rearranged, wherever necessary to conform to current year classification.

For Walker Chandiok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Sd/-

Sumit Mahajan

Partner

M.No-504822

For and on behalf of the Board of Directors of

Regency Hospital Limited

Sd/-

Dr. Atul Kapoor

Managing Director

DIN- 01449229

Sd/-

Rishi Tandon

Company Secretary

Sd/-

Dr. Rashmi Kapoor

Director

DIN- 01818323

Sd/-

Deepak Gupta

Chief Financial Officer

Place : Kanpur

Date : 14 September 2019

Place : Kanpur

Date : 14 September 2019

Regency Hospital Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

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 2019, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and 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 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Accounting Standards prescribed under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014 (as amended), of the state of affairs of the Company as at 31 March 2019 its profit and its cash flows 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 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.
4. **Information other than the Financial Statements and Auditor's Report thereon**
The Company's Board of Directors is responsible for the other information. Other information does not include the financial statements and our auditor's report thereon.
Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. Reporting under this section is not applicable as no other information is obtained at the date of this auditor's report.

Responsibilities of Management and Those charged with governance for the Standalone Financial Statements

5. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards prescribed under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014 (as amended). 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends 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 Financial Statements

Regency Hospital Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

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, 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 system 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 management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
 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.
 11. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
- Report on Other Legal and Regulatory Requirements**
12. As required by section 197(16) of the Act, 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.
 13. As required by the Companies (Auditor's Report) Order, 2016 ('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.
 14. Further to our comments in Annexure "A", as required by section 143(3) of the Act, we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) the 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 the Accounting Standards prescribed under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014 (as amended);
 - 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 2019 from being appointed as a director in terms of section 164(2) of the Act;

Regency Hospital Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

- f) we have also audited the internal financial controls over financial reporting (IFCoFR) of the Company as on 31 March 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date and our report dated 14 September 2019 as per Annexure B expressed an unmodified opinion;
- 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 37 to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2019.;
- 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 2019;
- 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 2019;
- iv. the disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these standalone financial statements. Hence, reporting under this clause is not applicable.

For Walker Chandiok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Sumit Mahajan

Partner

Membership No.: 504822

UDIN: 19504822AAAABM8131

Place: Kanpur

Date: 14 September 2019

Annexure A to 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 2019

Annexure A

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
- (b) The Company has a regular program of physical verification of its property, plant and equipment under which property, plant and equipment are 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 program, certain property, plant and equipment were verified during the year and no material discrepancies were noticed on such verification.
- (c) The title deeds of all the immovable properties (which are included under the head 'Property, plant and equipment') are held in the name of the Company.
- (ii) In our opinion, the management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies between physical inventory and book records were noticed on physical verification.
- (iii) The Company has not granted any loan, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clauses 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the Order are not applicable.
- (iv) In our opinion, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of loans, investments, guarantees and security.
- (v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause

Regency Hospital Limited
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

3(v) of the Order are not applicable.

- (vi) 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 under sub-section (1) of Section 148 of the Act in respect of Company's products/services 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) Undisputed statutory dues including 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 to the appropriate authorities, though there has been a slight delay 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) The dues outstanding in respect of income-tax, sales-tax, service-tax, duty of customs, duty of excise and value added tax on account of any dispute, are as follows:

Statement of Disputed Dues

Name of the statute	Nature of dues	Amount(₹)	Amount (₹) paid	Protest (₹) Period to under amount relates	Forum where which the dispute is pending
Customs Act, 1962	Custom duty	3,845,000	1,923,000	1990-93	Hon'ble Allahabad High Court

- (viii) The Company has not defaulted in repayment of loans or borrowings to any bank or financial institution or government during the year . The Company did not have any outstanding debentures during the year.
- (ix) In our opinion, the Company has applied the moneys raised by way of term loans for the purpose of which these were raised. The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments).
- (x) No fraud by the Company or on the Company by its officers or employees has been noticed or reported during the period covered by our audit
- (xi) Managerial remuneration has been paid and provided

by the company in accordance with the requisite approvals mandated by the provisions of Section 197 of the Act read with Schedule V to the Act.

- (xii) In our opinion, the Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.
- (xiii) In our opinion all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable accounting standards.
- (xiv) During the year, the Company has made private placement of shares. In respect of the same, in our opinion, the Company has complied with the requirement of Section 42 of the Act and the Rules framed thereunder. Further, in our opinion, the amounts so raised have been used for the purposes for which the funds were raised.
- (xv) In our opinion, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act.
- (xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For Walker Chandiok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Sumit Mahajan

Partner

Membership No.: 504822

UDIN: 19504822AAAAABM8131

Place: Kanpur

Date: 14 September 2019

Regency Hospital Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

Annexure B to 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 2019

Annexure B

Independent Auditor's Report on the Internal Financial Controls 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 2019, we have audited the internal financial controls over financial reporting ('IFCoFR') of the Company as at that date.

Management's Responsibility for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in Guidance Note of Audit of Internal Financial Controls 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

3. Our responsibility is to express an opinion on the Company's IFCoFR 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') and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of IFCoFR, 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 IFCoFR 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 IFCoFR and their operating effectiveness. Our audit of IFCoFR includes obtaining an understanding of IFCoFR, 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 IFCoFR.

Meaning of Internal Financial Controls over Financial Reporting

6. A company's IFCoFR 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 IFCoFR 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 over Financial Reporting

7. Because of the inherent limitations of IFCoFR, 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 IFCoFR to future periods are subject to the risk that the IFCoFR may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Regency Hospital Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting and such controls were operating effectively as at 31 March 2019, based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in Guidance Note of Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') issued by the Institute of Chartered Accountants of India ('ICAI').

For Walker Chandiok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Sumit Mahajan

Partner

Membership No.: 504822

UDIN: 19504822AAAABM8131

Place: Kanpur

Date: 14 September 2019

Stand Alone Balance Sheet as at 31 March, 2019

(All amounts are in rupees, unless otherwise stated)

Particulars	Notes	As at 31 March 2019	As at 31 March 2018
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	5	140,427,790	134,480,650
Reserves and surplus	6	1,349,261,216	1,191,826,216
		1,489,689,006	1,326,306,866
Non-current liabilities			
Long-term borrowings	7	1,233,256,402	1,151,270,764
Deferred tax liabilities (net)	8	46,108,927	34,422,304
Other long-term liabilities	9	243,959,295	144,192,851
Long-term provisions	10	-	13,721,327
		1,523,324,624	1,343,607,246
Current liabilities			
Short-term borrowings	11	174,590,694	148,657,827
Trade payables	12		
- Dues of micro enterprises and small enterprises		8,021,143	150,547
- Dues of creditors other than micro enterprises and small enterprises		271,902,007	186,267,798
Other current liabilities	13	404,023,777	542,184,135
Short-term provisions	10	5,807,100	5,844,858
		864,344,721	883,105,165
Total		3,877,358,351	3,553,019,277
ASSETS			
Non-current assets			
Property, plant and equipment			
Tangible assets	14	2,550,715,059	2,574,404,041
Intangible assets	14	5,386,187	6,449,157
Capital work-in-progress	14	342,147,301	91,093,861
Intangible assets under development	14	11,589,117	8,012,854
Non-current investments	15	14,310,000	14,310,000
Long-term loans and advances	16	212,929,108	194,727,873
Other non-current assets	21	3,573,977	3,326,723
		3,140,650,749	2,892,324,509
Current assets			
Current investments	17	52,071,198	47,054,052
Inventories	18	91,450,348	76,989,904
Trade receivables	19	371,744,875	272,670,625
Cash and bank balances	20	167,829,062	211,359,698
Short-term loans and advances	16	8,320,663	10,609,961
Other current assets	21	45,291,456	42,010,528
		736,707,602	660,694,768
Total		3,877,358,351	3,553,019,277
Notes 1 to 42 form an integral part of these financial statements In terms of our report attached			

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

Sd/-
Sumit Mahajan
Partner
M.No-504822

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

Sd/-
Dr. Atul Kapoor
Managing Director
DIN- 01449229

Sd/-
Rishi Tandon
Company Secretary

Sd/-
Dr. Rashmi Kapoor
Director
DIN- 01818323

Sd/-
Deepak Gupta
Chief Financial Officer

Place : Kanpur
Date : 14 September 2019

Place : Kanpur
Date : 14 September 2019

Stand Alone Statment of Profit and Loss
(All amounts are in rupees, unless otherwise stated)

Particulars	Notes	For the year ended March 31, 2019	For the year ended March 31, 2018
REVENUE			
Revenue from operations	22	2,259,451,778	1,769,016,345
Other income	23	25,917,643	54,138,913
Total revenue		2,285,369,421	1,823,155,258
EXPENSES			
Consumption of pharmacy, surgical and kitchen items	24	496,959,063	390,485,316
Employee benefits expense	25	411,380,646	351,040,262
Finance costs	26	142,011,914	106,818,894
Depreciation and amortisation expense	27	130,006,663	100,131,620
Other expenses	28	1,044,524,394	844,578,416
Prior period items	29	-	(4,839,963)
Total expenses		2,224,882,680	1,788,214,545
Profit before tax and exceptional items		60,486,741	34,940,713
Exceptional item	30	19,969,708	-
Profit before tax		40,517,033	34,940,713
Tax expense			
- Current tax		9,213,169	8,260,897
- Current tax relating to earlier year		448,350	(2,010,270)
- Deferred tax		11,686,622	5,260,229
- Deferred tax relating to earlier year		-	8,220,367
- Minimum Alternate Tax (MAT) credit entitlement		(9,213,169)	(8,260,897)
Profit / (Loss) for the year		28,382,061	23,470,387
Earnings per equity share (nominal value Rs. 10)			
Basic and diluted	31	2.11	1.75
Notes 1 to 42 form an integral part of these financial statements In terms of our report attached			

For Walker Chandiok & Co LLP
Chartered Accountants

Firm's Registration No.: 001076N/N500013

Sd/-
Sumit Mahajan
Partner
M.No-504822

Place : Kanpur
Date : 14 September 2019

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

Sd/-
Dr. Atul Kapoor
Managing Director
DIN- 01449229

Sd/-
Rishi Tandon
Company Secretary

Sd/-
Dr. Rashmi Kapoor
Director
DIN- 01818323

Sd/-
Deepak Gupta
Chief Financial Officer

Place : Kanpur
Date : 14 September 2019

Cash Flow Statement for the year ended 31st March, 2019

(All amounts are in rupees, unless otherwise stated)

PARTICULARS	For the year ended 31 March 2019	For the year ended 31 March 2018
A Cash flow from operating activities		
Profit before tax	40,517,033	34,940,713
Adjustments for:		
Depreciation and amortisation expense	130,006,663	100,131,620
Interest expense	142,011,914	110,810,455
Interest income	(6,876,898)	(7,908,355)
Loss on sale of property, plant and equipment (net)	21,379,226	802,170
Profit on sale of current investments	(3,293,531)	(29,570,682)
Provision for doubtful debts	3,639,654	3,576,024
Bad debts	62,182,003	36,313,403
Provisions /liabilities no longer required written back	(3,164,805)	(5,631,898)
Operating profit before working capital changes	386,401,259	243,463,450
Adjustments for movement in:		
Increase in trade payables	93,504,804	34,098,355
(Decrease)/increase in provisions and other liabilities	(47,510,959)	47,328,434
(Increase) in trade receivables	(164,895,907)	(10,042,386)
(Increase)/decrease in loans and advances and other assets	2,607,864	(53,521,053)
(Increase)/decrease in inventories	(14,460,444)	(24,735,059)
Cash generated from operations	255,646,617	236,591,741
Less: Taxes paid (net)	(21,481,280)	(223,233)
Net cash generated from operating activities	234,165,337	236,368,508
B Cash flow from investing activities		
Purchase of property, plant and equipment (including capital work in progress and movement in creditors for capital goods and capital advances)	(382,238,331)	(1,480,987,064)
Proceeds from sale of property, plant and equipment	974,691	2,502,314
Interest received	5,861,844	1,502,350
Purchase of non-current investments	-	134,951,744
Adjustment pursuant to the scheme of arrangement (refer note 41)	-	(48,899,466)
Purchase of current investments	(92,825,000)	(21,425,000)
Proceeds from sale of current investments	91,101,385	759,149,350
Investment in bank deposits (having original maturity of more than three months)	167,062,865	(169,753,530)
Net cash (used) in investing activities	(210,062,546)	(822,959,302)
C Cash flow from financing activities		
Proceeds from issuance of equity share capital (including securities premium)	135,000,078	
Proceeds from short-term borrowings (net)	25,932,868	70,421,643
Proceeds from long-term borrowings	212,429,988	716,772,760
Repayment of long-term borrowings	(134,390,058)	(88,630,386)
Interest paid	(139,543,438)	(107,566,898)
Net cash generated from financing activities	99,429,438	590,997,119
Net increase in cash and cash equivalents	123,532,229	4,406,325
Cash and cash equivalents at the beginning of the year	33,639,092	29,232,767
Cash and cash equivalents at the end of the year	157,171,321	33,639,092

	For the year ended 31 March 2019	For the year ended 31 March 2018
Components of cash and cash equivalents (refer note 20)		
Cash on hand	5,298,457	3,468,333
Balances with banks in current accounts	151,872,864	30,170,759
	157,171,321	33,639,092

Note:

The above cash flow statement has been prepared under the "Indirect Method" as set out in Accounting Standard 3 (AS-3) on "Cash Flow Statements" as specified under section 133 of Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended).

Notes 1 to 42 form an integral part of these financial statements
In terms of our report attached

For Walker Chandiok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Sd/-

Sumit Mahajan
Partner
M.No-504822

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

Sd/-

Dr. Atul Kapoor
Managing Director
DIN- 01449229

Sd/-

Dr. Rashmi Kapoor
Director
DIN- 01818323

Sd/-

Rishi Tandon
Company Secretary

Sd/-

Deepak Gupta
Chief Financial Officer

Place : Kanpur

Date : 14 September 2019

Place : Kanpur

Date : 14 September 2019

Regency Hospital Limited**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019****1. Background of Company**

Regency Hospital Limited (the 'Company') is a public limited Company, incorporated on 8 June 1987. The Company provides a wide range of super specialty 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. The Company also operates a nursing college for educating the nurses for serving and providing medical services to the patients.

2. Basis of preparation of financial statements

These financial statements of the Company have been prepared using recognition and measurement principles in accordance with the generally accepted accounting principles in India ('Indian GAAP'), including the Accounting Standards specified under Section 133 of the Companies Act 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended).

These financial statements have been prepared on a going concern basis under the historical cost convention on the accrual basis. The accounting policies on recognition and measurement principles have been consistently applied by the Company and are consistent with those used in the previous year.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Revised Schedule III to the Companies Act, 2013. Based on the nature of services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current/ non-current classification of its assets and liabilities.

3. Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the results of operations during the reporting period. The actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

4. Significant accounting policies**a. Revenue recognition:**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

Revenue from healthcare services and pharmacy sales

Revenue recognised as and when the services are rendered / pharmacy items are sold. Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer.

Revenue also includes the value of services rendered pending final billing in respect of in-patients undergoing treatment as on the reporting date.

Revenue from academic services

Revenue is recognised on pro-rata basis on the completion of such services over the duration of the academic program.

Equipment lease rentals and income from rent

Revenue is recognised in accordance with the terms of lease agreements entered into with the respective lessees on straight line basis.

Interest

Interest income is recognised on a time proportion basis taking into account the principal amount outstanding and the rate applicable.

b. Inventories

Inventory of medical consumables and drugs, stores and spares are valued at lower of cost and net realisable value. Cost is determined on first in first out basis. Cost of these inventories comprises of all cost of purchase and other costs incurred in bringing the inventories to their present location after adjustment of Goods & Service Tax, wherever applicable.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale.

c. Investments

Investments that are readily realisable and intended to be held for not more than a year from the date

of the acquisition of such investments are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of such long term investments.

Regency Hospital Limited**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019**

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

d. Fixed assets*Property, plant and equipment*

Property, plant and equipment are stated at cost less accumulated depreciation and impairment loss, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance.

All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the year during which such expenses are incurred.

Gains or losses arising from derecognition/sale of property, plant and equipment 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 derecognised.

Intangible assets

Software which is not an integral part of the related hardware is classified as an intangible asset.

Capital work in progress

Capital work-in-progress represents expenditure incurred in respect of capital projects under development and are carried at cost.

e. Depreciation

Depreciation on fixed assets is provided on straight-line method as per the rates prescribed under Schedule II of the Companies Act, 2013.

Intangible assets are amortised over the period of 5 years on a straight line method.

Depreciation on additions is being provided on pro-rata basis from the date of such additions. Similarly, depreciation on assets sold/disposed off during the year is being provided up to the date on which such assets are sold/disposed off.

Leasehold improvements are amortised over the lease period.

The Company has adopted the provisions of Para 46A of AS 11 "The Effects of Change in Foreign Exchange Rates," accordingly exchange differences arising on reinstatement/settlement of long-term foreign currency

borrowings relating to acquisition of depreciable fixed assets are adjusted to the cost of the respective assets and depreciated over the remaining useful life of such assets.

f. Impairment of assets

The carrying amount of the asset is reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the asset is estimated. The recoverable amount is the greater of the asset's net selling price and value in use, which is determined based on the estimated future cash flow discounted to their present values. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment loss is reversed if there is change in the estimates used to determine the recoverable amount.

g. Foreign currency transactions and translations*Initial recognition*

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

Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction; and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Exchange differences

Exchange differences arising on the settlement of monetary items or on restatement of the Company's monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expenses in the year in which they arise.

h. Borrowing costs:

Borrowing cost includes interest, amortisation of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing cost which are not relatable to the qualifying asset are recognized as an expense in the year in which they are incurred. Borrowing cost of specific loans used for acquisition or construction of fixed assets, which necessarily take a substantial period of time to be ready for their intended use, are capitalised. Other borrowing costs are recognized as an expense in the year in which they are incurred.

Regency Hospital Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

i. Employee benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Accounting Standard 15 'Employee Benefits' (Revised 2005) referred to in the Companies (Accounting Standard) Rule 2006 read with Rule 7 of the Companies (Accounts) Rules, 2014 in respect of Section 133 of the Companies Act, 2013 (the 'Act').

Provident fund and Employees' state insurance

Provident fund benefit and Employee State Insurance benefit are defined contribution plans under which the Company pays fixed contributions into funds established under Employees Provident Fund and Miscellaneous Provision Act, 1952 and Employee State Insurance Act, 1948 respectively. The Company has no legal or constructive obligations to pay further contributions after payment of the fixed contribution. The contribution paid or payable in respect of defined contribution plans is recognized as an expense in the year in which services are rendered by the employee.

Gratuity

Gratuity is a post-employment benefit and is in the nature of defined benefit plan. The liability recognized in the balance sheet in respect of gratuity is the present value of the defined benefit obligation at the balance sheet date together with adjustments for unrecognized actuarial gains or losses and past service costs. The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from adjustments and changes in actuarial assumptions are charged or credited to the statement of profit and loss in the year in which such gains or losses arise.

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.

Other short term benefits

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

j. Segment Reporting

Business segments:

Segments have been identified and reported based on 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 Company 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 Company 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 Company as a whole and are not allocable to segments on reasonable basis, are shown as unallocated corporate assets and liabilities respectively.

k. Income taxes

The tax expense comprises of current taxes and deferred taxes. Current tax is the amount of income tax determined to be payable in respect of taxable income for a year as per the provisions of Income Tax, 1961.

Deferred tax is the effect of timing differences between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are reviewed at each balance sheet date and recognized/derecognized only to the extent that there is reasonable/virtual certainty, depending on the nature of the timing differences, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Minimum Alternate Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the period in which MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Statement of profit and loss and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent it is not reasonably certain that the Company will pay normal income tax during the specified period.

l. Earnings per share:

In determining the earnings per share, the Company considers the net profit after tax before extraordinary item and after extraordinary items and includes post - tax effect of any extraordinary items. The number of shares used in computing the basic earnings per share is the weighted

Regency Hospital Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

average number of shares outstanding during the period. For computing diluted earnings per share, potential equity shares are added to the above weighted average number of shares.

m. Leases:

Where the Company is the lessee

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased items are classified as operating leases. Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

Where the Company is the lessor

Leases in which the Company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in fixed assets. Lease income on an operating lease is recognised in the statement of profit and loss on a straight-line basis over the lease term. Costs, including depreciation, are recognized as an expense in the statement of profit and loss.

n. Contingent liabilities and provisions

The Company makes a provision when there is a present obligation as a result of a past event where the outflow of economic resources is probable and a reliable estimate of the amount of the obligation can be made.

A disclosure is made for a contingent liability when there is a:

- possible obligation, the existence of which will be confirmed by the occurrence/non-occurrence of one or more uncertain events, not fully within the control of the Company; or
- present obligation, where it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
- present obligation, where a reliable estimate of the obligation cannot be made.

o. Cash and cash equivalents

Cash and cash equivalents comprise of cash at bank, cash in hand and short-term bank deposits with an original maturity of three months or less.

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)
5 Share capital

	As at 31 March 2019		As at 31 March 2018	
	Number	Amount	Number	Amount
Authorised share capital				
Equity shares of Rs. 10 each	55,000,000	550,000,000	55,000,000	550,000,000
	<u>55,000,000</u>	<u>550,000,000</u>	<u>55,000,000</u>	<u>550,000,000</u>
Issued, subscribed and fully paid-up				
Equity shares of Rs. 10 each	14,042,779	140,427,790	13,448,065	134,480,650
	<u>14,042,779</u>	<u>140,427,790</u>	<u>13,448,065</u>	<u>134,480,650</u>

(a) Terms and rights attached to all class of shares

The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(b) The Company has not issued any share pursuant to a contract without payment being received in cash in the current year and preceding five years. The Company has not issued any bonus shares nor has there been any buy-back of shares in the current year and preceding five years

(c) Reconciliation of share capital

	Number of shares	Amount	Number of shares	Amount
Balance at the beginning of the year	13,448,065	134,480,650	13,448,065	134,480,650
Add : Issued during the year [refer note 5(a) below]	594,714	5,947,140	-	-
Balance at the end of the year	14,042,779	140,427,790	13,448,065	134,480,650

(d) Shareholders holding more than 5% of the share capital

	Number	% of shareholding	Number	% of shareholding
Dr. Rashmi Kapoor	3,433,502	24.45%	3,231,030	24.03%
Dr. Atul Kapoor	2,702,260	19.24%	2,702,260	20.09%
Atul Kapoor (HUF)	1,182,523	8.42%	1,182,523	8.79%
Anant Ram Kapoor	886,252	6.31%	886,252	6.59%
International Finance Corporation	2,802,217	19.95%	2,683,543	19.95%
Kois Holdings	908,590	6.47%	745,154	5.54%
Healthquad Fund	770,832	5.49%	660,700	4.91%

6 Reserves and surplus

	As at 31 March 2019	As at 31 March 2018
Securities premium reserve		
Balance at the beginning and end of the year	852,202,634	897,370,149
Add: Additions during the year [refer note (a)]	129,052,938	-
Less: Adjustment pursuant to scheme of arrangement (refer note 41)	-	(45,167,515)
	<u>981,255,572</u>	<u>852,202,634</u>
General reserve		
Balance at the beginning and end of the year	118,740,101	118,740,101
Surplus in the statement of profit and loss		
Balance at the beginning of the year	220,883,482	201,145,045
Add : Transferred from the statement of profit and loss	28,382,061	23,470,387
Add : Adjustment pursuant to the scheme of arrangement (refer note 41)	-	(3,731,951)
Balance at the end of the year	<u>249,265,543</u>	<u>220,883,482</u>
	<u>1,349,261,216</u>	<u>1,191,826,216</u>

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

- (a) During the year the Company has allotted 594,714 equity shares to Dr. Rashmi Kapoor, International Finance Corporation, Kois Holdings and Healthquad Fund at an issue price of Rs.227 per share including securities premium of Rs.217 per share.

7 Long-term borrowings

Secured

Term loan from banks and financial institutions [refer note (a) below]	1,349,064,265	1,260,763,016
Vehicle loans from banks and financial institutions [refer note (a) below]	11,204,125	14,586,084
Buyers credit [refer note (a) below]	-	3,745,028
	<u>1,360,268,390</u>	<u>1,279,094,128</u>
Less: Current maturities of long-term borrowings (refer note 13)	127,011,988	127,986,600
	<u>1,233,256,402</u>	<u>1,151,107,528</u>

Unsecured

Term Loans from banks [refer note (d) below]	-	346,217
Term Loans financial institutions [refer note (e) below]	218,902	3,007,018
	<u>218,902</u>	<u>3,353,235</u>
Less: Current maturities of long-term borrowings (refer note 13)	218,902	3,189,999
	-	163,236
	<u>1,233,256,402</u>	<u>1,151,270,764</u>

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

(All amounts are in rupees, unless otherwise stated)

Terms of repayment and security disclosure for the outstanding long term borrowings (including current maturities of long term borrowings)
(a) Secured term loans from banks and financial institutions

Name of bank / Financial Institution	As at 31 March 2019	As at 31 March 2018	Repayment terms	Details of security
HDFC Bank	10,964,502	14,626,635	06 Equated Monthly Instalments (EMIs) of Rs. 211,614 per month beginning from 20 August 2015 and thereafter 68 EMIs of Rs. 427,274 per month till 20 September 2021	Secured by way of charge on movable plant and machinery, and other fixed assets.
Yes Bank Limited	111,952,109	148,458,232	Duration:- 96 months (including 12 months moratorium) 4 quarterly instalment of Rs. 4867,483 per quarter beginning from 31 December 2014 and 8 quarterly instalment of Rs.7,301,225 per quarter beginning from 31 December 2015 and 4 quarterly instalment of Rs. 8,518,095 per quarter beginning from 31 December 2017 and 4 quarterly instalment of Rs. 9,734,966 per quarter beginning from 31 December 2018 and 4 quarterly instalment of Rs. 10,951,827 per quarter beginning from 31 December 2019 and thereafter 4 quarterly instalment of Rs. 12,168,708 per quarter beginning from 31 December 2020 till 30 September 2021.	<ol style="list-style-type: none"> 1. Secured by way of equitable mortgage of the land and building of the Renal Care Centre. 2. Exclusive charge on all the present and future movable fixed assets and current assets of the Renal Care Centre. 3. Additionally secured by personal guarantee of Dr. Atul Kapoor and Dr. Rashmi Kapoor.
Yes Bank Limited	22,946,987	28,334,541	Duration: 96 Months (including 12 Months Moratorium), 4 quarterly instalment of Rs 798,156 per quarter beginning from 30th September 2015 and 8 quarterly instalment of Rs.1,197,234 per quarter. Beginning from 30th September 2016 and 4 quarterly Instalment of Rs. 1,396,773 per quarter beginning from 30th September 2018 and 4 quarterly instalment of Rs.1,596,312 per quarter beginning from 30th September 2019 and 4 quarterly Instalment of Rs. 1,620,351 per quarter beginning from 31 July 2020 and thereafter 4 quarterly instalment of Rs. 1,995,390 per quarter till 30 April 2022.	<ol style="list-style-type: none"> 1. Secured by way of equitable mortgage of the Land and Building of the Renal Care Centre. 2. Exclusive charge on all the present and future movable fixed assets and current assets of the Renal Care Centre. 3. Additionally secured by personal guarantee of Dr. Atul Kapoor and Dr. Rashmi Kapoor.
Yes Bank Limited	30,000,000	38,000,000	Duration: 84 Months, repayable in 20 quarterly instalment of Rs. 2,000,000 beginning from 30 October 2016 and thereafter 4 quarterly instalment of Rs 2,500,000 per quarter till 30 July 2022.	<ol style="list-style-type: none"> 1. Secured by way of equitable mortgage of the land and building of the Renal Care Centre. 2. Exclusive charge on all the present and future movable fixed assets and current assets of the Renal Care Centre. 3. First charge on specific medical equipments 4. Additionally secured by personal guarantee of Dr. Atul Kapoor and Dr. Rashmi Kapoor.
Yes Bank Limited	122,057,144	142,400,000	Duration: 102 Months (including 18 Months Moratorium), 28 quarterly instalment of Rs. 50,85,714 per quarter beginning from 19th May ,2018 till 17th Februray,2025.	<ol style="list-style-type: none"> 1. First and exclusive charge on current assets of South Kanpur Hospital both Present and Future. 2. First and Exclusive charge on fixed Assets (movable & immovable) of Renal Care Centre. 3. Exclusive Charge on Medical Equipment and Movable Fixed Assets of South Kanpur Hospital Both Present and Future. 4. Personal Guarantee of Dr. Atul Kapoor and Dr. Rashmi Kapoor.
HDFC Bank	7,868,646	23,119,367	36 Equated Monthly Instalment (EMI's) of Rs. 14,00,036/- , beginning from 1st October 2016 and ending on 1st September 2019.	<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. Hypo-thecation and exclusive charge on plant & machinery & other assets of the company (both current and future) 4. Personal guarantee of Dr. Atul Kapoor and Dr. 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	37,860,857	43,106,814	Duration: 96 Months (including 12 Months Moratorium), 84 Equated Monthly Installments of Rs. 7,62,425/-beginning from 1st October, 2017 to 1st September, 2024.	
HDFC Bank	71,062,065	79,876,310	Duration: 102 Months (including 18 Months Moratorium), 84 Equated Monthly Installments of Rs. 13,40,528/- beginning from 1st April, 2018 and ending on 1st March, 2025.	
HDFC Bank	72,334,332	81,522,371	101 Equated Monthly Instalment (EMI's) of Rs. 13,83,869/- , beginning from 5th September, 2016 and ending on 5th February 2025.	
HDFC Bank	35,621,773	37,178,747	100 Equated Monthly Instalments (EMIs) beginning from 20th January 2018 to 20th March 2026 details as follows:-	<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

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

(All amounts are in rupees, unless otherwise stated)

Terms of repayment and security disclosure for the outstanding long term borrowings (including current maturities of long term borrowings)
(a) Secured term loans from banks and financial institutions

			EMI of Rs. 556,708 from 20th January 2018 to 20th June 2018. EMI of Rs. 587,347 from 20th July 2018 to 20th March 2026.	(movable & immovable) including Land & Building of Regency Hospital Limited (both current & future of MSH)																						
HDFC Bank	58,570,733	53,840,000	102 Equated monthly Installment starting from 1st April 2018 and ending on 1st Sept 2026. Details of EMI is as follows:- EMI of Rs. 757,122 beginning from 1st April 2018 ending on 1st July 2018. EMI of Rs. 393,081 beginning from 1st August 2018 ending on 1st November 2018. EMI of Rs. 493,281 beginning from 1st December 2018 ending on 1st March 2019. EMI of Rs. 897,297 beginning from from 1st April 2019 ending on 1st September 2026.	3. First & exclusive charge thur equitable mortgage of Regency Hospital Limited 4. Hypo-thecation and exclusive charge on plant & machinery & other assets of the company RHL-MSH facility (Both current & future) 5. Co-applicancy/Personal guarantee of Dr. Atul Kapoor and Dr. 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. 5. Equitable mortgage of residential as well as commercial property as mentioned below: a) 117/A-2 Sarvodya 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	600,000,000	570,300,000	Term loan of 60 Cr. With tenor of 12 years. Repayment in quarterly structured installmanents after a 3 year moratotium from date of 1st disbursement, as per repayment schedule given below: <table border="1"> <thead> <tr> <th>Year</th> <th>Repayment</th> </tr> </thead> <tbody> <tr><td>1to3</td><td>Nil</td></tr> <tr><td>4</td><td>1% of TL with interest</td></tr> <tr><td>5</td><td>4% of TL with interest</td></tr> <tr><td>6</td><td>5% of TL with interest</td></tr> <tr><td>7</td><td>7% of TL with interest</td></tr> <tr><td>8</td><td>8% of TL with interest</td></tr> <tr><td>9</td><td>10% of TL with interest</td></tr> <tr><td>10</td><td>20% of TL with interest</td></tr> <tr><td>11</td><td>20% of TL with interest</td></tr> <tr><td>12</td><td>25% of TL with interest</td></tr> </tbody> </table>	Year	Repayment	1to3	Nil	4	1% of TL with interest	5	4% of TL with interest	6	5% of TL with interest	7	7% of TL with interest	8	8% of TL with interest	9	10% of TL with interest	10	20% of TL with interest	11	20% of TL with interest	12	25% of TL with interest	1. Exclusive charge on Land & Building located at A-4 Sarvodya Nagar, Kanpur. 2. Exclusive charge on all movable fixed and current assets (both present & future). 3. Unconditional and irrevoaable corporate gurantee from HCG Ltd. For entrie loan amount to remain valid during the tenor of YBL facilities. 4. Letter of comfort from Regency Hospital backed by Board Resolution to remain valid during the tenor of YBL facilities.
Year	Repayment																									
1to3	Nil																									
4	1% of TL with interest																									
5	4% of TL with interest																									
6	5% of TL with interest																									
7	7% of TL with interest																									
8	8% of TL with interest																									
9	10% of TL with interest																									
10	20% of TL with interest																									
11	20% of TL with interest																									
12	25% of TL with interest																									
Yes Bank Limited	65,000,000		36 structured quarterly installments after a initial moratorium period of 38 months ending in June'2021 <table border="1"> <thead> <tr> <th>Year</th> <th>Repayment</th> </tr> </thead> <tbody> <tr><td>1 to 3</td><td>Nil</td></tr> <tr><td>4</td><td>1% of TL with interest</td></tr> <tr><td>5</td><td>4% of TL with interest</td></tr> <tr><td>6</td><td>5% of TL with interest</td></tr> <tr><td>7</td><td>7% of TL with interest</td></tr> <tr><td>8</td><td>8% of TL with interest</td></tr> <tr><td>9</td><td>10% of TL with interest</td></tr> <tr><td>10</td><td>20% of TL with interest</td></tr> <tr><td>11</td><td>20% of TL with interest</td></tr> <tr><td>12</td><td>25% of TL with interest</td></tr> </tbody> </table>	Year	Repayment	1 to 3	Nil	4	1% of TL with interest	5	4% of TL with interest	6	5% of TL with interest	7	7% of TL with interest	8	8% of TL with interest	9	10% of TL with interest	10	20% of TL with interest	11	20% of TL with interest	12	25% of TL with interest	1. Exclusive charge on all immovable fixed assets and moveable fixed assets of the Renal Care center, Kanpur both present and future. 2. Exclusive charge on Current assets of the Renal Care center, Kanpur both present and future. 3. First charge on specific equipments located at A-2 Sarvodaya Nagar Kanpur as mentioned below: Philips Inertia 1.5t Mri System -1Qty Ventilator Siemens -5 Qty Cath lab -1 Qty 4. Exclusive charge on current assets of the South Kanpur Hospital both present and future. 5. Exclusive charge on medical equipments& and moveable fixed assets of South Kanpur Hospital both present and future. 6. Exclusive charge by way of hypothecation of CA & MFA of nursing college both present and future. 7. Exclusive charge by way of equitable mortgage on Land & building of Nursing college both present and future 8. Personal Guarantee of Dr. Atul Kapoor and Dr. Rashmi Kapoor
Year	Repayment																									
1 to 3	Nil																									
4	1% of TL with interest																									
5	4% of TL with interest																									
6	5% of TL with interest																									
7	7% of TL with interest																									
8	8% of TL with interest																									
9	10% of TL with interest																									
10	20% of TL with interest																									
11	20% of TL with interest																									
12	25% of TL with interest																									
Yes Bank Limited	7,825,117		84 Equated Monthly Instalment (EMI's) of Rs. 1,33,836	Hypothecation on Original Invoices and Insurance Copies																						

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

(All amounts are in rupees, unless otherwise stated)

Terms of repayment and security disclosure for the outstanding long term borrowings (including current maturities of long term borrowings)
(a) Secured term loans from banks and financial institutions

Yes Bank Limited	95,000,000		36 structured quarterly installments after a initial moratorium period of 38 months ending in June 2021 Year 1 to 3 Nil 4 1% of TL with interest 5 4% of TL with interest 6 5% of TL with interest 7 7% of TL with interest 8 8% of TL with interest 9 10% of TL with interest 10 20% of TL with interest 11 20% of TL with interest 12 25% of TL with interest	1. Exclusive charge on all immovable fixed assets and moveable fixed assets of the Renal Care center, Kanpur both present and future. 2. Exclusive charge on Current assets of the Renal Care center, Kanpur both present and future. 3. First charge on specific equipments located at A-2 Sarvodaya Nagar Kanpur as mentioned below: Philips Inertia 1.5t Mri System -1 Qty Ventilator Siemens -5 Qty Cath lab -1 Qty 4. Exclusive charge on current assets of the South Kanpur Hospital both present and future. 5. Exclusive charge on medical equipments & and moveable fixed assets of South Kanpur Hospital both present and future. 6. Exclusive charge by way of hypothecation of CA & MFA of nursing college both present and future. 7. Exclusive charge by way of equitable mortgage on Land & building of Nursing college both present and future 8. Personal Guarantee of Dr. Atul Kapoor and Dr. Rashmi Kapoor 9. Exclusive charge by way of hypothecation of CA & MFA of renal care hospital in lucknow
	<u>1,349,064,265</u>	<u>1,260,763,017</u>		

The above loan carry an interest rate ranging from 9.5 % p.a. to 10.8% p.a. (previous year 9% p.a. to 12% p.a)

(b) Secured vehicle loans from financial institutions

Name of Party	As at 31 March 2019	As at 31 March 2018	Terms of Repayment	
Allahabad Bank	776,416	966,905	Equated Monthly Instalments (EMIs) of Rs.22,300	Secured by way of charge on vehicle financed through the loan facility.
Kotak Mahindra Prime Limited	10,427,709	13,619,179	Equated Monthly Instalments (EMIs) ranging from Rs. 12,555 per month to Rs. 122,850	Secured by way of charge on vehicle financed through the loan facility.
	<u>11,204,125</u>	<u>14,586,084</u>		

The above loan carry an interest rate ranging from 9 % p.a. to 12% p.a. (previous year 9% p.a. to 12% p.a)

(c) Buyers credit / LC

Name of Party	As at 31 March 2019	As at 31 March 2018	Terms of Repayment	
Yes Bank Limited	-	3,745,028	360 Days (Ending on 2 July 2018)	Secured by hypothecation of underlying asset for which the loan has been obtained.
	<u>-</u>	<u>3,745,028</u>		

The above loans carry an interest rate ranging from nil. (previous year 2.3% p.a. to 2.3% p.a)

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(d) Unsecured loans from bank

Name of Party	As at 31 March 2019	As at 31 March 2018	Terms of repayment
HDFC Bank Limited	-	346,217	36 Equated Monthly Instalments (EMIs) of Rs. 117,912 per month beginning from 04 July 2015 till 04 June 2018
	<u>-</u>	<u>346,217</u>	

The above loans carry an interest rate ranging from nil (previous year 13% p.a)

(e) Unsecured loans from financial institutions

Name of financial institution	As at 31 March 2019	As at 31 March 2018	Terms of repayment
Bajaj Finserv Lending		118,500	36 Equated Monthly Instalments (EMIs) of Rs 121,329 per month beginning from 02 May 2015 till 02 April 2018.
Magma Fincorp Limited	218,902	2,570,668	48 Equated Monthly Instalments (EMIs) of Rs 222,277 per month beginning from 07 May 2015 till 07 April 2019
Tata Capital Financial Services	-	317,850	36 Equated Monthly Instalments (EMIs) of Rs. 174,553 per month beginning from 03 June 2015 till 03 May 2018
	<u>218,902</u>	<u>3,007,018</u>	
Less: Current maturities of long term debts (refer note 9)	<u>(127,230,890)</u>	<u>(131,176,599)</u>	
	<u>1,233,256,402</u>	<u>1,151,270,765</u>	

The above loans carry an interest rate ranging from 15 % p.a. to 18% p.a. (previous year 15% p.a. to 18% p.a)

8 Deferred tax liabilities (net)
Deferred tax liability

Impact of difference between tax depreciation and depreciation/amortisation charged as per books of account
Deferred lease rent recoverable
Provision for gratuity

**As at
31 March 2019** **As at
31 March 2018**

119,772,983 94,528,352
994,280 916,595
91,164 -

Deferred tax assets

Provision for gratuity
Provision for bonus
Provision for doubtful debts
Rent equalisation reserve
Expenses incurred on capital raising
Unabsorbed depreciation as per the Income- tax Act, 1961

- (3,720,212)
(3,304,951) (2,842,151)
(8,634,666) (7,548,825)
(5,879,230) (3,147,207)
(8,498,474) (8,646,078)
(48,432,180) (35,118,170)
46,108,927 34,422,304

9 Other long-term liabilities

Rent equalisation reserve
Creditor for capital goods
Deposit from employees

109,132,101 11,422,582
108,356,111 112,278,647
26,471,083 20,491,622
243,959,295 144,192,851

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

10 Provisions

	As at 31 March 2019		As at 31 March 2018	
	Long-term	Short-term	Long-term	Short-term
Provision for gratuity (refer note 34)	-	-	13,501,265	1,000
Provision for compensated absences	-	3,807,100	220,062	3,843,858
Other provisions [refer note 37(b)]	-	2,000,000	-	2,000,000
	<u>-</u>	<u>5,807,100</u>	<u>13,721,327</u>	<u>5,844,858</u>

11 Short-term borrowings- Secured

Working capital borrowings from banks
(refer note below)

	174,590,694	148,657,827
	<u>174,590,694</u>	<u>148,657,827</u>

Name of bank	As at 31st March 2019	As at 31st March 2018	Details of security
Yes Bank Limited	14,400,799	20,628,070	1. Secured by way of equitable mortgage of the land and building of the Renal Care Centre. 2. Exclusive charge on all the present and future movable fixed assets and current assets of the Renal Care Centre. 3. Unconditional and Irrevocable personal guarantee of Dr. Atul Kapoor and Dr. Rashmi Kapoor.
Yes Bank Limited	7,737,451	-	1. Charge on all movable and immovable fixed assets of the Renal Care center both present and future 2. Exclusive charge on all current assets of the South Kanpur Hospital both present and future 3. Exclusive charge on medical equipment's & movable fixed assets of South Kanpur Hospital
Yes Bank Limited	2,481,390	1,538,950	1. Exclusive charge on Land & Building located at A-4, Sarvodya Nagar, Kanpur. 2. Exclusive charge on all movable fixed and current assets (both present & future)
HDFC Bank Ltd	149,971,054	126,490,807	Same as defined in note 7(a)
	<u>174,590,694</u>	<u>148,657,827</u>	

The above loans carry an interest rate ranging from 9.35% p.a. to 10.45% p.a. (previous year 9% p.a. to 10.50%)

12 Trade payables

Dues to micro, small and medium enterprises (refer note a below)
Dues to others

	As at 31 March 2019	As at 31 March 2018
	8,021,143	150,547
	271,902,007	186,267,798
	<u>279,923,150</u>	<u>186,418,345</u>

- a) 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.

Principal amount remaining unpaid	8,021,143	143,864
Interest due thereon	75,717	6,683
Interest paid by the Company in terms of Section 16 of MSMED Act, 2006, along with the amount of the payment made to the suppliers and service providers beyond the appointed day during the year	-	-
Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	-	-
Interest accrued and remaining unpaid as at end of the year	82,400	6,683
Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-

The above information has been given in respect of such vendors to the extent they could be identified as micro and small enterprises as per MSMED Act, on the basis of and from the date information available with the Company.

13 Other current liabilities

Current maturities of long-term debt (refer note 13)	127,230,890	131,176,599
Employee related payables	42,126,024	36,830,447
Consultant fee payable	57,935,109	45,328,714
Consultant fees accrued but not due	6,135,829	4,164,551
Deposit from employees	6,209,266	7,432,252
Interest accrued and due on borrowings	9,376,697	7,841,960
Interest accrued but not due on borrowings	2,468,476	3,243,557
Advance from customers	80,901,005	20,281,884
Creditor for capital goods	32,930,479	256,263,200
Statutory dues	7,493,076	12,996,312
Other liabilities	31,216,926	16,624,659
	<u>404,023,777</u>	<u>542,184,135</u>

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

14. Property, plant and equipment

Particulars	Computers	Furniture and fixtures	Office equipment	Vehicles	Electrical equipments	Plant machinery	Building	Lease hold land improvements	Free hold land	Tangible Assets	Intangible	Total Assets
Gross Block												
Balance as at 1 April 2017	15,081,028	30,120,307	8,547,733	27,750,160	43,637,531	798,867,437	431,527,907	110,139,471	115,773,057	1,630,563,270	634,651	1,631,197,921
Additions	6,501,377	35,023,902	1,293,227	9,669,406	15,222,668	570,245,948	338,556,033	5,528,553	539,914,527	1,612,767,926	6,381,552	1,619,149,448
Disposals/adjustments	678,275	5,981	53,839	4,826,774	60,313	256,367,807	72,373	-	-	262,065,362	450,000	262,515,362
Balance as at 01 April 2018	20,904,130	65,138,228	9,789,121	32,592,792	58,799,886	1,112,745,578	770,011,567	115,668,024	655,687,584	2,981,265,834	6,566,173	2,987,832,007
Additions	1,132,060	1,858,520	2,106,922	1,664,190	5,440,769	87,453,978	25,853,424	1,964,265	100,000	127,579,127	29,500	127,608,627
Disposals/adjustments	108,527	118,174	-	610,482	80,150	28,216,560	-	-	-	29,133,892	-	29,133,892
Balance as at 31 March 2019	21,927,663	66,878,574	11,895,043	33,646,500	64,160,505	1,171,982,996	795,869,991	117,632,289	655,787,584	3,078,711,069	6,595,673	3,086,306,742
Accumulated depreciation												
Balance as at 1 April 2017	7,392,410	14,398,547	4,928,313	7,239,104	19,170,690	186,425,807	70,275,958	274,079	-	314,554,371	-	314,554,371
Depreciation charge for the year	3,510,699	4,566,692	1,102,841	3,465,604	4,462,420	64,824,758	9,808,373	712,337	-	100,014,603	117,016	100,131,619
Disposals/adjustments	296,622	6,238	9,393	1,708,525	50,150	5,620,299	15,954	-	-	7,707,181	-	7,707,181
Balance as at 01 April 2018	10,606,487	18,959,001	6,021,761	8,996,183	23,572,960	245,630,266	80,068,377	986,416	12,020,342	406,861,793	117,016	406,978,809
Depreciation charge	3,936,370	6,077,051	1,219,213	3,752,960	5,588,754	80,332,670	11,866,983	790,424	15,349,770	128,914,193	1,092,470	130,006,663
Disposals/adjustments	103,100	111,251	-	526,937	16,981	6,021,708	-	-	-	6,779,977	-	6,779,977
Balance as at 31 March 2019	14,439,757	24,924,801	7,240,974	12,225,206	29,144,733	319,941,228	91,935,360	1,776,840	27,370,112	528,996,009	1,209,486	530,205,495
Net block												
Balance as at 31 March 2018	10,297,643	46,179,227	3,767,360	23,596,609	35,226,927	867,115,312	689,943,190	114,681,608	655,687,584	2,574,404,041	6,449,157	2,580,853,198
Balance as at 31 March 2019	7,487,906	41,953,773	4,655,069	21,424,294	35,015,772	852,041,768	703,894,631	115,855,449	655,787,584	2,550,715,059	5,386,187	2,556,101,246

Note:

- The Company has entered into an agreement with Uttar Pradesh Awasth and Vikas Parishad, Kanpur for purchase of leasehold land having a lease term of 90 years. Till 31 March 2018, title of the said land was not transferred in the name of the Company. However, in the current year, the Company has made payment of entire amount of purchase consideration and title deed has been transferred in the Company's name.
- Capital work-in-progress amounting to Rs. 342,147,301 (previous year Rs. 91,093,861) includes plant and machinery pending installation and building under construction.
- Intangible asset under development amounting to Rs. 11,589,117 (previous year Rs. 8,012,854) includes License fees paid for installation of SAP and Hospital Management System (HMS) pending installation.
- During the year ended 31 March 2017, certain medical equipments were capitalized in the books of HCG Regency Oncology Healthcare Private Limited (transferor company) though these were under trial run. Adjustments aggregating to Rs. 256,368,459 arising on account of above in cost of assets and depreciation has been shown as adjustment in the above assets/depreciation. Excess depreciation pertaining to previous year amounting to Rs. 4,864,764 has been shown as prior period adjustment in note 29.

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

15	Non-current investments (valued at cost unless stated otherwise)	As at	As at
		31 March 2019	31 March 2018
	Trade investments in equity shares (unquoted)		
	Subsidiary		
	Sibling LifeCare Private Limited	100,000	100,000
	10,000 (previous year 10,000) Equity shares of Rs. 10 each fully paid up		
	Associates		
	Regency Nephrocare Private Limited		
	1,421,000 (previous year 1,421,000) Equity shares of Rs. 10 each fully paid up	14,210,000	14,210,000
		<u>14,310,000</u>	<u>14,310,000</u>
	Aggregate amount of unquoted investments	14,310,000	14,310,000
16	Loans and advances (unsecured considered good, unless otherwise stated)	As at 31 March 2019	As at 31 March 2018
		Long-term	Short-term
		Long-term	Short-term
	Capital advances	48,397,533	-
	Security deposits	41,701,967	-
	Other loans and advances		
	Advance to employees	-	2,102,210
	Other advance LT Advance to others	3,191,436	1,093,877
	Advance tax [net of provision for income tax]	88,589,959	-
	Advance to vendor	-	5,124,576
	Minimum alternate tax credit receivable [also refer note (a) below]	31,048,213	-
		<u>212,929,108</u>	<u>8,320,663</u>
	Note (a) 'Minimum alternate tax credit entitlement		
	Balance at the beginning of the year		21,835,044
	Add: Minimum alternate tax credit entitlement created during the year		9,213,169
	Add: Minimum alternate tax credit entitlement created for earlier years		-
	Balance at the end of the year		<u>31,048,213</u>
17	Current investments		
	Non trade investments (at lower of cost and fair value, quoted)		
	Nil (Previous year 48,536) units of Birla Sun Life Monthly Investment Plan - Growth	-	2,025,000
	14,599(Previous year 345,543) units of HDFC MF Monthly Income Plan - LT - Growth	625,000	14,607,720
	20,526 (Previous year Nil) units of Reliance Low Duration funds	51,446,198	-
	Nil (Previous year 1,351,296) Reliance Regular savings fund debt option- Growth	-	30,421,332
	Investment in mutual funds (Non trade - Quoted)	<u>52,071,198</u>	<u>47,054,052</u>
	Aggregate amount of market value of quoted Investments	53,721,254	49,867,855
18	Inventories (valued at lower of cost or net realisable value)		
	Pharmacy	46,454,565	39,079,614
	Surgical, pathological and kitchen items	39,564,960	35,346,830
	Other miscellaneous consumable items	5,430,823	2,563,460
		<u>91,450,348</u>	<u>76,989,904</u>

	<u>As at 31 March 2019</u>	<u>As at 31 March 2018</u>
19 Trade receivables		
Outstanding for a period exceeding six months from the date they are due for payment receivables		
Unsecured, Considered good	187,679,084	194,851,584
Unsecured, Considered doubtful	<u>15,526,386</u>	<u>19,629,801</u>
	<u>203,205,470</u>	<u>214,481,385</u>
Less: Allowances for bad and doubtful debts	<u>15,526,386</u>	<u>19,629,801</u>
	<u>187,679,084</u>	<u>194,851,584</u>
Unsecured debts		
Other debts		
Unsecured, considered good	184,065,791	77,819,041
Unsecured, Considered doubtful	<u>15,511,235</u>	<u>7,768,166</u>
	<u>199,577,026</u>	<u>85,587,207</u>
Less : Allowances for bad and doubtful debts	<u>15,511,235</u>	<u>7,768,166</u>
	<u>184,065,791</u>	<u>77,819,041</u>
	<u>371,744,875</u>	<u>272,670,625</u>

20 Cash and bank balances		
Cash and cash equivalents		
Cash on hand	5,298,457	3,468,333
Bank Balances with banks in current accounts	151,872,864	30,170,759
Other bank balances		
FDR Deposits with maturity more than three months but less than twelve months [refer note (i) below]	<u>10,657,741</u>	<u>177,720,606</u>
	<u>167,829,062</u>	<u>211,359,698</u>

Note

- (i) Total deposits of Rs. 106,57,741 (previous year Rs.173,720,606) are pledged with Bank of Baroda , HDFC Bank Ltd and Yes Bank Ltd against fund based and non fund based limit obtained.

	<u>As at 31 March 2019</u>		<u>As at 31 March 2018</u>	
	<u>Long-term</u>	<u>Short-term</u>	<u>Long-term</u>	<u>Short-term</u>
Prepaid Expenses	-	8,880,542	-	7,129,983
Unbilled revenue	-	35,277,212	-	28,457,871
Interest accrued and not due on deposits with banks	-	1,015,054	-	6,406,006
Deferred lease rent recoverable	3,573,977	-	3,326,723	-
Other receivables	-	118,648	-	16,668
	<u>3,573,977</u>	<u>45,291,456</u>	<u>3,326,723</u>	<u>42,010,528</u>

	<u>For the year ended 31 March 2019</u>	<u>For the year ended 31 March 2018</u>
22 Revenue from operations		
Revenue from		
Healthcare services	2,083,425,299	1,641,844,057
Pharmacy and surgical sales	162,731,079	115,850,438
Nursing school	<u>13,295,400</u>	<u>11,321,850</u>
	<u>2,259,451,778</u>	<u>1,769,016,345</u>
23 Other income		
Interest income from banks	6,876,898	7,057,029
Interest income on income tax refund	2,954,381	851,326
Profit on sale of mutual funds	3,293,531	29,570,682
Provisions/liabilities no longer required written back	3,164,805	5,631,898
Other non-operating income		
- Income from leasing	5,187,428	6,022,756
- Income from manpower services	-	41,400
- Sale of food items	1,445,782	1,310,873
- Miscellaneous income	<u>2,994,818</u>	<u>3,652,949</u>
	<u>25,917,643</u>	<u>54,138,913</u>
24 Consumption of pharmacy, surgical and kitchen items		

	Opening stock	74,426,443	50,029,449
	Add : Purchases during the year	508,552,145	414,882,310
		582,978,588	464,911,759
	Less : Closing stock	86,019,525	74,426,443
		<u>496,959,063</u>	<u>390,485,316</u>
25	Employee benefits expense		
	Salaries, wages and bonus	388,439,488	333,756,740
	Contribution to provident and other defined contribution funds	8,946,568	8,864,230
	Gratuity expense (refer note 34)	2,578,976	157,180
	Staff welfare expenses	11,415,614	8,262,112
		<u>411,380,646</u>	<u>351,040,262</u>
26	Finance costs		
	Interest expense		
	- Term loans	126,221,506	93,828,356
	- Vehicle loans	1,171,983	1,382,852
	- Working capital facilities	14,071,234	10,990,282
	- Others	314,561	292,525
	Other borrowing cost	232,630	324,879
		<u>142,011,914</u>	<u>106,818,894</u>
27	Depreciation and amortisation expense		
	Depreciation and amortisation expense (refer note 14)	130,006,663	100,131,620
		<u>130,006,663</u>	<u>100,131,620</u>
		For the year ended	For the year ended
		31 March 2019	31 March 2018
28	Other expenses		
	Doctor and other professional fees	519,327,610	439,889,104
	Medical service fee	71,871,808	64,343,836
	Power and fuel	93,584,390	76,750,977
	Rent	82,922,100	52,388,055
	Repairs and maintenance		
	- Buildings	7,449,671	5,251,464
	- Plant and machinery	32,149,777	26,429,191
	- Vehicles	4,558,137	3,645,041
	Office maintenance and others	13,904,399	10,510,938
	Insurance	3,823,214	3,570,883
	Rates and taxes	7,372,997	2,971,304
	Advertisement expenses	12,911,717	13,607,428
	Printing and stationary	5,763,676	8,068,834
	Corporate social responsibility expenses (refer note 36)	1,310,000	900,000
	Legal and professional expenses	9,680,851	11,734,981
	Remuneration to auditors (refer note 35)	3,092,270	2,940,964
	Security expenses	14,462,710	11,687,687
	House keeping expenses	62,672,007	47,502,136
	Telephone expense	1,481,196	1,900,622
	Travelling expense	7,270,606	6,792,002
	Bad debts	62,182,003	36,313,403
	Provision for doubtful debts	3,639,654	3,576,024
	Bank charges	1,393,185	1,236,251
	Bank commission	5,541,645	3,991,561
	Expenses incurred on capital raising	-	1,500,000
	Bill processing and collection charges	9,095,024	-
	Loss on disposal of fixed assets (net)	1,409,518	802,170
	Miscellaneous expenses	5,654,229	6,273,560
		<u>1,044,524,394</u>	<u>844,578,416</u>
29	Prior period items		
	Expense not recognised in earlier periods	-	24,801
	Depreciation reversal	-	(4,864,764)
		-	<u>(4,839,963)</u>

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

30 Exceptional item Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Loss on disposal of property, plant and equipment*	19,969,708	-
	<u>19,969,708</u>	<u>-</u>

* The amount represents loss on sale of CT scan machine which has been sold in the current year due to some technical failure. The machine was purchased at cost of Rs.22,050,000 which has been sold at consideration of Rs. 89,286. The difference between written down value on the date of sale amounting to Rs. 20,058,994 and sale proceeds amounting to Rs. 89,286 has been disclosed as an exceptional item under note 26 in the statement of profit and loss.

31 Earnings per share Particulars		
Net profit for the year	28,382,061	23,470,387
Weighted average number of shares outstanding	13,464,359	13,448,065
Basic and diluted earnings per share (in Rs.)	2.11	1.75
Nominal value of shares (in Rs.)	10	10

32 Related party disclosures
a) Names of related parties and related party relationships

Relationship	Name
Related parties where control exists	
Subsidiary	Sibling Lifecare Private Limited
Related parties under AS 18 with whom transactions have taken place during the year	
Key Management Personnel (KMP)	1. Dr. Atul Kapoor (Managing Director) 2. Dr. Rashmi Kapoor (Whole Time Director)
Relatives of KMP and relationship	
- Father of Dr. Atul Kapoor	1. Mr. Anant Ram Kapoor
- Brother of Dr. Atul Kapoor	2. Mr. Arun Kapoor
- Son of Dr. Atul Kapoor and Dr Rashmi Kapoor	3. Mr. Abhishek Kapoor
- Wife of Mr. Abhishek Kapoor	4. Mrs. Janhvi Kapoor
Associates	Regency Nephrocare Private Limited
Enterprises owned or significantly influenced by KMP or their relatives	Amrita Charitable Trust

b) Details of transactions with the related parties during the year in ordinary course of business are as follows:-

	For the year ended 31 March 2019	For the year ended 31 March 2018
Lease rent income		
Regency Nephrocare Private Limited		
- from medical equipment	1,063,822	1,773,467
- from building	4,513,684	4,272,087
Sibling Lifecare Private Limited		
- from building	5,900	70,350
Amrita Charitable trust		
- from building	180,002	186,001
Maintenance service for building		
- Regency Nephrocare Private Limited	212,542	211,192
Fee for medical services received		
- Regency Nephrocare Private Limited	71,898,575	61,864,735
- Dr. Rashmi Kapoor	16,570,866	10,089,809
Remuneration		
- Shri Anant Ram Kapoor	180,000	180,000
- Dr. Atul Kapoor	10,759,673	10,967,515
- Dr. Rashmi Kapoor	8,545,161	8,545,161

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

- Mr. Arun Kapoor	1,706,250	1,575,000
- Mr. Abhishek Kapoor	4,500,000	4,500,000
- Mrs. Janhvi Kapoor	626,378	481,694
Share in investigation charges		
- Dr. Rashmi Kapoor	3,643,551	3,340,492
Lease rent expense		
- Shri Anant Ram Kapoor	7,805,700	7,389,000
- Dr. Atul Kapoor	990,000	990,000
- Dr. Rashmi Kapoor	3,900,000	3,900,000
Payments made on behalf of		
- Regency Nephrocare Private Limited	1,803,153	1,295,715
- Sibling Lifecare Private Limited	976,210	1,023,932
- Amrita Charitable Trust	3,163	-
Corporate social responsibility expenses		
- Amrita Charitable Trust	1,310,000	900,000

c) Details of outstanding balances of the related parties in ordinary course of business are as follows:-

	For the year ended 31 March 2019	For the year ended 31 March 2018
Payable for medical services received		
- Dr. Rashmi Kapoor	3,393,170	1,026,185
- Regency Nephrocare Private Limited	45,235,022	25,565,939
Rent receivable		
- Regency Nephrocare Private Limited	8,284,050	3,113,642
- Sibling Lifecare Private Limited	190,950	185,050
- Amrita Charitable Trust	89,976	-
Receivable for expenses incurred on behalf of		
- Regency Nephrocare Private Limited	5,640,085	3,644,790
- Sibling Lifecare Private Limited	2,476,127	1,502,914
- Amrita Charitable Trust	2,475	-
Receivable for sale of pharmacy and surgical items		
- Sibling Lifecare Private Limited	8,014,283	9,694,283
Security deposit receivable		
- Dr. Rashmi Kapoor	5,825,000	5,825,000
Advance given		
- Mrs. Janhvi Kapoor	-	54,880
- Dr. Rashmi Kapoor	11,457	1,162
- Dr. Atul Kapoor	403,374	-
- Mr. Abhishek Kapoor	262,205	-
- Shri Anant Ram Kapoor	14,976	-
Investments in equity shares		
- Regency Nephrocare Private limited	14,210,000	14,210,000
- Sibling Lifecare Private Limited	100,000	100,000

d) Other arrangements

Personal guarantee given by Dr. Atul Kapoor and Dr. Rashmi Kapoor for loans the outstanding balance of which is Rs. 730,274,645 (previous year Rs. 822,955,258) obtained by the Company from various banks.

Personal guarantee given by Mr. Anant Ram Kapoor for loans the outstanding balance of which is Rs. 283,318,405 (previous year Rs. 445,134,469) obtained by the Company from various banks.

33 Segment information as required under AS 17 "Segment Reporting", has been provided in the consolidated financial statements of the Company and therefore no separate disclosure on segment information is given in these standalone financial statements

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

34 Employee benefit obligation

Gratuity has been recognised as defined benefit plan in accordance with accounting standard -15 "Employee benefits" as under:-

	For the year ended 31 March 2019	For the year ended 31 March 2018
Change in present value of defined benefit obligation		
Present value of defined benefit obligation at the beginning of the year	15,649,737	21,124,455
Current service cost	2,190,691	5,148,678
Interest cost	1,192,927	1,509,328
Plan amendment costs/(credit)	-	(1,602,893)
Actuarial loss	(435,914)	(10,529,831)
Present value of defined benefit obligation at the end of the year	<u>18,597,441</u>	<u>15,649,737</u>
Assets and liabilities recognised in the balance sheet		
Present value of defined benefit obligation	18,597,441	15,649,737
Less: Fair value of plan assets	<u>18,925,132</u>	<u>2,147,472</u>
(Assets)/liability recognised in the balance sheet	<u>(327,691)</u>	<u>13,502,265</u>
Expense recognised in the statement of profit and loss		
Current service cost	2,190,691	5,148,678
Interest cost	1,192,927	1,509,328
Expected return on plan assets	(791,048)	-
Past service cost	-	(1,602,893)
Actuarial gain	(170,774)	(10,529,831)
Total expense	<u>2,421,796</u>	<u>(5,474,718)</u>
Actuarial assumptions		
Discount rate	7.70%	7.7%-6.90%
Long-term rate of compensation increase	5.00%	5.00%
Average remaining life (years)	33.87	34.77-29.09
Demographic assumptions		
Mortality table	Indian Assured Lives Mortality (2006-08) Ult.Modified	Indian Assured Lives Mortality (2006-08) Ult.Modified
Retirement age	70	70 / 60
Withdrawal rates	2.00%	2.00%

	As at 31 March 2019	As at 31 March 2018	As at 31 March 2017	As at 31 March 2016	As at 31 March 2015
Defined benefit obligation	(327,691)	13,502,265	21,124,455	18,687,336	6,062,000
Experience adjustment on plan liabilities	(435,914)	(10,529,831)	(2,118,816)	422,336	805,586

Notes :

- 1) The discount rate is based on the prevailing market yield of Indian Government bonds as at the balance sheet date for the estimated terms of obligation.
- 2) The estimates of future salary increases has been considered on the basis of inflation rate, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Expenditure recognised in respect of defined contribution plan is as under:

	For the year ended 31 March 2019	For the year ended 31 March 2018
Employee provident fund paid to the authorities	4,593,303	4,016,992
Employee state insurance paid to the authorities	4,353,265	4,847,238

35 Remuneration to auditors

	For the year ended 31 March 2019	For the year ended 31 March 2018
Payment to auditor*		
- Statutory audit	2,714,000	2,065,000
- Others	-	848,500
- Out of pocket expenses	378,270	27,464
	<u>3,092,270</u>	<u>2,940,964</u>

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

36 Commitments

- Estimated value of contracts remaining to be executed on capital account and not provided for (net of advances):
Rs.283,577,219 (previous year Rs. 267,809,060)

Other commitments

(a) The Company has entered into an agreement with "The Empire" for acquisition of an immovable property on lease in Lucknow. The lease has a tenure of 9 years and carries an average monthly rent of Rs. 29,00,000 per month with an increment of 5% every year on the last paid rent which shall begin upon possession of the said premises. Subsequent to year end, letter of intend is signed between parties to increase the period from 9 years to 12 years. The total amount of capital expenditure remaining unexecuted is Rs. 15,000,000. The Company expects to receive the possession of the same by 1st October 2019

37 (a) Contingent liabilities#

	As at 31 March 2019	As at 31 March 2018
Claims against the company not acknowledged as debt [refer note (a) below]	37,488,137	49,651,830
Disputed demand of Customs Department [refer note (b) below]	1,923,000	1,923,000
Bank guarantee furnished to Director, CGHS and ECHS, Railways and Regency School of Nursing	6,653,400	2,900,000
Bonus [refer note (c) below]	3,502,616	3,502,616
Income taxes (AY 2016-17)	263,863	359,917
Foreign letter of credit (USD 108,000)	7,512,480	152,172,130
Inland letter of credit & delivery orders	-	3,000,000
Foreign buyer's credit	-	3,745,028

(a) Includes total amount of claims under various legal cases alleging medical negligence against the hospital as on 31 March 2019 is Rs. 37,488,137 (previous year Rs. 49,651,830). 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.

(b) The Company had deposited an amount of Rs. 1,923,000 (being 50% of disputed amount of Rs. 3,845,000) 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.

(c) 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 off Rs. 3,502,616 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.

(d) 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 has pronounced a ruling dated 28 February 2019 in which it is 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.

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)

37 (b) Other matters

(a) The adjudication authority of Securities and Exchange Board of India (SEBI) vide its order dated 29 September 2018 has imposed penalties on the Company and its promoters under sections 15HA and 15-A(b) of the SEBI Act, 1992, out of which the penalty aggregating Rs.2,000,000 is attributable to the Company. The management has filed an appeal with the appellate authorities against the above order, however subsequent to year, the Company has deposited the above amount of Rs. 2,000,000 under protest.

38 Operating lease

The Company has leased some of its premises to third parties under lease agreements that qualifies as an operating lease. Rental income for operating leases for the years ended 31 March 2019 and 31 March 2018 aggregate to Rs. 5,187,428 and Rs. 6,022,756 respectively.

The Company is a lessee under various cancellable and non-cancellable operating leases. Rental expense for operating leases for the years ended 31 March 2019 and 31 March 2018 was Rs. 82,922,100 and Rs. 52,388,055 respectively. The Company has executed non-cancellable operating leases. Expected future minimum lease payments in respect of such leases are as follows:

	As at	As at
	31 March 2019	31 March 2018
The minimum lease payments for the lease term are as under:		
Year ending after balance sheet date:		
Not later than one year	80,354,547	58,823,932
Later than one year but not later than five years	509,693,491	414,058,652
Later than five years	321,437,765	390,643,449
The minimum lease receipts for the lease term are as under:		
Year ending after balance sheet date:		
Not later than one year	4,016,394	3,825,138
Later than one year but not later than five years	23,302,740	17,311,152
Later than five years	2,625,534	12,633,516

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019
(All amounts are in rupees, unless otherwise stated)
39 Information pursuant to provisions of paragraph 5 of Part II of Schedule III of the Companies Act, 2013
i) Cost of materials consumed

	For the year ended 31 March 2019		For the year ended 31 March 2018	
	Value	Percentage	Value	Percentage
Indigenous	496,959,063	100%	390,485,316	100%
Imported	-	-	-	-
Total	496,959,063	100%	390,485,316	100%

ii) Expenditure in foreign currency (on accrual basis)

	For the year ended 31 March 2019		For the year ended 31 March 2018	
	USD	INR	USD	INR
Interest expense	Nil	Nil	2,748	180,111
	EURO	INR	EURO	INR
Professional fees	5,547	458,200	2,787	211,812
	USD	INR	USD	INR
Import of capital goods	Nil	Nil	94,900	6,112,561

iii) The year-end foreign currency exposures that have not been hedged by a derivative instrument or otherwise is as follows:

	For the year ended 31 March 2019		For the year ended 31 March 2018	
	USD	INR	USD	INR
Payable in foreign currency	-	-	2,722,046	176,444,399

40 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. In terms with the provisions of the said Act, the Company was required to spend a sum of approx. Rs. 644,241 (previous year Rs 818,389) towards CSR activities during the year ended 31 March 2019. The details of amount actually spent by the Company are:

Particulars

	For the year ended 31 March 2019	For the year ended 31 March 2018
Amount spent during the year ending on 31 March 2019 and 31 March 2018		
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above (Education)	1,310,000	900,000

41 On April 17, 2018, the Board of Directors of the Company approved scheme of merger between the HCG Regency Oncology Healthcare Private Limited ("Transferor Company") and Regency Hospital Limited ("Transferee Company") and their respective shareholders and creditors (hereinafter referred to as "the Scheme") with appointed date of April 1, 2017. As per the Scheme, all the assets and liabilities and business of HCG Regency Oncology Healthcare Private Limited shall be transferred to Regency Hospital Limited (the Company) at their respective carrying values appearing in the books of the Transferor company on the appointed date. The scheme was filed with the Registrar of Companies, Uttar Pradesh and Uttarakhand at Kanpur and Official Liquidator Uttar Pradesh, Allahabad on July 31, 2018. The Company received No Objection Certificate from Registrar of Companies, Uttar Pradesh and Official Liquidator, Uttar Pradesh, Allahabad on August 20, 2018 and August 09, 2018 respectively. Also, the scheme was filed with Regional Director, New Delhi on

November 02, 2018 which has been approved by the Regional Director vide his order dated November 29, 2018. The impact of the above scheme of merger is considered in these financial statements which has been disclosed below.

Particulars	Amount in Rs.
Gross block of fixed assets of the transferor company as at 31 March 2017	412,089,463
Less : Accumulated depreciation of the transferor company as at 31 March 2017	5,889,801
Net block of the transferor company as at 31 March 2017	406,199,662
Capital work in progress of the transferor company as at 31 March 2017	392,405,281
Other Non Current assets of the transferor company as at 31 March 2017	26,258,774
Current assets of the transferor company as at 31 March 2017	17,337,935
Total assets of the transferor company as at 31 March 2017 (A)	842,201,653
Non Current liabilities of the transferor company as at 31 March 2017	515,381,029
Current liabilities of the transferor company as at 31 March 2017	63,400,882
Total liabilities of the transferor company as at 31 March 2017 (B)	578,781,911
Net assets taken over as on 1 April 2017 (C=A-B)	263,419,742
Less: Investment in the books of Transferee company as at 31 March 2017 (D)	(134,951,754)
 Add: Fresh equity share capital issued by the transferor company to its shareholders upto 28 March 2018 (i.e. date of acquisition of additional 51% stake by the transferee company from the erstwhile shareholders of the transferor company) (E)	 57,914,120
 Add: Share premium received (net) on fresh equity issued by the transferor company to its shareholders upto 28 March 2018 (i.e. date of acquisition of additional 51% stake by the transferee company from the erstwhile shareholders of the transferor company) (F)	 11,343,926
 Less: Purchase consideration paid by the transferee company for acquisition of additional 51% stake by the transferee company from the erstwhile shareholders of the transferor company (G)	 (246,625,500)
Net amalgamation adjustment (H= C-D-E-F-G)	(48,899,466)
The above adjustment has been disclosed as follows in the financial statements, in line with the order of the Regional Director:	
Deficit in statement of profit & loss as at 31 March 2017 in the books of transferor company, disclosed as adjustment to Surplus in Statement of Profit and Loss (I)	(3,731,951)
Balance adjustment disclosed as adjustment to securities premium reserve (J=H-I)	(45,167,515)

42 Previous year figures have been regrouped/ rearranged, wherever necessary to conform to current year classification. In terms of our audit report attached.

For Walker Chandiok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Sd/-

Sumit Mahajan

Partner

M.No-504822

For and on behalf of the Board of Directors of

Regency Hospital Limited

Sd/-

Dr. Atul Kapoor

Managing Director

DIN- 01449229

Sd/-

Rishi Tandon

Company Secretary

Sd/-

Dr. Rashmi Kapoor

Director

DIN- 01818323

Sd/-

Deepak Gupta

Chief Financial Officer

Place : Kanpur

Date : 14 September 2019

Place : Kanpur

Date : 14 September 2019

REGENCY HOSPITAL LIMITED

Registered Office: A-2, Sarvodaya Nagar, Kanpur . 208005

CIN: U85110UP1987PLC008792

e-mail: investor @regencyhealthcare.in;

website: www.regencyhealthcare.in

Ph: (91)(512)3501111 **Fax:** (91)(512) 2213407

PROXY FORM

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

30TH Annual General Meeting - November 27, 2019

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

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

Name :	
Address:	
E-mail Id:	
Signature , or failing him	

Name :	
Address:	
E-mail Id:	
Signature , or failing him	

Name :	
Address:	
E-mail Id:	
Signature , or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on the Wednesday, 27th November, 2019 at 11:30 A.M. at the registered office of the Company at A-2, Sarvodaya Nagar, Kanpur - 208005 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 for the financial year ended March 31, 2019 and Reports of Board of Directors and Auditors thereon.			
2.	To appoint a Director in place of Dr. Rashmi Kapoor (DIN: 01818323), who retires by rotation at this Annual General Meeting and being eligible had offered herself for re-appointment.			
Special Business				
3.	Ratification of the remuneration payable to Cost Auditor of the Company for F.Y -2019-20			

Signed this ____ day of _____ 2018

.....
Signature of Shareholder

.....
Signature of first proxy holder

.....
Signature of second proxy holder

.....
Signature of third proxy holder

Notes:

1. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes;
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.

REGENCY HOSPITAL LIMITED

Registered Office: A-2, Sarvodaya Nagar, Kanpur . 208005
 CIN:U85110UP1987PLC008792
 e-mail: investor@regencyhealthcare.in; website: www.regencyhealthcare.in
 Ph: (91)(512)3081111 Fax: (91)(512) 2213407

ATTENDANCE SLIP

30th Annual General Meeting . 27th November, 2019

Regd. Folio No./DP ID / Client ID/ _____

No. of shares held _____

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the Annual General Meeting of the Company held on Wednesday, 27th November, 2019 at 11:30 P.M. at the registered office of the Company at A-2, Sarvodaya Nagar, Kanpur -208005.

 Member's/Proxy's name in Block Letters

 Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall. Members are requested to bring their copy of Notice of AGM.

REGENCY HOSPITAL LIMITED

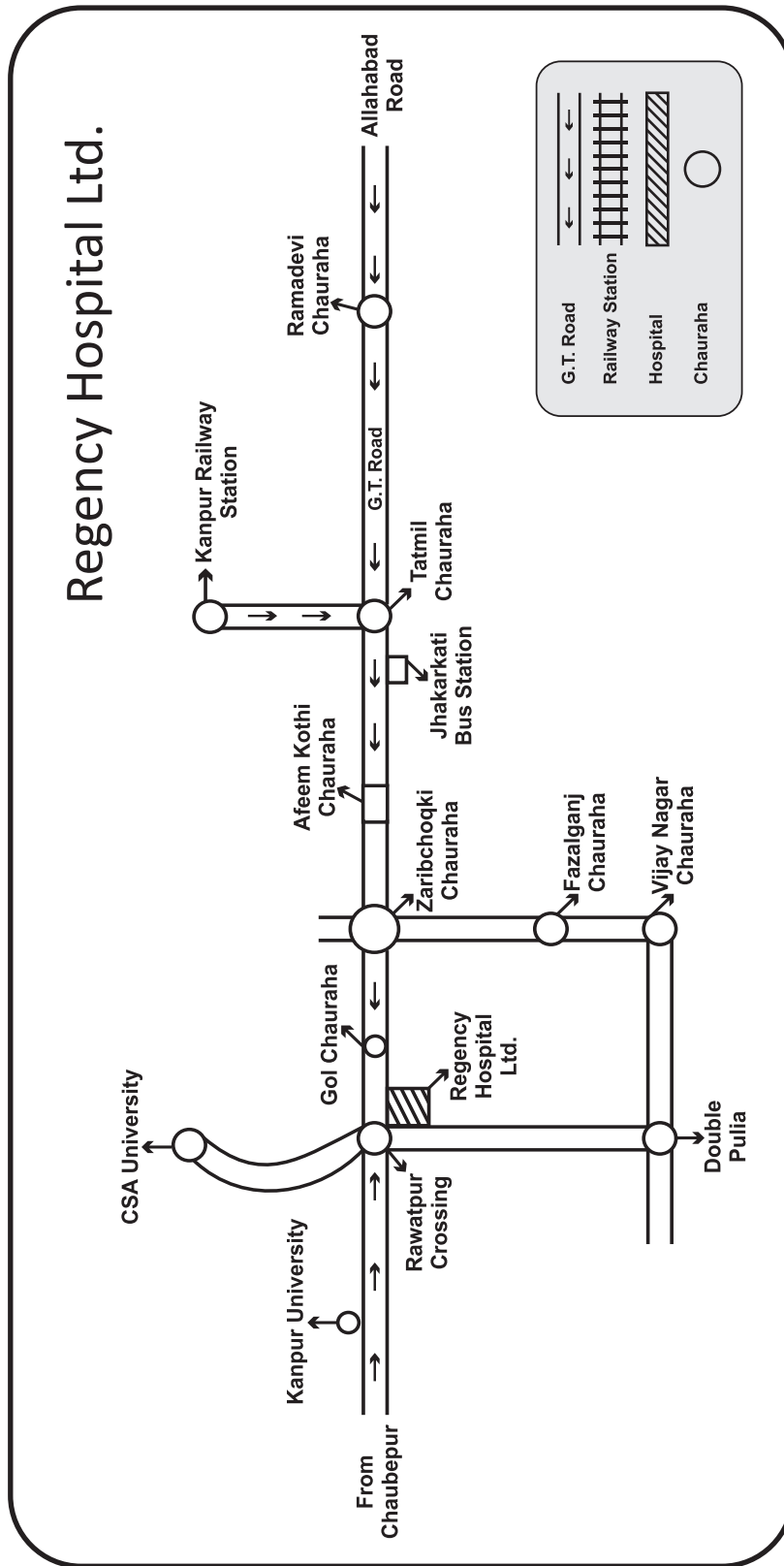
Registered Office: A-2, Sarvodaya Nagar, Kanpur . 208005
 CIN: U85110UP1987PLC008792
 e-mail: investor@regencyhealthcare.in; website: www.regencyhealthcare.in
 Ph: (91)(512)3081111 Fax: (91)(512) 2213407

E-VOTING PARTICULARS

EVEN (e-Voting Event Number)	USER ID	PASSWORD / PIN

Note: Please read the instructions under the title "Procedure for E-Voting" given in the Notice of the Annual General Meeting carefully before voting electronically.

Route Map



REGENCY INSTITUTE OF NURSING



1/PS , Ambedkar Puram-3, Kalyanpur,
Kanpur - 208017 (U.P.)



REGENCY HOSPITAL - SARVODAYA NAGAR

A-2, Sarvodaya Nagar, Kanpur
T | 0512-3081111

REGENCY RENAL SCIENCES CENTRE

113/104, Swaroop Nagar Opp. Motijheel, Kanpur
T | 0512-3081616

REGENCY CITY CLINIC

14/122, Ratan Unique, Opp.PPN Market, Kanpur
T | 0512-3081818

REGENCY GASTRO & ONCO CENTRE

A-4, Sarvodaya Nagar, Kanpur
T | 0512-3362525

REGENCY HOSPITAL - GOVIND NAGAR

Plot 16 & 17, Block 'K', Govind Nagar, Kanpur
T | 0512-3362222

REGENCY INSTITUTE OF NURSING

1/PS , Ambedkar Puram-3, Kalyanpur, Kanpur - 208017

REGENCY HOSPITAL - LUCKNOW

Plot No. 3,5 & 6, Khurram Nagar, Ring Road Lucknow

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