MedPlus Health Services Limited

July 23, 2026

The Listing Department **BSE Limited** **Phiroze Jeejeebhoy Towers** **Dalal Street, Fort, Mumbai 400 001** **Scrip Code: 543427**	**The Listing Department** **National Stock Exchange of India Limited** **Exchange Plaza, Bandra Kurla Complex,** **Bandra (East), Mumbai – 400 051** **Symbol: MEDPLUS**

Dear Sir/Madam,

Subject: 20th Annual Report of the Company for the Financial Year 2025-26 along with Notice to the Shareholders for Annual General Meeting.

Further to our letter dated May 20, 2026, we would like to inform that 20th Annual General Meeting of the Company is scheduled to be held on Monday, August 17, 2026 at 03:30 P.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

Pursuant to Regulations 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable provisions if any, please find the enclosed herewith Annual Report for Financial Year 2025-26 along with Notice of the 20th Annual General Meeting of the company, which is simultaneously sent to the shareholders through electronic mode.

The schedule of remote e-voting is set-out below:

Cut-off Date for E-voting	Monday, August 10, 2026
E-voting Start Date and Time	Friday, August 14, 2026, at 09:00 A.M.
E-voting end Date and Time	Sunday, August 16, 2026 at 05:00 P.M.

The same will be available on the website of the Company at www.medplusindia.com and also on the websites of BSE Limited and National Stock Exchange of India Ltd. viz. www.bseindia.com and www.nseindia.com respectively.

You are requested to kindly take note of the same.

Thanking You
Yours faithfully

For MedPlus Health Services Limited

Shrenik Soni
Digitally signed by Shrenik Soni
Date: 2026.07.23 18:40:46 +05'30'

Shrenik Soni
Company Secretary & Compliance Officer
(M. No. F12400)

Enclosed: a/a

MedPlus

HOME

2025-26 ANNUAL REPORT

Opportunities | Growth | Progress

Accelerating with Passion. Delivering with Purpose.

MedPlus offers a diverse range of products spanning pharmaceuticals, wellness items, and fast-moving consumer goods.

MedPlus at a Glance

MedPlus Health Services Limited, commonly known as MedPlus, stands as a prominent entity in India's retail pharmaceutical landscape. Since its inception in 2006, the company embarked on a mission to establish a retail pharmaceutical brand that not only provides authentic medicines but also enhances value for its customers through technology-driven supply chain efficiencies. The company's product portfolio spans across diverse categories, encompassing pharmaceuticals, wellness items, and fast-moving consumer goods (FMCG). This comprehensive range includes essential items such as medications, vitamins, medical devices, home and personal care products, toiletries, baby care essentials, soaps, detergents, as well as sanitizers, among various products.

Opportunities:

MedPlus recognized the national issue of counterfeit drugs and medications as a chance to make a positive impact. To tackle these concerns and provide reassurance to the people of India, MedPlus embarked on its journey as an organized retail entity. The primary goal was to establish a streamlined process where medicines and various products could be sourced directly from manufacturers and efficiently delivered to customers in their local communities. This approach was carefully designed to offer customers maximum value while addressing the genuine worries surrounding the authenticity of drugs. In addition to combating the issue of counterfeit drugs, MedPlus ensured that the medications it provided were stored under optimal conditions, further enhancing the quality and safety of the products available to its customers

Growth:

MedPlus started in 2006 with 48 stores in Hyderabad, Now MedPlus is offering its services in 13 states and one union territory through 5,330 stores which are spread across Telangana, Andhra Pradesh, Karnataka, Tamil Nadu, West Bengal, Maharashtra, Orissa, Madhya Pradesh, Chhattisgarh, Kerala, Delhi, Uttar Pradesh, Haryana and Puducherry. MedPlus employs a data analytics driven cluster- based process to expand its store network. The cluster-based approach to store network expansion is also driven by our understanding of the catchment demographics, market dynamics, and our ability to support store expansion with back-end infrastructure, such as warehouses and distribution centres. This approach allow us to:

- Increase our market share in the cities where we operate,
- Replicate our growth model in adjacent underserved cities and towns, as we develop our presence in those clusters,
- Generate cost efficiencies due to operating leverage achieved in our supply chain and inventory management,
- Create brand visibility within the cities where we operate, through focused implementation of marketing and advertising initiatives

Our cluster-based expansion approach and replicable store roll- out strategy have allowed us to achieve and maintain attractive and healthy store level economics

Progress:

During the year under review a net total of 618 new stores were opened across cities.

Our Potential in Numbers

20
years of Distinguished presence

2nd
Largest Pharma retailer in India

Geographical Presence

13
states,

1
Union territory

Over
800
Cities

5,330
Physical Stores

28,000+
Team strength

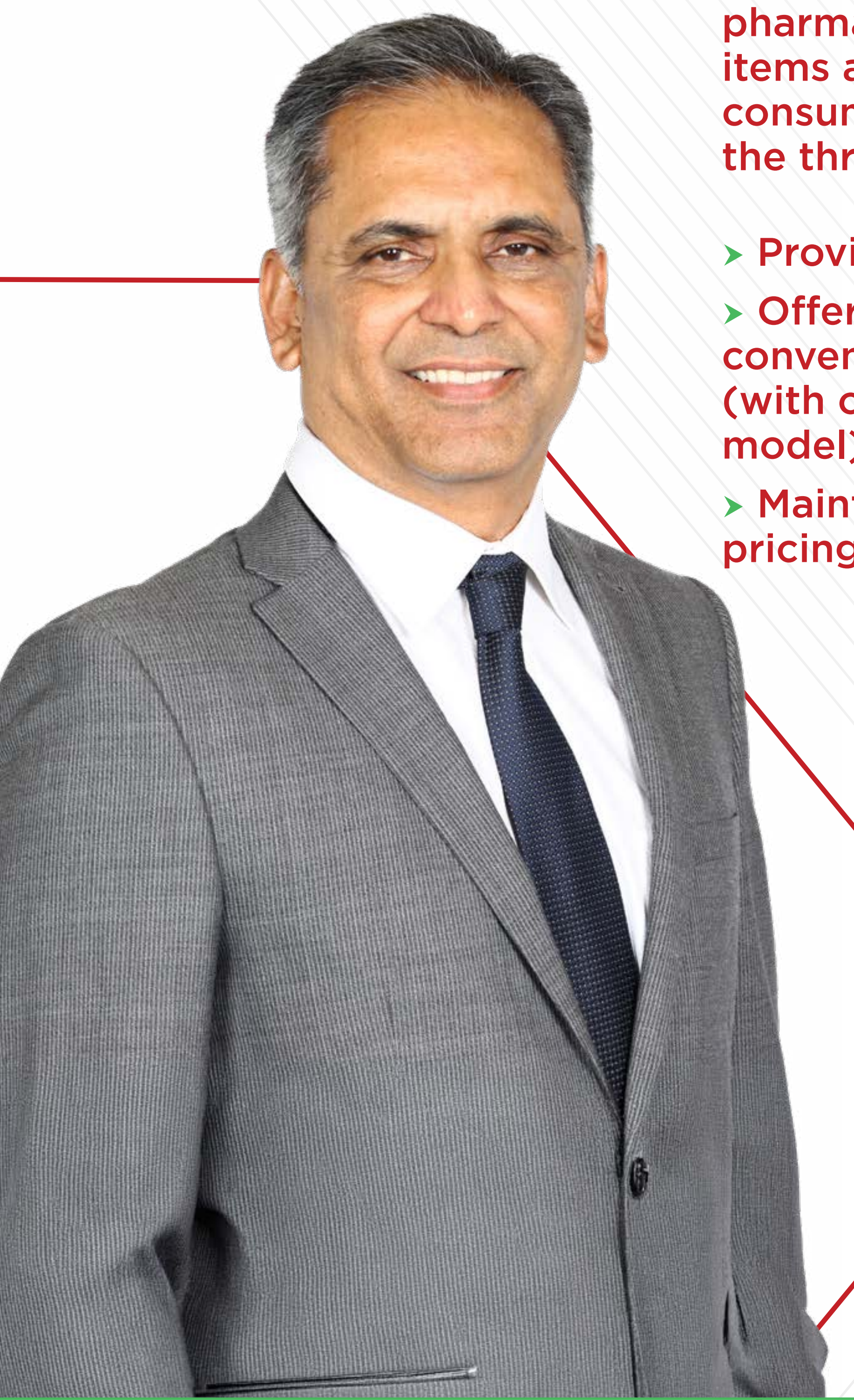
Over
50,000
SKUs Pharma & Non-pharma

The first in the country to establish an omnichannel presence, combining both digital and neighbourhood stores

850+
Private Label Products Including Chronic, OTC & Other pharma products

700+
Private Label Products covered in the non-pharma segment, including packaged food, daily essentials, baby products, cleaning products, cosmetics, and toiletries

Chairman's Message



Your Company continues to focus on providing pharmaceuticals, wellness items and fast-moving consumer goods guided by the three core principles:

- Providing genuine products
- Offering unparalleled convenience to all consumers (with our omni-channel model) and
- Maintaining competitive pricing.

Dear Shareholders,

As we reflect on the past twenty years, we can proudly acknowledge the strides we have taken in delivering value to all stakeholders. Our reach now extends to over 800 cities across Telangana, Andhra Pradesh, Karnataka, Tamil Nadu, West Bengal, Orissa, Maharashtra, Madhya Pradesh, Chhattisgarh, Kerala, Delhi, Uttar Pradesh, Haryana and Puducherry.

The share of organised retail in pharmacy and wellness category (including organized brick and mortar stores as well as E-commerce) was approximately 18% in FY 2023 in the total retail pharmacy and wellness category and is expected to increase to approximately 23% by FY 2027, implying a CAGR of ~19% between FY 2023 and FY 2027.

In case of retail pharmacy, space requirement and unit economics are favourable to a neighbourhood store location and advantages of product assortment, discount, technology, and professional approach make modern pharmacy successful.

The key market characteristics of domestic pharmaceutical market include low per capita health expenditure, high share of private out of pocket expenses (which includes purchases from pharmacies), lower penetration across rural areas and a growing trend of private sector led integrated approach to treatment. The sector has a high opportunity of growth given the limited penetration of health services both in rural and urban areas. There are gaps across awareness, access, affordability and acceptability of product and services

During the financial year:

- We registered ₹ 68,924.66 million revenue from operations in 2025- 26, recording a 12.33% growth as compared to the previous year's revenue of ₹ 61,360.53 million.
- Our PAT stood at ₹ 2,196.06 million in 2025-26, compared to the previous year PAT of ₹ 1502.33 million.

As we navigate the future, we remain committed to our core values, the pursuit of excellence, and our mission of enhancing healthcare accessibility and affordability. Through our unwavering dedication, we are poised to continue making a positive impact on the lives of countless individuals and the larger healthcare ecosystem.

I am truly touched and thankful to each and every individual who has entrusted us with their well-being. Serving as your companion on this transformative journey toward improved health and wellness is a privilege that I deeply cherish.

To the distinguished members of our Board, I want to express my profound gratitude for their enduring trust and unwavering support. Your guidance has been the cornerstone of our progress, and your belief in our mission has been instrumental in propelling us forward.

I extend my heartfelt appreciation to our esteemed shareholders, whose unwavering faith in our vision has been a driving force behind our accomplishments. Your confidence empowers us to push the boundaries of healthcare delivery and set new benchmarks for excellence.

Our achievements would not be possible without our dedicated employees. I thank you for your passion and commitment.

In embracing the challenges and opportunities that lie ahead, let us stand united, bound by our shared vision and the unwavering support that has brought us this far. With a heart full of gratitude, I look forward to the continued journey of elevating healthcare and enriching lives together.

Thanks,

Gangadi Madhukar Reddy
Chairman, MD & CEO

Levers of Growth

Our growth pillars are built on our strong foundations that ensure a sustainable growth of the enterprise in the long-run. We have identified five pillars of growth which will help us achieving our goals in the future while preparing us today so that we drive ourselves in the right path.

Deeper than wider

MedPlus is capitalizing on the transformation within India's pharmaceutical retail sector, shifting from unorganized to organized. With a focus on Tier 2 and beyond locations, the company has strategically expanded its presence. This approach entails opening 50% of its stores in these areas, leveraging the trend of increasing consumer familiarity with organized retail and the improved availability of medicines. MedPlus is utilizing a proven technology framework, allowing efficient replication across different cities. This not only optimizes operational processes and inventory management but also enhances customer engagement through digital channels. By standardizing its technology deployment, MedPlus achieves economies of scale, reducing the incremental cost of expansion. This strategy ensures efficient setup and smoother operations in new locations while also reinforcing their position in existing clusters. In this way, MedPlus is effectively navigating the evolving landscape of the pharmaceutical market and broadening its customer reach with operational effectiveness.

Increasing the private label share

By capitalizing on its scale, MedPlus is effectively expanding its product range in both the pharmaceutical and FMCG categories, providing customers with high-quality offerings at optimal value. The company is actively increasing the sale of private label products, which in turn generates higher gross margins. This strategic approach aims to enhance the proportion of private label products in MedPlus's offerings.

Given the substantial purchasing capacity at its disposal, MedPlus is well-positioned to introduce a broader range of private label products. Moreover, the expansion will encompass private label products, particularly pharmaceutical products in several therapeutic areas covering acute and chronic ailments.

In FY 2024, your Company has launched 'MedPlus' branded pharmaceutical products in several therapeutic areas covering acute and chronic ailments. This is in line with our core principle of offering quality and affordable medicines to our valued customers. We get these medicines manufactured in the same factories that cater to the needs of large pharmaceutical companies in the country, ensuring product quality and genuine medicines. We are happy to report that this has contributed to significant savings to our valued customers.

This strategic evolution not only diversifies the product mix but also enables MedPlus to curate an improved selection of products for its customers.

Boosting revenue and expanding customer engagement

Our strategic neighbourhood presence uniquely positions us to tap into this advantage by introducing an extended array of products in closely related categories such as Wellness and FMCG. This strategic move allows us to seamlessly serve as a convenient refill hub for our valued customers' immediate requirements. For instance, items like infant food and supplements can be made easily accessible, ensuring our customers receive top-notch value for their needs.

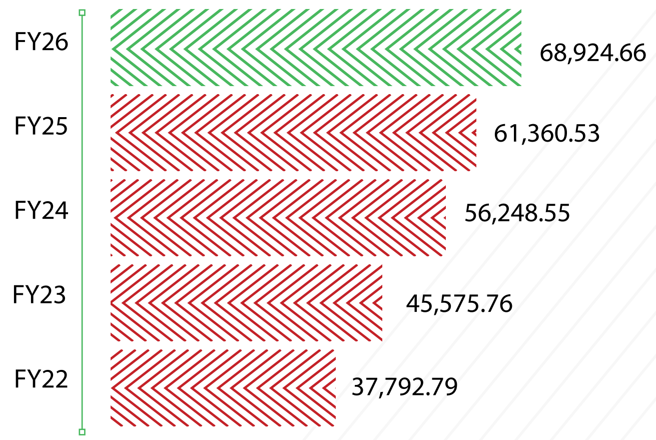
By strategically leveraging our local presence, we're not only enhancing our revenue streams but also deepening our connection with customers through a diversified range of offerings. This approach aligns with our commitment to being a reliable destination where customers can fulfill their diverse requirements conveniently and cost-effectively.

Strengthening operating efficiency

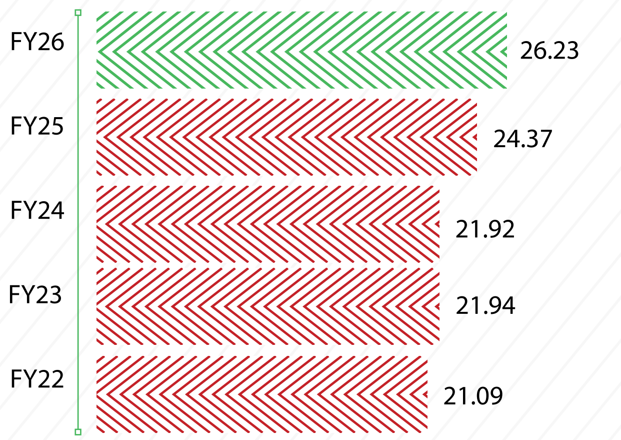
An integral element of our ongoing expansion strategy involves enhancing our supply chain framework and bolstering operational efficiency through targeted infrastructure enhancements. By investing in the automation of our warehouses, we are poised to unlock heightened operational efficacy and cost-effectiveness. Additionally, our direct procurement approach from pharmaceutical manufacturers will play a pivotal role in realizing elevated gross margins.

These combined initiatives synergistically contribute to an improved profitability outlook, serving as a solid foundation for our future ventures and undertakings.

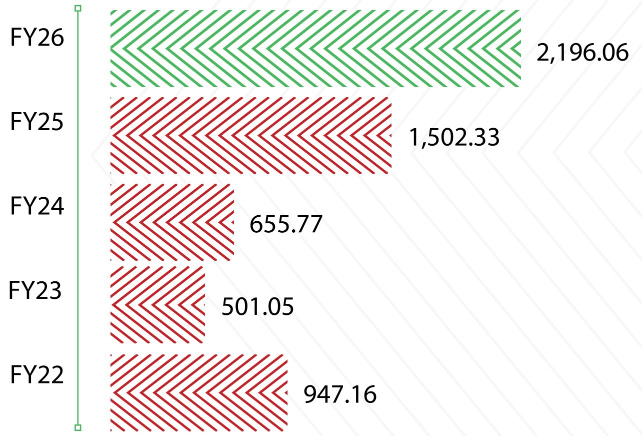
Financial Snapshot



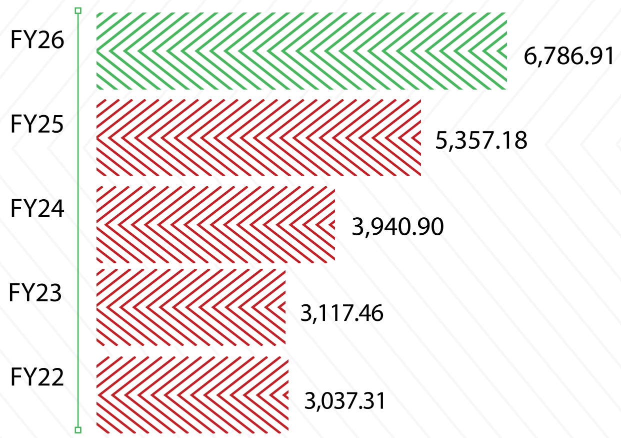
Revenue (₹ in million)



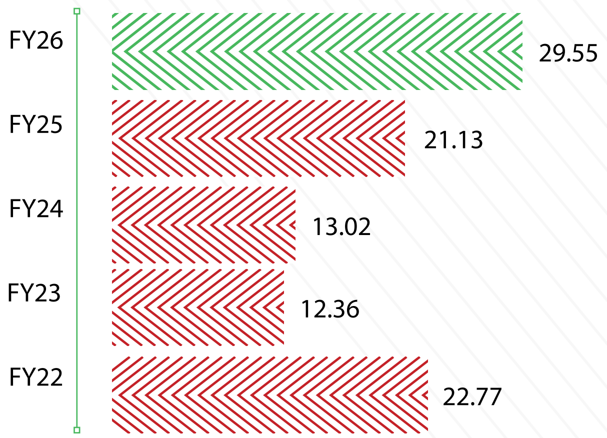
Gross Margin (%)



PAT (₹ in million)



EBITDA (₹ in million)



RoCE (%)

The Board of Directors

Mr. Gangadi Madhukar Reddy

Chairman, Managing Director and Chief Executive Officer

Mr. Gangadi Madhukar Reddy is one of the Promoters of the Company and has been a Director since the incorporation of MedPlus. He holds a Bachelor's degree in Medicine and Surgery from the Sri Venkateswara University and a Master's degree in Business Administration from the Wharton School, University of Pennsylvania.

Dr. Cherukupalli Bhaskar Reddy

Whole Time Director

Dr. Cherukupalli Bhaskar Reddy has done MBBS from Kurnool Medical College, Andhra Pradesh in the year 1992, MS in Gen-Surgery from Manipal Academy of Higher Education (MAHE), Mangalore in the year 1997 and FRCS from Edinburgh (UK) in the year 2003. He is associated with the Company/ group since inception of the Company. He was overseeing the Recruitment, training, expansion of the business and having rich experience more than two decades in the field of retail pharmacy, business strategy, building the leadership and making company towards process driven establishment. Presently he is looking after the pharmacy operations of the Company.

Mr. Murali Sivaraman

Non-Executive Independent Director

Mr. Murali Sivaraman is a Chairman/ Independent Director in multiple listed Boards and is also an advisor to Private Equity. After more than three decades of global leadership roles based out of Singapore, Shanghai, Toronto, London and Delhi, he is now based in Mumbai, India focusing on enterprise value and governance via multiple Board and Advisory roles. Recent Global Roles: President for Growth Markets: Philips Lighting - Signify (Singapore) and CEO Global Domestic Appliance - Royal Philips (Shanghai) - Scale US$ 1.5 to 2 BN, Managing Director - Philips India. Current board / advisory roles include Huhtamaki India, ICICI Lombard General Insurance, Medplus Health Services, Welspun Living Limited, Pidilite Industries Limited, Private Equity advisory for Branded Consumer Durables - Advent International India - Eureka Forbes. Mr. Sivaraman is a qualified Chartered Accountant, Cost & Works Accountant, MBA from IIM Ahmedabad and has done Advanced Management Program from Harvard Business School.

Mr. Madhavan Ganesan

Non-Executive Independent Director

Mr. Madhavan Ganesan holds a Bachelor's degree in Engineering from the Birla Institute of Technology & Science, Pilani and a Post-Graduate Diploma in Management from the Indian Institute of Management, Calcutta. He was previously associated with Reliance Retail, SPI Technologies, Wipro Limited, Spectramind, Tata Information Systems Limited and Tata Industries Limited and ICICI. He has over 34 years of experience in the Retail, Technology and other business sectors. He is currently engaged as a Strategy Consultant working with growth enterprises in the areas of medical education, senior citizen assisted living, green biofuels, insurance loss assessment and cattle health management. He is also as Independent / Nominee Director in other Companies

Ms. Aparna Surabhi

Non-Executive Independent Director

Ms. Aparna Surabhi is an Independent Director on Boards of Listed Companies and material subsidiaries of Listed Companies and chairing Audit Committees of some of the Boards. Ms. Aparna is a Chartered Accountant and B.Com. LLB from Bombay University. She founded the CA firm namely S. Aparna and Co. in the year 1991 in Hyderabad and was actively into practice specializing in Internal Audits till the year 2019. During this period, she was actively involved and participating in the activities of ICAI, Hyderabad, and served as the first women Chairperson of the Hyderabad Branch of SIRC of ICAI during the year 2006-07. She was also a consultant for numerous startup businesses. She is having more than three decades of rich experience in the field of finance and HR. Ms. Surabhi is currently working as Chief Financial Officer (CFO) and Chief Human Resources Officer (CHRO) in Caliber Technologies Private Limited, a company specializing in IT solutions for regulated markets

Mr. Thyagarajan Muralidharan

Non-Executive Independent Director

Mr. Thyagarajan Muralidharan is a distinguished Indian entrepreneur and the founder of the TMI Group, a leading talent management and workforce solutions company. With a B. Tech from IIT Madras and a Post-Graduation from IIM Ahmedabad, he further enhanced his credentials by earning a Bachelor of Law (LLB) from Osmania University in 2021. Over his 35-year career, Mr. Muralidharan has made significant contributions to the business and employment sectors in India. He has served as the Past Chairman of the FICCI Telangana State Council, is a member of FICCI's National Executive Committee and was on the National Board of MSME for 5 years. He also served as an Advisor to the Governor of Rajasthan on MSME and Employment from 2019 to 2024. He has been recognized with multiple awards, including the Hyderabad Management Association's Entrepreneurial Achievement Award and the Distinguished Alumnus Award from the IIMA Alumni Association Hyderabad in 2014. Additionally, he is a published author of two bestselling novels, a columnist, an independent journalist, and actively engaged with education of under privileged Children.

Mr. Ajit Pandurang Rangnekar
Non-Executive Independent Director
w.e.f May 20,2026

Mr. Ajit Pandurang Rangnekar seasoned business leader, strategist and advisor with over 50 years of diverse experience across manufacturing, services, trading, shipping, consulting, education and non-profit sectors, including more than 25 years at CEO level.

He brings deep expertise in corporate strategy, innovation, finance, leadership development and supply chain optimisation. Currently, he serves as a consultant, board director and advisor to startups, mentoring organisations through growth, transformation and governance initiatives.

His international exposure includes over 20 years in Hong Kong in leadership roles spanning shipping, trading, treasury and consulting, including serving as Head of Consulting for Price Waterhouse and PwC Consulting. An entrepreneur and institution builder, he combines strategic insight with operational excellence and strong financial acumen.

He holds a B.Tech (Hons.) in Chemical Engineering from Indian Institute of Technology Bombay and a PGP from Indian Institute of Management Ahmedabad.

Mr. Mohankrishna Reddy Arvabumi
Non-Executive Independent Director
w.e.f May 20,2026

Mr. Mohan Krishna Reddy brings over three decades of rich, diverse, and extensive experience in the fields of Finance and Strategy. He holds a master's degree in finance from the Jamnalal Bajaj Institute of Management Studies and a First Class degree in Economics from the University of Madras.

His distinguished career spans senior leadership roles across reputed institutions, including Indian Bank, Unit Trust of India, ANZ Grindlays Bank, JM Financial, Cyient, and AppLabs.

As a senior investment banker with leading institutions such as ANZ Grindlays Bank and JM Financial, he has advised large corporates across Mumbai and South India in raising capital through IPOs, debt syndication, and other structured financing instruments. He has successfully led and executed numerous strategic transactions, including joint ventures, mergers and acquisitions (both domestic and cross-border), across a wide range of sectors.

In his capacity as Chief Financial Officer at Cyient and AppLabs, Mr. Reddy played a pivotal role in shaping strategic direction, driving both organic and inorganic growth, and strengthening financial frameworks. He has implemented robust policies and processes to enhance internal controls, improve operational efficiency, expand margins, and ensure long-term financial stability.

He has been actively associated with industry and entrepreneurial bodies, including Confederation of Indian Industry, The Indus Entrepreneurs, Madras Chamber of Commerce and Industry, and Hyderabad Angels.

The Management Team

Mr. Gangadi Madhukar Reddy
Chairman, Managing Director and Chief Executive Officer

Dr. Cherukupalli Bhaskar Reddy
Whole Time Director

Mr. Sujit Kumar Mahato
Chief Financial Officer

Mr. Kandasamy
Head of Supply Chain

Mr. Manoj Kumar Srivastava
Head-Corp. Secretarial and Company Secretary

Mr. Subrahmanyam Sharma
Chief Technology Officer

Corporate Information

Board of Directors:

Mr. Gangadi Madhukar Reddy
Chairman, Managing Director and Chief Executive Officer

Dr. Cherukupalli Bhaskar Reddy
Whole Time Director and Chief Operating Officer

Mr. Murali Sivaraman
Non- Executive Independent Director , Completed tenure on June 10, 2026

Mr. Madhavan Ganesan
Non-Executive Independent Director Completed tenure on June 10, 2026

Ms. Aparna Surabhi
Non-Executive Independent Director

Mr. Thyagarajan Muralidharan
Non-Executive Independent Director

Mr. Ajit Pandurang Rangnekar
Non-Executive Independent Director w.e.f. May 20, 2026

Mr. Mohankrishna Reddy Arvabumi
Non-Executive Independent Director w.e.f May 20,2026

Chief Financial Officer
Mr. Sujit Kumar Mahato

Head - Corporate Secretarial, Company Secretary & Compliance Officer
Mr. Manoj Kumar Srivastava
Resigned w.e.f. May 20, 2026

STATUTORY AUDITORS:

B S R and Co.
Unit-3, Sy No. 83/1, 6th Floor, Orwell, Salarpuria, Knowledge City, Raidurg, Plot No.2, Knowledge City Rd, Hyderabad, Telangana – 500082

COST AUDITORS:

M P R & Associates
6-3-349/15/17, Flat No: 301, Sri Sai Brundavan, Apartments, Dwarakapauri Colony, Panjagutta, Hyderabad, Telangana – 500082

SECRETARIAL AUDITORS:

R & A Associates
Office No. T 202, Technopolis, 1-10-74/B Above Ratnadeep Super Market, Chikoti Gardens, Begumpet, Hyderabad - 500016

INTERNAL AUDITORS:

Ernst & Young LLP
The Skyview 10 "South Lobby" 18th Floor, Survey No. 83/1 Raidurg, Hyderabad -500032

REGISTRAR & SHARE TRANSFER AGENT:

KFin Technologies Limited
Selenium Building, Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telangana, India - 500032

Phone No: (+91) 40 6716 2222 (+91) 40 7961 1000
Email: einward.ris@kfintech.com

NOTICE

NOTICE is hereby given that **Twentieth Annual General Meeting** ('20th AGM') of MedPlus Health Services Limited ('the Company') will be held on **Monday, August 17, 2026, at 03:30 PM (IST)**, through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') facility, to transact the following businesses:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, and the Reports of the Board of Directors and Auditors thereon.**

2. **To appoint a Director in place of Dr. Cherukupalli Bhaskar Reddy (DIN: 00926550), Whole Time Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.**

SPECIAL BUSINESS:

3. **Appointment of Mr. Mohan Krishna Reddy (DIN: 00093185) as an Independent Director of the Company**

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

   "RESOLVED THAT, pursuant to the provisions of Sections 149, 150, 152, 160 and 161 read with Schedule IV of the Companies Act, 2013 (the "Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014, and the applicable provisions of Regulations 16(1)(b), 17(1)(a), 17(1A) and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI LODR Regulations") [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors at their respective meetings held on May 20, 2026, , Mr. Mohan Krishna Reddy (DIN: 00093185), who was appointed as an Additional Director (Category: Non-Executive, Independent) by the Board of Directors and who holds office up to the date of this Annual General Meeting pursuant to Section 161(1) of the Act, and who has submitted a declaration that he meets the criteria of independence as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a first term of five (5) consecutive years commencing from May 20, 2026 up to and including May 19, 2031, on such terms and conditions as set out in the Explanatory Statement annexed hereto, which shall form part of this Resolution."

   "RESOLVED FURTHER THAT in terms of the proviso to Regulation 17(1A) of the SEBI LODR Regulations, the consent of the Members be and is hereby accorded for the appointment and continuation of Mr. Mohan Krishna Reddy as a Non-Executive Independent Director of the Company, notwithstanding that he may attain the age of 75 or more years during the aforesaid term of appointment."

   "RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things, sign and execute all documents, forms and returns, and take all such steps as may be required, necessary, proper or expedient to give effect to this Resolution and to comply with all applicable laws, rules, regulations and procedural requirements, including filing of the requisite forms/returns with the Registrar of Companies and intimation to the Stock Exchange(s) on which the securities of the Company are listed."

4. **Appointment of Mr. Ajit Pandurang Rangnekar (DIN: 01676516) as an Independent Director of the Company**

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

   "RESOLVED THAT, pursuant to the provisions of Sections 149, 150, 152,160 and 161 read with Schedule IV of the Companies Act, 2013 (the "Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014, and the applicable provisions of Regulations 16(1)(b), 17(1)(a), 17(1A) and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI LODR Regulations") [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors at their respective meetings held on May 20, 2026, Mr. Ajit Pandurang Rangnekar (DIN: 01676516), who was appointed as an Additional Director (Category: Non-executive, Independent) by the Board of Directors and who holds office up to the date of this Annual General Meeting pursuant to Section 161(1) of the Act, and who has submitted a declaration that he/she meets the criteria of independence as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a first term of five (5) consecutive years commencing from May 20, 2026 up to and including May 19, 2031, on such terms and conditions as set out in the Explanatory Statement annexed hereto, which shall form part of this Resolution."

   "RESOLVED FURTHER THAT in terms of the proviso to Regulation 17(1A) of the SEBI LODR Regulations, the consent of the Members be and is hereby accorded for the appointment and continuation of Mr. Ajit Pandurang Rangnekar as a Non-Executive Independent Director of the Company, notwithstanding that he has attained the age of 79 (seventy-Nine) years during the aforesaid term of appointment."

"RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things, sign and execute all documents, forms and returns, and take all such steps as may be required, necessary, proper or expedient to give effect to this Resolution and to comply with all applicable laws, rules, regulations and procedural requirements, including filing of the requisite forms/returns with the Registrar of Companies and intimation to the Stock Exchange(s) on which the securities of the Company are listed."

5. **Re-appointment of Mr. Gangadi Madhukar Reddy (DIN: 00098097) as the Managing Director & CEO of the Company**

To consider and, if thought fit, to pass, the following resolution as a Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 ("Act") , the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 17(6)(e) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Articles of Association of the Company and subject to such approvals as may be necessary, consent of the Members be and is hereby accorded for the re-appointment of Mr. Gangadi Madhukar Reddy (DIN: 00098097) as the Managing Director & Chief Executive Officer of the Company for a period of five years with effect from August 03, 2026 to August 02, 2031 on the terms and conditions including remuneration as approved by the Nomination and Remuneration Committee and the Board of Directors.

RESOLVED FURTHER THAT during the tenure of his appointment, Mr. Gangadi Madhukar Reddy shall be entitled to consolidated remuneration of an amount not exceeding ₹4.00 million per year or such amount as may be approved by the Board of Directors/Nomination and Remuneration Committee from time to time within the limits prescribed under the Companies Act, 2013, SEBI Listing Regulations and other applicable laws.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of his appointment, the Company shall pay to Mr. Gangadi Madhukar Reddy the remuneration in accordance with the provisions of Schedule V to the Companies Act, 2013 and applicable laws.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to alter, vary, revise or increase the remuneration, perquisites and other terms and conditions of appointment from time to time within the limits approved by the Members and permissible under applicable laws.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this Resolution."

6. **Ratification of remuneration to M/s. M P R & Associates, Cost Accountants (Firm Registration No.: 000413), Cost Auditors of the Company for the financial year 2026-27.**

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

"RESOLVED THAT pursuant to Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and approval by the Board of Directors, the members of the Company be and hereby ratify the remuneration payable to M/s. M P R & Associates, Cost Accountants (Firm Registration No.: 000413), who were appointed by the Board of Directors as the Cost Auditors of the Company, based on the recommendation of the Audit Committee, to audit the cost records of the Company for the financial year 2026-27, amounting to ₹1,50,000 (Rupees One Lakh Fifty Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses at actuals, if any, incurred in connection with the audit.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committees thereof) be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

By Order of the Board
For MedPlus Health Services Limited

Sd/-
Manoj Kumar Srivastava
Company Secretary & Compliance Officer
FCS7460

Registered Office:
H. No: 11-6-56, Survey No: 257 & 258/1,
Opp: IDPL Railway Siding Road, Moosapet,
Kukatpally, Hyderabad - 500037, Telangana

Date: May 20, 2026
Place: Hyderabad

Notes:

1. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular dated September 22, 2025 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as "MCA Circulars"), permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), **the 20th AGM of the Company is being held through VC/ OAVM on Monday, August 17, 2026, at 03:30 PM (IST)**. This Notice of the 20th AGM ('Notice') is approved by Board of Directors in its meeting dated May 20, 2026.

2. The proceedings of the 20th AGM shall be deemed to be conducted at the Registered Office of the Company at H. No: 11-6-56, Survey No: 257 & 258/1, Opp: IDPL Railway Siding Road, Moosapet, Kukatpally, Hyderabad - 500037, Telangana, India.

3. An Explanatory statement pursuant to the provisions of Section 102(1) of the Act, setting out the material facts concerning the special business with respect to Item Nos. 3 to 6 forms part of this Notice. Further, relevant information pursuant to Regulation 36(3) and other relevant provisions of the Listing Regulations and Secretarial Standard - 2 on General Meetings (SS-2), issued by The Institute of Company Secretaries of India, in respect of details of Directors seeking appointment/re-appointment at AGM with respect to Item Nos. 3 to 6 is furnished as Annexure to this Notice.

4. Pursuant to the above-mentioned MCA Circulars, since physical attendance of the Members is not required at the AGM, attendance of the Members through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.

5. Pursuant to the section 105 of the Companies Act, 2013, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the company. Since this AGM is being held through VC/OAVM pursuant to the applicable MCA and SEBI circulars, the requirement of physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this, AGM and hence, the proxy form, attendance slip and route map are not annexed to this notice.

6. In case of joint holders attending the AGM through VC/ OAVM, Member whose name appears as the first holder in the order of their names as per the Register of Members of the Company, as on the cut-off date will be entitled to vote at the AGM.

7. Members of the Company under the category of Corporate/ Institutional Shareholders (i.e. other than individuals, HUFs, NRIs, etc.) are encouraged to attend and participate in the AGM through VC/ OAVM and vote thereat. Corporate/ Institutional Shareholders are entitled to appoint authorised representatives to attend the AGM through VC/ OAVM on their behalf and cast their votes through remote e-voting or at the AGM.

   Pursuant to Section 113 of the Companies Act, 2013, the Corporate/Institutional Shareholders are required to send a scanned copy (PDF/JPG format) of their respective Board or governing body Resolution, Authorisation, etc., authorising their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting. The said Resolution/ Authorisation shall be sent to the Scrutinizer by email to rashida@rna-cs.com with a copy marked to evoting@kfintech.com and to the Company at cs@medplusindia.com.

8. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding (as per Section 170 of the Act), the Register of Contracts or Arrangements in which the Directors are interested (as per Section 189 of the Act), and other relevant documents referred to in the Notice or Explanatory Statement, may do so electronically during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e., August 17, 2026. Members may send their requests to cs@medplusindia.com from their registered email addresses mentioning their name, Folio No./DP ID and Client ID.

9. The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) is KFin Technologies Limited having their office at Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500032.

10. **NOMINATION:**

    As per the provisions of Section 72 of the Act and relevant SEBI Circulars, the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form SH-13. Further, all new Members are mandatorily required to provide the choice of nomination for their demat accounts (except for jointly held demat accounts).

    If a member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the requisite application in Form ISR-3 or Form SH-14, as the case may be. The said forms can be downloaded from the Company's website at www.medplusindia.com or from the RTA's website at https://www.kfintech.com.

Members are requested to submit the said form to their DPs in case the shares are held in electronic form and on the website of the RTA at and on the website of the RTA at https://www.kfintech.com in case the shares are held in physical form, quoting their folio no(s).

11. **TRANSFER OF SHARES PERMITTED IN DEMATERIALISED FORM ONLY:**

In accordance with Regulation 40 of the Listing Regulations, as amended, with effect from April 01, 2019, securities of listed companies can be transferred only in dematerialised form. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get inherent benefits of dematerialisation.

Further, Members may please note that SEBI has mandated listed companies to issue securities in demat form only while processing any service requests viz. issue of duplicate securities certificate; claim from Unclaimed Suspense Account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4 (duplicate of share certificate)/ ISR-5 (transmission), the format of which is available on Company's website at www.medplusindia.com and on the website of the RTA at https://www.kfintech.com. It may be noted that any service request or complaint can be processed only after the folio is KYC compliant. Members holding shares in physical form may raise a service request to the Company/RTA for any assistance relating to the shares of the Company.

Members holding shares in physical form can get in touch with any Depository Participant having registration with SEBI to open a Demat account or alternatively, contact the nearest branch of KFintech to seek guidance in the demat procedure. Members may also visit web site of depositories viz. National Securities Depository Limited viz. https://nsdl.co.in/faqs/faq.php or Central Depository Services (India) Limited viz. https://www.cdslindia.com/investors/open-demat.html for further understanding of the demat procedure. Members may also refer to Frequently Asked Questions ('FAQs') on Company's website www.medplusindia.com.

12. **ELECTRONIC DISPATCH OF NOTICE AND ANNUAL REPORT:**

In accordance with the circulars issued by the MCA and the SEBI, the Notice of the 20th AGM along with the Annual Report for the financial year 2025-26 is being sent in electronic form only to Members whose e-mail addresses are registered with the Company / Registrar & Share Transfer Agent (RTA) / Depository Participants (DPs). Further, in accordance with Regulation 36(1)(b) of the Listing Regulations, a letter is also being sent to the Members whose e-mail ids are not registered with Company/RTA/DP, providing the web-link of Company's website where the Integrated Annual Report of the Company for financial year 2025-26 can be accessed.

The Company shall send the physical copy of the 20th Annual Report for FY 2025-26 only to those Members who specifically request for the same at cs@medplusindia.com or email to RTA at einward.ris@kfintech.com mentioning their Folio numbers/DP-ID and Client-ID

Those Members who are holding shares in physical form and have not updated their e-mail ids with the Company, are requested to update the same by submitting a duly filled and signed Form ISR-1 along with self-attested copy of the PAN Card, and self-attested copy of any document as address proof (e.g. Driving License, Voter Identity Card, Passport, Masked Aadhaar, etc.), to the Company's RTA at the below mentioned address or by e-mail to einward.ris@kfintech.com:

KFin Technologies Limited,
Unit – MedPlus Health Services Limited
Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500 032.

13. A copy of the Notice of this AGM along with Annual Report for the Financial Year 2025-2026 is also available on the website of the Company at www.medplusindia.com website of the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of Company's Registrar and Transfer Agent, KFin Technologies Limited ("KFinTech") at https://evoting.kfintech.com/public/Downloads.aspx

14. **SCRUTINISER FOR E-VOTING:**

The Board of Directors has appointed Ms. Rashida Adenwala, Practicing Company Secretary (Membership No. FCS 4020) as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast prior the AGM) and shall make, not later than two working days from the conclusion of the AGM, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.

The results declared, along with the Scrutinizer's Report, shall be placed on the Company's website www.medplusindia.com and on the website of NSDL & CDSL and the same shall be communicated to the Stock Exchanges where the equity shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.

15. **SUBMISSION OF QUESTIONS/QUERIES PRIOR TO AGM:**

For ease of conduct of AGM, members who wish to ask questions/express their views on the items of the businesses to be transacted at the meeting are requested to write to the Company's investor email-id ir@medplusindia.com / cs@medplusindia.com at least 72 hours before the time fixed for the AGM, i.e., by 3:30 PM (IST) on August 14, 2026, mentioning their name, demat account no./folio number, email ID, mobile number etc. The queries may be raised precisely and in brief to enable the Company to answer the same suitably depending on the availability of time at the AGM.

Alternatively, Members holding shares as on the cut-off date i.e. August 10, 2026, may also visit https://emeetings.kfintech.com and click on the tab "Post Your Queries" and post their queries/ views/questions in the window provided, by mentioning their name, demat account number/ folio number, email ID and mobile number. The window shall be closed 72 hours before the time fixed for the AGM, i.e., by 3:30 PM (IST) on August 14, 2026.

Members can also post their questions during AGM through the "Ask A Question" tab, which is available in the VC/OAVM facility as well as in the one-way live webcast facility.

The Company will endeavour to address, at the AGM, the queries received up to 3:30 PM (IST) on August 14, 2026, from Members who have submitted their queries from their registered email IDs. Members are requested to note that their queries will be addressed only if they continue to hold shares of the Company as on the cut-off date.

16. **SPEAKER REGISTRATION BEFORE AGM:**

Members who would like to express their views/ ask questions as a Speaker at the AGM may pre-register themselves by visiting https://emeetings.kfintech.com and clicking on "Speaker Registration" between Tuesday, August 11, 2026 from 10:00 A.M. (IST) to Friday, August 14, 2026 till 03:30 P.M. (IST). Only those Members who have pre-registered themselves as Speakers will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Further, the sequence in which the Members will be called upon to speak will be solely determined by the Company.

17. KFin Technologies Limited, Registrar & Transfer Agent of the Company, ('KFintech') shall be providing facility for voting through remote e-voting, for participation in the AGM through VC/OAVM facility and e-voting during the AGM. The procedure for participating in the meeting through VC/OAVM is explained at Note No. 18 & 19 below.

18. **INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

a. The Members will be provided with a facility to attend the AGM through VC/OAVM provided by KFintech. Members are requested to login at https://emeetingskfintech.com and click on the "Video Conference" tab to join the Meeting by using the remote e-voting credentials. After successful login, the Members will be able to see the link of 'VC/OAVM link' placed under the tab 'Join Meeting' against the name of the Company. On clicking this link, the Members will be able to attend and participate in the proceedings of the AGM through a live webcast of the meeting and submit votes on announcement by the Chairman. Please note that Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the instructions provided in the notice to avoid last minute rush.

b. Members may join the Meeting through Laptops, Smartphones, Tablets or iPads for better experience. Further, Members will be required to allow camera and use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches. Members are encouraged to join the Meeting through Laptops with latest version of Google Chrome for better experience.

c. Members can join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice, and this mode will be available throughout the proceedings of the AGM. The facility for attending the AGM virtually will be made available for 1,000 members on first come first served basis as per the MCA Circulars. This will not include large Shareholders (i.e. Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee, Risk Management Committee, Corporate Social Responsibility Committee and Stakeholders' Relationship Committee. Auditors, etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

In case of any query and/or help, in respect of attending AGM through VC/OAVM mode, Members may refer to the Help & Frequently Asked Questions (FAQs) and 'AGM VC/OAVM' user manual available at the download Section of https://evoting.kfintech.com or contact at cs@medplusindia.com , or Sri Sai Karthik Tikkisetti, Manager - Corporate Registry, KFintech at Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500 032 or at the email ID emeetings@kfintech.com or Helpline: 1800 309 4001 for any further clarifications.

19. INSTRUCTIONS FOR REMOTE E-VOTING:

The Company has availed the services of KFin Technologies Limited ('Kfin') for conducting the AGM through VC/OAVM and enabling participation of shareholders at the meeting thereto and for providing services of remote e-voting and e-voting during the AGM (Insta Poll).

a) Any person, whose name is recorded in the Register of Members or in the Register of beneficial owners (in case of electronic shareholding) maintained by the depositories as on the August 10, 2026 only shall be entitled to avail the facility of remote e-voting. The remote e-voting period commences on August 14, 2026 at 9:00 a.m. IST and ends on August 16, 2026 at 5:00 p.m. IST. The remote e-voting module shall be disabled by Kfin for voting thereafter. Once the vote on a resolution is cast by the shareholder, he/she/it shall not be allowed to change it subsequently.

b) The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e August 10, 2026.

c) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its shareholders in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Kfin for facilitating voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a shareholder using remote e-voting as well as the e-voting system on the date of the AGM will be provided by Kfin.

d) In order to increase the efficiency of the voting process, and pursuant to the SEBI Circular No. SEBI/HO/CFD/ CMD/ CIR/P/2020/242 dated 9 December, 2020, the demat account holders, are provided a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders will now be able to cast their vote without having to register again with the E-voting Service Providers ("ESPs"), thereby facilitating seamless authentication and convenience of participating in e-voting process.

e) Members holding shares in dematerialized mode are requested to register/update their KYC details including email address with the relevant Depository Participants. Members holding shares in physical form are requested to register/ update their KYC details including email address by submitting duly filled and signed Form ISR-1 at einward.ris@kfintech.com along with the copy of the share certificate (front and back), self-attested copy of the PAN card and such other documents as prescribed in the Form. Form ISR-1 is available on the website of the Company at www.medplusindia.com and on the website of KFin at https://ris.kfintech.com/clientservices/isc/isrforms.aspx

f) In compliance with the provisions of Sections 110 and 108 of the Act read with the Management Rules, SS-2 and Regulation 44 of the SEBI Listing Regulations, as amended, the Company is providing facility to the Members to exercise votes through electronic voting system ("e-voting") on the e-voting platform provided by KFin to enable them to cast their votes electronically.

g) The details of the process and manner for e-voting are explained hereinbelow:

I. Login method for e-voting for Individual shareholders holding securities in demat mode.

Pursuant to SEBI circular - SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December 2020 on "e-voting facility provided by Listed Companies", e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/website of Depository(ies)/Depository Participants ("DPs") in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.

Shareholders are advised to update their mobile number and e-mail ID with their DPs in order to access e-voting facility.

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

Type of shareholders	Login method
Individual shareholders holding securities in demat mode with NSDL	**A. Users registered for NSDL IDeAS facility:** 1. Open web browser and type the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the **"Beneficial Owner"** icon under **"Login"** which is available under **"IDeAS"** section. 2. A new screen will open. Enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on **"Access to e-voting"** under e-voting services and you will be able to see e-voting page. 3. Click on options available against Company name or e-voting service provider - **KFintech** and you will be re-directed to e-voting service provider website for casting your vote during the e-voting period.
	B. Users not registered for IDeAS e-Services: Option to register is available at https://eservices.nsdl.com Select "**Register Online for IDeAS"** Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp and proceed with completing the required fields. After successful registration, please follow the steps given above to cast your vote.
	C. By visiting the e-voting website of NSDL: 1. Visit the e-voting website of NSDL. Open web browser and type the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the **"Login"** icon, available under the **'Shareholder/Member'** section. 2. A new screen will open. Enter your User ID (i.e., your 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. 3. Click on options available against Company name or e-voting service provider - **KFintech** and you will be re-directed to e-voting service provider website for casting your vote during the e-voting period.
	D. NSDL Speede Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	**A. Existing users who have opted for Easi/Easiest:** 1. Open web browser and type: www.cdslindia.com and click on login icon and select New System Myeasi 2. Shareholders can login through their existing user ID and password. Option will be made available to reach e-voting page without any further authentication. 3. After successful login on Easi/Easiest, the user will also be able to see the e-voting Menu. The menu will have links of ESPs. Click on **KFintech** to cast your vote.
	B. Users who have not opted for Easi/Easiest: Option to register for Easi/Easiest is available at www.cdslindia.com Proceed with completing the required fields. After successful registration, please follow the steps given above to cast your vote.

Individual Shareholders holding securities in demat mode with CDSL	**C. By visiting the e-voting website of CDSL:** 1. The user can directly access e-voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com. The system will authenticate the user by sending OTP on registered Mobile & e-mail ID as recorded in the demat Account. 2. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and will also be able to directly access the system of e-Voting Service Provider, i.e., **KFintech**.	
Individual Shareholders (holding securities in demat mode) logging through their depository participant(s)	1. Shareholders can also login using the login credentials of their demat account through their Depository Participant registered with NSDL/CDSL for e-voting facility. Once logged-in, you will be able to see e-voting option. 2. Once you click on e-voting option, you will be redirected to NSDL/CDSL website after successful authentication, wherein you can see e-voting feature. 3. Click on option available against Company name or e-voting service provider- KFintech and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.	
Important Note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at respective websites.		
Helpdesk for Individual Shareholders holding securities in demat mode who need assistance for any technical issues related to login through Depository i.e., NSDL and CDSL:		
Members facing any technical issue - NSDL	**Members facing any technical issue – CDSL**	
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact on 1800 22 55 33	

II. Login method for e-voting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

1. Initial password is provided in the body of the e-mail.
2. Launch internet browser and type the URL: https://evoting.kfintech.com in the address bar.
3. Enter the login credentials i.e., User ID and password mentioned in your e-mail. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your votes.
4. After entering the details, click on LOGIN.
5. You will reach the password change menu wherein, you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
6. You need to login again with the new credentials.
7. On successful login, the system will prompt you to select the **EVENT, i.e., 9881**
8. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/ 'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/ or 'AGAINST' taken together should not exceed your total shareholding as on the cut- off date. You may also choose the option 'ABSTAIN', in which case, the shares held will not be counted under either head.
9. Members holding multiple folios/demat accounts may choose to vote separately for each folio/demat account.
10. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on all the resolutions.
11. Corporate/institutional Members (i.e., other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/ authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who is/are authorized to vote, to the Scrutinizer through email at rashida@rna-cs.com and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'BFL_EVENT No.'

In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting User Manual available at the 'download' section of https://evoting.kfintech.com or call KFin on 1-800-309-4001 (toll free).

20. **OTHER INSTRUCTIONS:**

a. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of https://evoting.kfintech.com or contact at investors@medplusindia.com , or Corporate Registry, KFin Technologies Limited, Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500 032 or at the email ID evoting@kfintech.com or call KFintech's toll free No.: 1800-309 4001 454-001 for any further clarifications.

b. You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending future communication(s).

c. The remote e-voting period commences on August 14, 2026 (09:00 AM IST) and ends on August 16, 2026 (05:00 PM IST). During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date August 10, 2026 may cast their votes electronically. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

d. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

21. **PROCEDURE FOR REGISTERING THE EMAIL ADDRESSES AND OBTAINING THE AGM NOTICE AND E-VOTING INSTRUCTIONS BY THE MEMBERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES (IN CASE OF MEMBERS HOLDING SHARES IN DEMAT FORM) OR WITH KFINTECH (IN CASE OF MEMBERS HOLDING SHARES IN PHYSICAL FORM):**

a. Those Members who have not yet registered their email addresses are requested to get their email addresses registered by following the procedure given below:

i. Members holding shares in demat form can get their email ID registered by contacting their respective Depository Participant.

ii. Members holding shares in physical form may register their email address and mobile number with KFin Technologies Private Limited by sending the prescribed ISR form as per the SEBI circular date November 03, 2021 (SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655). The required ISR forms can be obtained by following the link: https://ris.kfintech.com/clientservices/ isc/default.aspx.

The Members may also visit the website of the Company www.medplusindia.com and click on the "email registration" and follow the registration process as guided thereafter.

Please note that in case of shareholding in dematerialised form, the updation of email address will be temporary only upto AGM.

b. After successful updation of the email address, KFintech will email a copy of this AGM Notice along with the e-voting user ID and password. In case of any queries, Members are requested to write to KFintech.

c. Those Members who have already registered their email addresses are requested to keep their email addresses validated/updated with their DPs/ KFintech to enable serving of notices/documents/ Annual Reports and other communications electronically to their email address in future.

22. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

23. **KPRISM – Mobile service application by KFintech:**

Members are requested to note that KFintech has launched a mobile application – KPRISM and a website https://kprism.kfintech.com/signup for online service to Shareholders.

Members can download the mobile application, register themselves (one time) for availing host of services viz., view of consolidated portfolio serviced by KFin, requests for change of address, change/update Bank Mandate. Through the Mobile application, Members can download Annual Reports, standard forms and keep track of upcoming General Meetings. The mobile application is available for download from Android Play Store. Members may alternatively visit the link https://kprism.kfintech.com/app/ to download the mobile application.

QR Code to access KPRISM:

Senior Citizens - Investor Support

As part of the initiative, our RTA, in order to enhance investor experience for Senior Citizens, a Senior Citizens investor cell has been newly formed to assist exclusively the Senior Citizens in redressing their grievances, complaints and queries. The special cell closely monitors the complaints coming from Senior Citizens through this channel and handholds them at every stage of the service request till closure of the grievance.

Senior Citizens wishing to avail this service can send the communication with the below details to the email id, senior.citizen@kfintech.com . Senior Citizens (above 60 years of age) have to provide the following details:

1. ID proof showing Date of Birth
2. Folio Number
3. Company Name
4. Nature of Grievance

24. **Webcast:**

    Your Company will be providing the facility of live webcast of proceedings of AGM. Members who are entitled to participate in the AGM can view the proceeding of AGM. Members who are entitled to participate in the AGM can view the proceedings of the AGM by logging on the website of https://emeetings.kfintech.com using their secure login credentials. Members are encouraged to use this facility of webcast. During the live webcast of AGM, Members may post their queries in the message box provided on the screen.

By **Order of the Board**
For **MedPlus Health Services Limited**

Sd/-
Manoj Kumar Srivastava
Company Secretary & Compliance Officer
FCS 7460

Registered Office:
H. No: 11-6-56, Survey No: 257 & 258/1,
Opp: IDPL Railway Siding Road, Moosapet,
Kukatpally, Hyderabad - 500037, Telangana

Date: May 20, 2026
Place: Hyderabad

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3:

APPOINTMENT OF MR. MOHAN KRISHNA REDDY (DIN: 00093185) AS AN INDEPENDENT DIRECTOR (SPECIAL RESOLUTION)

A. Background and NRC Recommendation

The Nomination and Remuneration Committee (the "NRC") of the Board, constituted in accordance with Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI LODR Regulations, at its meeting held on May 20, 2026, reviewed the composition and diversity requirements of the Board and, upon evaluation of the profile, experience and expertise of Mr. Mohan Krishna Reddy, recommended his appointment as an Independent Director on the Board of the Company.

Based on the aforesaid recommendation of the NRC, the Board of Directors, at its meeting held on May 20, 2026, approved the appointment of Mr. Mohan Krishna Reddy as an Additional Director in the category of Independent Director of the Company with effect from May 20, 2026, pursuant to Section 161(1) of the Act, subject to the approval of Members at the ensuing Annual General Meeting.

B. Candidature and Formal Process

The candidature of Mr. Mohan Krishna Reddy for appointment as an Independent Director has been identified and recommended solely by the Nomination and Remuneration Committee pursuant to Section 178(2) and Section 178(3) of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

- Mr. Mohan Krishna Reddy has furnished the following documents to the Company:
- Written consent to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014;
- Intimation in Form DIR-8 confirming that he is not disqualified under Section 164(2) of the Act; and
- Declaration of Independence confirming that he meets the criteria of independence laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations, and that he is not debarred from holding the office of Director pursuant to any SEBI order.

C. Special Resolution Required - Regulation 17(1A) of the SEBI LODR Regulations

Regulation 17(1A) of the SEBI LODR Regulations provides that no listed company shall appoint a person as a Non-Executive Director who has or may attain the age of seventy-five (75) years unless a Special Resolution is passed to that effect, and the explanatory statement annexed to the Notice for such motion shall indicate the justification for appointing such a person.

Mr. Mohan Krishna Reddy was born on May 03, 1956 aged 70 years. Accordingly, his/her appointment as Independent Director requires the approval of Members by way of a Special Resolution in terms of the proviso to Regulation 17(1A) of the SEBI LODR Regulations.

Justification for appointment of a person who has or may attain the age of 75 years or more:

The NRC and the Board, in recommending the appointment of Mr. Mohan Krishna Reddy have taken into account the following factors:

- Extensive and distinguished experience of three decades of rich, diverse, and extensive experience in the fields of Finance and Strategy.
- Deep domain knowledge and nuanced understanding of corporate strategy, finance, leadership development that will significantly benefit the Board and the Company;
- His/her continued physical and mental fitness and ability to devote adequate time and attention to the affairs of the Company;
- The Board is of the view that his appointment will enhance the quality of Board deliberations, strengthen the independence of the Board, and contribute to the overall governance framework of the Company.

D. Criteria of Independence and Board Opinion

The Board is satisfied that Mr. Mohan Krishna Reddy meets all the criteria of independence specified under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR Regulations. In the opinion of the Board, he:

- Is not a promoter of the Company or its holding, subsidiary or associate company;
- Is not related to any promoter, Director or Key Managerial Personnel of the Company;
- Has not had any pecuniary relationship with the Company, its holding, subsidiary, or associate company or their promoters or Directors during the two immediately preceding financial years or during the current financial year;
- Does not hold (along with relatives) two percent or more of the total voting power of the Company; and
- Is not a material supplier, service provider, customer, or lessor/lessee of the Company.

The Board is further satisfied that Mr. Mohan Krishna Reddy possesses the requisite integrity, expertise, experience and proficiency as envisaged under the Act and the SEBI LODR Regulations, and that his/her appointment is in the best interests of the Company and its stakeholders.

E. Interest of Directors, Key Managerial Personnel and their Relatives

Mr. Mohan Krishna Reddy is not concerned or interested in this Resolution to the extent of his/her own appointment as Independent Director. Save as aforesaid, none of the other Directors, Key Managerial Personnel of the Company, or their respective relatives, is, in any way, concerned or interested, financially or otherwise, in the proposed Resolution.

F. Board Recommendation

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, recommends the Resolution set out at Item No. 5 of this Notice for approval of the Members of the Company by way of a Special Resolution. The Board is of the view that the appointment of Mr. Mohan Krishna Reddy as an Independent Director will strengthen the governance and oversight capabilities of the Board.

Additional information required pursuant to Regulation 36 of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings is provided in Annexure - A forming part of the Notice.

ITEM NO. 4:

APPOINTMENT OF MR. AJIT PANDURANG RANGNEKAR (DIN: 01676516) AS AN INDEPENDENT DIRECTOR (SPECIAL RESOLUTION)

A. Background and NRC Recommendation

The Nomination and Remuneration Committee (the "NRC") of the Board, constituted in accordance with Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI LODR Regulations, at its meeting held on May 20, 2026, reviewed the composition and diversity requirements of the Board and, upon evaluation of the profile, experience and expertise of Mr. Ajit Pandurang Rangnekar, recommended his/her appointment as an Independent Director on the Board of the Company.

Based on the aforesaid recommendation of the NRC, the Board of Directors, at its meeting held on May 20, 2026, approved the appointment of Mr. Ajit Pandurang Rangnekar as an Additional Director in the category of Independent Director of the Company with effect from May 20, 2026, pursuant to Section 161(1) of the Act, subject to the approval of Members at the ensuing Annual General Meeting.

B. Candidature and Formal Process

The candidature of Mr. Ajit Pandurang Rangnekar for appointment as an Independent Director has been identified and recommended solely by the Nomination and Remuneration Committee pursuant to Section 178(2) and Section 178(3) of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Mr. Ajit Pandurang Rangnekar has furnished the following documents to the Company:

- Written consent to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014;
- Intimation in Form DIR-8 confirming that he/she is not disqualified under Section 164(2) of the Act; and
- Declaration of Independence confirming that he/she meets the criteria of independence laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations, and that he/she is not debarred from holding the office of Director pursuant to any SEBI order.

C. Special Resolution Required - Regulation 17(1A) of the SEBI LODR Regulations

Regulation 17(1A) of the SEBI LODR Regulations provides that no listed company shall appoint a person as a Non-Executive Director who has attained the age of seventy-five (75) years unless a Special Resolution is passed to that effect, and the explanatory statement annexed to the Notice for such motion shall indicate the justification for appointing such a person.

Mr. Ajit Pandurang Rangnekar was born on January 21, 1947 aged 79 years. Accordingly, his/her appointment as Independent Director requires the approval of Members by way of a Special Resolution in terms of the proviso to Regulation 17(1A) of the SEBI LODR Regulations.

Justification for appointment of a person who has attained the age of 75 years:

The NRC and the Board, in recommending the appointment of Mr. Ajit Pandurang Rangnekar have taken into account the following factors:

- Extensive and distinguished experience of over 50 years in manufacturing, services, trading, shipping, consulting, education and non-profit sectors, including more than 25 years at CEO level.
- Deep domain knowledge and nuanced understanding of corporate strategy, innovation, finance, leadership development and supply chain optimisation that will significantly benefit the Board and the Company;
- His/her continued physical and mental fitness and ability to devote adequate time and attention to the affairs of the Company;
- The Board is of the view that his appointment will enhance the quality of Board deliberations, strengthen the independence of the Board, and contribute to the overall governance framework of the Company.

D. Criteria of Independence and Board Opinion

The Board is satisfied that Mr. Ajit Pandurang Rangnekar meets all the criteria of independence specified under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR Regulations. In the opinion of the Board, he/she:

- Is not a promoter of the Company or its holding, subsidiary or associate company;
- Is not related to any promoter, Director or Key Managerial Personnel of the Company;
- Has not had any pecuniary relationship with the Company, its holding, subsidiary, or associate company or their promoters or Directors during the two immediately preceding financial years or during the current financial year;
- Does not hold (along with relatives) two percent or more of the total voting power of the Company; and
- Is not a material supplier, service provider, customer, or lessor/lessee of the Company.

The Board is further satisfied that Mr. Ajit Pandurang Rangnekar possesses the requisite integrity, expertise, experience and proficiency as envisaged under the Act and the SEBI LODR Regulations, and that his/her appointment is in the best interests of the Company and its stakeholders.

E. Interest of Directors, Key Managerial Personnel and their Relatives

Mr. Ajit Pandurang Rangnekar is not concerned or interested in this Resolution to the extent of his/her own appointment as Independent Director. Save as aforesaid, none of the other Directors, Key Managerial Personnel of the Company, or their respective relatives, is, in any way, concerned or interested, financially or otherwise, in the proposed Resolution.

F. Board Recommendation

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, recommends the Resolution set out at Item No. 5 of this Notice for approval of the Members of the Company by way of a Special Resolution. The Board is of the view that the appointment of Mr./Ms. [Name of Director] as an Independent Director will strengthen the governance and oversight capabilities of the Board.

Additional information required pursuant to Regulation 36 of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings is provided in Annexure A forming part of the Notice.

ITEM NO. 5:

APPOINTMENT OF MR. GANGADI MADHUKAR REDDY (DIN: 00098097) AS MANAGING DIRECTOR & CEO (SPECIAL RESOLUTION)

A. Background and Present Term of Office

Mr. Gangadi Madhukar Reddy (DIN: 00098097) is the Managing Director & Chief Executive Officer of the Company. He was first appointed as Managing Director & CEO pursuant to a resolution passed by the Members of the Company, and his present term of office expires on August 02, 2026.

Mr. Gangadi Madhukar Reddy has been associated with the Company for over 19 (nineteen) years and has been instrumental in driving the Company's growth, operational excellence, strategic expansion and long-term value creation for all stakeholders. Under his leadership, the Company has achieved significant milestones in business performance, profitability, governance standards and market positioning.

B. Recommendation of the Nomination and Remuneration Committee and Board Approval

The Nomination and Remuneration Committee (the "NRC"), constituted in accordance with Section 178 of the Companies Act, 2013 (the "Act") and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI LODR Regulations"), at its meeting held on May 20, 2026, evaluated the performance, leadership capabilities, industry expertise, strategic acumen and overall contribution of Mr. Gangadi Madhukar Reddy to the Company, and pursuant to the Nomination and Remuneration Policy of the Company framed under Section 178(4) of the Act and Regulation 19(4) of the SEBI LODR Regulations, recommended his re-appointment as Managing Director & Chief Executive Officer of the Company for a further term of five (5) years.

Based on the aforesaid recommendation of the NRC, the Board of Directors (the "Board"), at its meeting held on May 20, 2026, approved the re-appointment of Mr. Gangadi Madhukar Reddy as Managing Director & Chief Executive Officer of the Company for a further period of five (5) years with effect from August 03, 2026, subject to the approval of the Members of the Company at the ensuing Annual General Meeting.

C. Principal Terms and Conditions of Re-appointment

Name	Mr. Gangadi Madhukar Reddy
DIN	00098097
Designation	Managing Director & Chief Executive Officer
Previous Term Expiry	August 02, 2026
Commencement of Re-appointment	August 03, 2026
Term	Five (5) years: August 03, 2026 to August 02, 2031 (both days inclusive)
Nature of Appointment	Executive Director – not liable to retire by rotation

Remuneration - Maximum Ceiling	Consolidated remuneration not exceeding ₹4.00 million per annum
Remuneration in Absence / Inadequacy of Profits	As per limits applicable under Schedule V to the Companies Act, 2013)
Other Benefits	As per the Company's applicable policies.
Sitting Fees	Not applicable (Executive Director)
Stock Options	As per the Company's applicable ESOP Scheme(s), if any

D. Minimum Remuneration under Schedule V

In the event of loss or inadequacy of profits in any financial year during the tenure of Mr. Gangadi Madhukar Reddy as Managing Director & CEO, the remuneration payable to him shall be governed by and shall not exceed the limits specified under Section 197 of the Companies Act, 2013 read with Schedule V thereto, as applicable to the Company based on its effective capital, and subject to compliance with all conditions specified therein, including requisite approvals under the Act and the Rules made thereunder.

E. Declarations and Eligibility

Mr. Gangadi Madhukar Reddy satisfies all the conditions as set out in Part I of Schedule V to the Companies Act, 2013 and as also conditions set out under Section 196(3) of the Act. The Company has received from Mr. Gangadi Madhukar Reddy:

- Written consent to act as Managing Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014;
- Intimation in Form DIR-8 confirming that he is not disqualified to act as Director under Section 164(2) of the Act; and
- Declaration confirming compliance with the conditions specified in Part I of Schedule V and Section 196(3) of the Companies Act, 2013.

F. Interest of Directors, Key Managerial Personnel and their Relatives

Mr. Gangadi Madhukar Reddy and his relatives are concerned or interested in this Resolution to the extent of his own re-appointment and the remuneration payable to him. None of the other Directors, Key Managerial Personnel of the Company, or their respective relatives, is in any way, concerned or interested, financially or otherwise, in this Resolution.

G. Board Recommendation

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and having regard to the performance, leadership, expertise and the long and distinguished association of Mr. Gangadi Madhukar Reddy with the Company, recommends the Resolution at Item No. 5 for approval of the Members of the Company by way of a Special Resolution.

This Explanatory Statement, together with the accompanying Notice, shall also be treated as an abstract of the terms and conditions of re-appointment of Mr. Gangadi Madhukar Reddy and the memorandum of interest of Directors pursuant to Section 190 of the Companies Act, 2013.

ITEM NO. 6.

Ratification of remuneration to M/s. M P R & Associates, Cost Accountants (Firm Registration No.: 000413), Cost Auditors of the Company for the financial year 2026-27

Upon recommendation of the Audit Committee, the Board of Directors of the Company approved the appointment of M/s. M P R & Associates, Cost Accountants (Firm Registration No.: 000413), as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2026-27 at a remuneration of ₹1,50,000/- (Rupees One Lakh Fifty Thousand only), plus applicable taxes and out of pocket expenses, if any in connection with the aforesaid audit.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014, as amended, and other applicable provisions, if any, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company. M/s. M P R & Associates, Cost Accountants has furnished the eligibility certificate for appointment as Cost Auditors of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 6 of the Notice for ratification of remuneration payable to the Cost Auditors for the financial year 2026-27.

None of the Directors and / or Key Managerial Personnel of the Company and / or their respective relatives are concerned or interested, financially or otherwise, either directly or indirectly, in the proposed transactions, except to the extent of their directorship and / or shareholding in the Company and / or Related Parties.

The Board of Directors recommends the approval of the Resolution as Ordinary Resolutions as set out at Item no. 6 of the Notice.

ANNEXURE A

Brief profile of Directors proposed for re-appointment

Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, the details of the Directors proposed to be re-appointed/appointed is as given below:

Name of Director	Dr. Cherukupalli Bhaskar Reddy
DIN	00926550
Date of Birth and Age	13.06.1968, 55 years
Date of first appointment on the Board	26.10.2023
Nationality	Indian
Qualification	MBBS, M.S in Gen-Surgery, FRCS (Edinburgh -UK)
Brief Profile and Experience and Expertise	Dr. Cherukupalli Bhaskar Reddy has done MBBS from Kurnool Medical College, Andhra Pradesh in the year 1992, MS in Gen Surgery from Manipal Academy of Higher Education (MAHE), Mangalore in the year 1997 and FRCS from Edinburgh (UK) in the year 2003. He is associated with the Company/ group since inception of the Company. He was overseeing the Recruitment, training, expansion of the business and having rich experience more than two decades in the field of retail pharmacy, business strategy, building the leadership and making company towards process driven establishment. He is looking after the pharmacy operations of the Company.
Remuneration Last Drawn	10.31 million.
Remuneration sought to be paid	NA
No of Board Meeting attended during the year	5
Number of shares held in the Company either by self or as a Beneficial Owner	6,09,687 equity Shares
Inter se Relationship with other Directors and KMPs	None
Directorships held in other Companies including other listed companies	• Optival Health Solutions Private Limited • Nova Sud Pharmaceuticals Private Limited • Kalyani Meditimes Private Limited • Clearancekart Private Limited • Wynclark Pharmaceuticals Private Limited • Agilemed Investments Private Limited • Lone Furrow Investments Private Limited • Gangadi Investments Private Limited • Dr. Bhaskarreddy and Madhulatha Ventures Private Limited • Madhukar Gangadi Ventures Private Limited
Chairperson/Membership of committee held in other Companies	Wynclark Pharmaceuticals Private Limited – Member in AC and NRC
Listed Entities from which the person has resigned in the past 3 years	NIL
Terms and Conditions of Appointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013

Name of Director	Mr. Mohanakrishna Reddy Arvabumi
Director Identification Number (DIN)	00093185
Date of Birth and Age	03.05.1956, 70 years
Date of First Appointment on the Board	20.05.2026
Nationality	Indian
Qualifications	• Master's degree in Finance from the Jamnalal Bajaj Institute of Management Studies • First Class degree in Economics from the University of Madras.
Brief Profile, Experience and Expertise	Mr. Mohanakrishna Reddy Arvabumi brings over three decades of rich, diverse, and extensive experience in the fields of Finance and Strategy. He holds a Master's degree in Finance from the Jamnalal Bajaj Institute of Management Studies and a First Class degree in Economics from the University of Madras. His distinguished career spans senior leadership roles across reputed institutions, including Indian Bank, Unit Trust of India, ANZ Grindlays Bank, JM Financial, Cyient, and AppLabs. As a senior investment banker with leading institutions such as ANZ Grindlays Bank and JM Financial, he has advised large corporates across Mumbai and South India in raising capital through IPOs, debt syndication, and other structured financing instruments. He has successfully led and executed numerous strategic transactions, including joint ventures, mergers and acquisitions (both domestic and cross-border), across a wide range of sectors. In his capacity as Chief Financial Officer at Cyient and AppLabs, Mr. Reddy played a pivotal role in shaping strategic direction, driving both organic and inorganic growth, and strengthening financial frameworks. He has implemented robust policies and processes to enhance internal controls, improve operational efficiency, expand margins, and ensure long-term financial stability. He has been actively associated with industry and entrepreneurial bodies, including Confederation of Indian Industry, The Indus Entrepreneurs, Madras Chamber of Commerce and Industry, and Hyderabad Angels. He has over three decades of rich, diverse, and extensive experience in the fields of Finance and Strategy.
Remuneration Last Drawn	Not Applicable
Remuneration sought to be paid	Sitting Fees only
No of Board Meeting attended during the year	Not Applicable
Number of shares held in the Company either by self or as a Beneficial Owner	Nil
Inter se Relationship with other Directors and KMPs	None
Directorships held in other Companies including other listed companies	• Chettinad Cement Corporation Private Limited • Banyan Securities And Financial Services Private Limited • Al-Ara India Private Limited • M.Anandam Consultancy Services Private Limited
Listed entities from which the person has resigned from the directorship in the past three years	None
Terms and conditions of the appointment including details of remuneration sought to be paid and the last remuneration drawn	According to the Terms and Conditions of Appointment for Independent Directors as available on the Company's Website.
Justification for appointment (including remuneration) and skills and capabilities requiredfor the role and the manner in which the proposed person meets such requirements	The Board of Directors of the Company is of the opinion that Mr. Mohanakrishna Reddy Arvabumi is a person of integrity and considering his qualifications, extensive knowledge, appointment of Mr. Mohanakrishna Reddy Arvabumi is in the interest of the Company.

Name of Director	Mr. Ajit Pandurang Rangnekar
Director Identification Number (DIN)	01676516
Date of Birth and Age	21.01.1947, 79 years
Date of First Appointment on the Board	20.05.2026
Nationality	Indian
Qualifications	• B.Tech (Hons.) in Chemical Engineering from Indian Institute of Technology, Bombay • PGP from Indian Institute of Management, Ahmedabad.
Brief Profile, Experience and Expertise	Mr. Ajit Pandurang Rangnekar seasoned business leader, strategist and advisor with over 50 years of diverse experience across manufacturing, services, trading, shipping, consulting, education and non-profit sectors, including more than 25 years at CEO level. He brings deep expertise in corporate strategy, innovation, finance, leadership development and supply chain optimisation. Currently, he serves as a consultant, board director and advisor to startups, mentoring organisations through growth, transformation and governance initiatives. His international exposure includes over 20 years in Hong Kong in leadership roles spanning shipping, trading, treasury and consulting, including serving as Head of Consulting for Price Waterhouse and PwC Consulting. An entrepreneur and institution builder, he combines strategic insight with operational excellence and strong financial acumen. Expertise: Enterprise value and governance via multiple Board and Advisory roles
Remuneration Last Drawn	Not Applicable
Remuneration sought to be paid	Sitting Fees only
No of Board Meeting attended during the year	Not Applicable
Number of shares held in the Company either by self or as a Beneficial Owner	Nil
Interse Relationship with other Directors and KMPs	None
Directorships held in other Companies including other listed companies	• BTW Build India Foundation • Research And Innovation Circle Of Hyderabad • TSIC Foundation • SVP Philanthropy Foundation • Innovation And Entrepreneurship Federation Of CCS Niam • L V P Eye Innovations Foundation • In-Solutions Global Limited
Listed entities from which the person has resigned from the directorship in the past three years	None
Justification for appointment (including remuneration) and skills and capabilities required for the role and the manner in which the proposed person meets such requirements	The Board of Directors of the Company is of the opinion that Mr. Ajit Pandurang Rangnekar is a person of integrity and considering his qualifications, extensive knowledge, appointment of Mr Mr. Ajit Pandurang Rangnekar is in the interest of the Company.

Name of Director	Mr. Gangadi Madhukar Reddy
Director Identification Number (DIN)	00098097
Date of Birth and Age	20/09/1967, 59 years
Date of First Appointment on the Board	30.11.2006
Nationality	Indian
Qualifications	• Bachelor's degree in Medicine and Surgery • Master's degree in Business Administration from the Wharton School, University of Pennsylvania.
Experience/ Brief Profile	Mr. Gangadi Madhukar Reddy is one of the Promoters of the Company and has been a Director since the incorporation of MedPlus
Remuneration Last Drawn	Refer Corporate Governance report.
Remuneration sought to be paid	₹4.00 million or such amount as may be approved by the Board of Directors/ Nomination and Remuneration Committee from time to time within the limits prescribed under the Companies Act, 2013, SEBI Listing Regulations and other applicable laws.
No of Board Meeting attended during the year	5
Number of shares held in the Company either by self or as a Beneficial Owner	1,53,50,400 equity shares held by self 1,72,80,732 equity shares held as the beneficial owner of Lone furrow Investments Private Limited 1,56,49,485 equity shares held as the beneficial owner of Agilemed Investments Private Limited
Inter se Relationship with other Directors and KMPs	None
Directorships held in other Companies including other listed companies	• Agilemed Investments Private Limited • Hinshitsu Manufacturing Private Limited • Madhukar Gangadi Ventures Private Limited • Lonefurrow Investments Private Limited • Gangadi Investments Private Limited • Optival Health Solutions Private Limited • Foundation For Research and Innovation in Policy • Medplus Foundation
Memberships / chairmanships of committees of the Boards of companies	Member of Stakeholder Relationship Committee, Risk Management Committee and Corporate Social Responsibility Committee.
Listed entities from which the person has resigned from the directorship in the past three years	None
Terms and conditions of the appointment including details of remuneration sought to be paid and the last remuneration drawn	According to the Terms and Conditions of Appointment is available on the Company's Website.

MANAGEMENT, DISCUSSION AND ANALYSIS

Indian Economy

FY 2025-26 reaffirmed India's position as one of the world's fastest-growing major economies. According to the National Statistics Office (NSO), real GDP is estimated to have expanded by 7.7%, driven by resilient domestic demand, robust investment activity and sustained government capital expenditure. Private Final Consumption Expenditure (PFCE), the largest component of GDP, grew by more than 7.5% during the year and accounted for approximately 61.5% of GDP, its highest share in over a decade, highlighting the strength of household consumption.

Outlook

India's economic outlook remains favourable, underpinned by strong domestic fundamentals and policy continuity. The IMF projects real GDP growth of 6.5% in both FY 2026-27 and FY 2027-28, positioning India among the world's fastest-growing major economies. Rising incomes, a resilient labour market, expanding infrastructure investments and improving private sector participation are expected to sustain growth momentum. Private consumption, just like last year, is likely to remain the principal engine of economic growth.

Inflation is expected to remain well anchored, supported by easing food prices, stable supply conditions and prudent monetary policy. The Reserve Bank of India projects CPI inflation at around 4.0% for FY 2026-27, broadly in line with its medium-term target, creating a supportive environment for consumption and investment. While global commodity price volatility, geopolitical uncertainties and weather-related disruptions remain key risks, India's macroeconomic stability, investment-led development agenda and ongoing structural reforms provide a strong foundation for sustained long-term growth.

Sources: International Monetary Fund (World Economic Outlook, April 2026); Reserve Bank of India Monetary Policy Statements and Annual Report; Ministry of Statistics and Programme Implementation (MoSPI) Provisional Estimates FY 2025-26

Source: https://www.moneycontrol.com/news/business/economy/consumer-spending-holds-firm-in-india-s-7-7-gdp-growth-but-watch-out-for-oil-monsoon-hazards-13942371.html

https://www.mospi.gov.in/uploads/latestReleases/latest_release_1780655857536_5ac01869-ca4a-422d-b7a7-57b81da60932_Press_Note_on_GDP_Estimates_for_Q4_2025-26_and_PE_FY_2025-26_F.pdf?

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Indian Pharma Industry Best Practices

Healthcare and pharmaceutical best practices comprise a set of standardised, science-based and customer-centric approaches that ensure the safe, efficient and reliable delivery of healthcare products and services. These practices encompass regulatory compliance, quality assurance, supply chain excellence, patient safety, digital innovation and ethical governance. In an increasingly complex healthcare ecosystem, they provide the foundation for maintaining trust, improving healthcare outcomes and ensuring operational resilience.

As healthcare delivery becomes more integrated, technology-enabled and consumer-focused, industry leaders are continually raising standards across pharmacy retail, diagnostics and healthcare services. Organisations that embrace best practices are better positioned to enhance patient access, improve service quality, optimise operational efficiency and respond effectively to evolving healthcare needs. By aligning innovation with quality, compliance and sustainability, they create long-term value for patients, customers, employees and other stakeholders.

1. **Regulatory Compliance and Quality Excellence**
   - Adhere to applicable regulatory standards governing pharmaceuticals, healthcare retail and diagnostics.
   - Maintain robust quality management systems (QMS) across sourcing, storage, distribution and healthcare services.
   - Implement quality-by-design (QbD), risk-based quality management and continuous improvement practices.
   - Conduct regular audits, inspections and compliance reviews to ensure operational integrity.
   - Promote a strong culture of quality, patient safety and accountability.

2. **Patient-Centric Healthcare Delivery**
   - Ensure timely and affordable access to medicines, healthcare products and diagnostic services.
   - Deliver seamless omnichannel experiences across physical stores, digital platforms and home delivery channels.

- Support medication adherence and patient engagement through personalised healthcare solutions.
- Maintain transparency in pricing, product information and healthcare services.
- Continuously enhance customer experience through responsive and reliable service.

3. Supply Chain and Inventory Excellence

- Leverage demand forecasting and inventory optimisation to ensure product availability.
- Maintain end-to-end traceability and visibility across the supply chain.
- Strengthen procurement and supplier management through strategic partnerships.
- Implement temperature-controlled logistics for sensitive healthcare products.
- Build resilient supply chains through diversification and proactive risk management.

4. Digital Transformation and Technology Adoption

- Utilise automation, artificial intelligence and data analytics to improve operational efficiency.
- Integrate ERP, CRM and digital healthcare platforms to streamline processes.
- Enable digital prescriptions, online ordering and home delivery capabilities.
- Leverage advanced analytics for demand forecasting, inventory planning and customer engagement.
- Strengthen cybersecurity and data governance frameworks to protect customer information.
- Embracing Industry 4.0 technologies, including machine learning, digital twins and advanced analytics to improve manufacturing reliability and productivity.
- Smart factories, Manufacturing Execution Systems (MES), electronic batch records and predictive maintenance solutions are enhancing efficiency, traceability and operational resilience.

5. Diagnostics and Healthcare Service Excellence

- Maintain accredited diagnostic facilities and standardised operating procedures.
- Implement rigorous quality assurance and quality control protocols.
- Deliver accurate, reliable and timely diagnostic reports.
- Invest in advanced diagnostic technologies and skilled healthcare professionals.
- Focus on improving healthcare outcomes through integrated service offerings.

6. Innovation and Continuous Improvement

- Increasing investments in complex generics, biosimilars, specialty pharmaceuticals and next-generation therapies.
- Expanding capabilities in peptides, oligonucleotides, antibody-drug conjugates (ADCs) and novel drug delivery platforms while fostering collaborations with academia, biotechnology firms and global pharmaceutical innovators to accelerate product development.
- Encourage innovation in healthcare delivery, customer engagement and operational processes.
- Invest in digital tools and emerging technologies to enhance efficiency and convenience.
- Foster collaboration with healthcare providers, technology partners and research institutions.
- Continuously evaluate evolving customer needs and healthcare trends.
- Drive a culture of learning, adaptability and operational excellence.

7. Workforce Development and Safety

- Provide continuous training on healthcare practices, regulatory requirements and emerging technologies.
- Strengthen professional capabilities of pharmacists, diagnosticians and frontline employees.
- Promote workplace health, safety and employee well-being.
- Foster a culture of diversity, inclusion and employee engagement.
- Develop leadership capabilities to support long-term organisational growth.

8. Ethical Governance and Sustainability

- Uphold the highest standards of corporate governance and ethical business conduct.
- Ensure responsible sourcing and transparent stakeholder engagement.
- Strengthen pharmacovigilance and product safety monitoring mechanisms.
- Implement initiatives focused on energy efficiency, waste reduction and environmental stewardship.
- Adopting green chemistry principles, renewable energy, water conservation initiatives, zero-liquid-discharge facilities practices to reduce environmental impact while improving resource efficiency.
- Sustainability considerations are increasingly integrated into investment and operational decisions.
- Support community health programmes and public healthcare awareness initiatives.

9. Data-Driven Decision Making

- Use business intelligence and analytics to optimise product assortment and pricing.
- Monitor customer behaviour and healthcare trends to enhance service offerings.
- Improve operational planning through predictive analytics and real-time insights.
- Enable informed decision-making across business functions.
- Leverage data to improve efficiency, customer satisfaction and business performance.

10. Global Standards and Industry Leadership

- Benchmark operations against global healthcare and pharmaceutical best practices.
- Adopt internationally recognised quality, safety and operational standards.
- Build capabilities that support scalability, resilience and long-term competitiveness.
- Encourage innovation-led growth while maintaining affordability and accessibility.
- Create sustainable value for patients, customers, employees, shareholders and society.

Indian Pharmacy Retail Industry

The Indian pharmacy retail industry is a critical pillar of the healthcare ecosystem, ensuring access to medicines, wellness products and healthcare services across urban and rural markets. Driven by rising healthcare awareness, increasing chronic disease burden, higher disposable incomes and expanding health insurance coverage, the sector continues to witness strong growth.

At the same time, organised pharmacy chains and digital health platforms are transforming the industry through technology-enabled supply chains, omnichannel retail models and integrated healthcare services. As consumer expectations evolve, leading players are increasingly adopting best practices focused on quality, accessibility, compliance, operational efficiency and patient-centricity.

Driven by favourable demographic shifts, increasing health awareness and the rapid adoption of digital healthcare solutions, the Indian Pharmacy Retail Market is currently undergoing significant transformation and robust expansion.

The Indian pharmacy retail market is undergoing a structural reset, valued between USD 24–27 billion. Powered by a 10% Compound Annual Growth Rate (CAGR), the landscape is shifting from traditional medicine distribution to comprehensive wellness hubs, heavily influenced by tech-driven deliveries and organized retail chains..

Historically, the Indian pharmacy retail sector has been characterised by its fragmented nature, with a predominance of unorganised neighbourhood stores. However, a discernible shift towards organised retail formats and the burgeoning e-pharmacy model is reshaping the competitive landscape. These organised segments are demonstrating significantly faster growth rates, attracting substantial investment and strategic interest from major players.

Leading pharmacy chains are strategically adopting omnichannel approaches, integrating advanced technology, and diversifying their product and service portfolios to include high-margin segments such as wellness products and diagnostic services. These strategies are crucial for capturing market share and enhancing profitability within a complex regulatory environment and an intensely competitive market. The industry's evolution is further influenced by ongoing consolidation efforts, as larger entities seek to expand their footprint and achieve economies of scale, positioning the sector for sustained long-term growth.

Government Initiatives

Government initiatives continue to play a significant role in expanding healthcare access and strengthening India's pharmacy retail ecosystem. The continued expansion of the Pradhan Mantri Bharatiya Janaushadhi Pariyojana (PMBJP) is improving the availability of affordable generic medicines through a growing network of Pradhan Mantri Bharatiya Janaushadhi Kendras (PMBJKs). At the same time, the Ayushman Bharat ecosystem is enhancing healthcare access through wider patient coverage, expanded healthcare infrastructure and a stronger focus on preventive and primary care through Health and Wellness Centres. The Ayushman Bharat Digital Mission (ABDM) and Digital India initiatives are further accelerating healthcare digitisation by enabling digital health IDs, electronic health records, interoperable healthcare systems, digital payments, online healthcare services and technology-enabled healthcare delivery models.

Government emphasis on generic prescribing, affordable healthcare and reduced out-of-pocket expenditure is supporting greater awareness and acceptance of quality generic medicines. National Pharmaceutical Pricing Initiatives, guided by oversight from the National Pharmaceutical Pricing Authority (NPPA), continue to focus on ensuring the affordability of essential medicines while balancing sustainable industry growth. In parallel, broader self-reliance and industrial development initiatives are strengthening the domestic pharmaceutical ecosystem by supporting local manufacturing, improving supply-chain resilience and reducing dependence on imports for critical pharmaceutical inputs, thereby creating a more stable and reliable supply environment for pharmacy retailers.

Key Trends

1. Growth of Organised Pharmacy Retail

- Increasing consumer preference for trusted and professionally managed pharmacy chains.
- Expansion of organised players into Tier II and Tier III cities.
- Greater focus on standardised service, quality assurance and customer experience.

2. Rise of Omnichannel Healthcare

- Convergence of physical stores, online ordering and home delivery.
- Growing adoption of digital platforms for medicine purchases and healthcare services.
- Seamless integration of offline and online customer journeys becoming a key differentiator.

3. **Integration of Diagnostics and Healthcare Services**
   - Pharmacy retailers evolving into integrated healthcare platforms.
   - Expansion into diagnostics, teleconsultation and preventive healthcare services.
   - Growing demand for one-stop healthcare solutions.
   - 5. Digital Health and Data-Driven Operations
   - Adoption of analytics, AI and automation across supply chain and customer management.
   - Increased use of digital health records and technology-enabled healthcare delivery.
   - Enhanced focus on personalised healthcare experiences.
4. **Convenience-Led Consumption**
   - Rising consumer demand for faster medicine fulfilment and doorstep delivery.
   - Emergence of quick-commerce models in healthcare retail.
   - Greater emphasis on accessibility and service responsiveness.
5. **Supply Chain Modernisation**
   - Adoption of automated inventory management and demand forecasting systems.
   - Investments in cold-chain logistics and distribution infrastructure.
   - Enhanced focus on product traceability and supply-chain resilience.
6. **Regulatory and Affordability Focus**
   - Continued government emphasis on affordable healthcare and generic medicines.
   - Strengthening of digital health infrastructure through national healthcare initiatives.
   - Increased regulatory focus on quality, transparency and patient safety.

Challenges

1. **Intensifying Competition**
   - Rising competition from organised pharmacy chains, e-pharmacy platforms and quick-commerce players.
   - Increasing customer expectations around convenience, pricing and delivery speed.
   - Pressure on traditional pharmacy models to differentiate through service and customer experience.
2. **Margin Pressure**
   - Continued pricing regulations on essential medicines limiting profitability.
   - Growing competition leading to discounting and promotional intensity.
   - Rising operating costs, including employee expenses, rentals and logistics costs.
3. **Regulatory Complexity**
   - Evolving regulations governing pharmacy retail, e-pharmacy operations and medicine distribution.
   - Compliance requirements across licensing, prescription validation, storage and record management.
   - Need for continuous monitoring of policy developments and regulatory changes.
4. **Supply Chain and Inventory Management**
   - Ensuring uninterrupted availability of medicines across a large and diverse network.
   - Managing inventory efficiently while minimising stock-outs and expiries.
   - Maintaining cold-chain infrastructure for temperature-sensitive products.
5. **Digital Disruption and Technology Investments**
   - Rapid shift towards omnichannel healthcare and digital engagement.
   - Requirement for continuous investment in technology, cybersecurity and analytics capabilities.
   - Balancing digital transformation with operational efficiency and cost management.
6. **Fragmented Market Structure**
   - Large presence of independent and unorganised pharmacies across India.
   - Challenges in standardising service quality and customer experience across the industry.
   - Market fragmentation leading to pricing pressures and intense local competition.

Opportunities

1. **Market Consolidation**
   - The Indian pharmacy retail market remains highly fragmented, with a large share held by independent pharmacies.
   - Organised players have a significant opportunity to gain market share through network expansion, acquisitions and superior customer experience.
   - Scale can drive procurement efficiencies, stronger supplier relationships and improved profitability.
2. **Penetration into Underserved Markets**
   - Large parts of Tier II, Tier III and rural India remain underserved by organised healthcare retail.
   - Expanding access to quality medicines and healthcare services in these markets presents a substantial growth opportunity.
   - Rising incomes and improving healthcare awareness are expected to support demand growth.
3. **Rising Healthcare Expenditure**
   - Increasing household spending on healthcare is expanding the addressable market for pharmacy retailers.
   - Greater focus on health management, disease prevention and treatment adherence is expected to support long-term demand.
   - Healthcare is increasingly being viewed as an essential consumer spending category.
4. **Private Label and Higher-Margin Categories**
   - Growing consumer acceptance of private-label healthcare, wellness and personal care products offers margin enhancement opportunities.
   - Expansion into nutraceuticals, preventive healthcare products and specialised wellness categories can diversify revenue streams.
   - Strong customer trust can support premiumisation and category expansion.
5. **Healthcare Ecosystem Integration**
   - Opportunities exist to create integrated healthcare platforms connecting pharmacy, diagnostics, teleconsultation and preventive care.
   - A broader healthcare offering can increase customer engagement and improve lifetime value.
   - Integrated models can strengthen competitive differentiation and customer retention.
6. **Government-Led Healthcare Expansion**
   - Continued investments in healthcare infrastructure, digital health and affordable healthcare initiatives are expected to expand healthcare access.
   - Public healthcare programmes can increase healthcare utilisation and medicine consumption.
   - Structural improvements in healthcare delivery will create long-term growth opportunities for organised players.
7. **Technology-Led Productivity Gains**
   - Automation, analytics and digital tools offer opportunities to improve operational efficiency and reduce costs.
   - Enhanced forecasting, inventory management and customer insights can improve profitability and service quality.
   - Technology adoption can support scalable and sustainable growth.

Source: https://www.nexdigm.com/market-research/report-store/india-pharmacy-retail-market-report/

MedPlus' position in the Indian Pharmacy Retail Industry

MedPlus continues to strengthen its position as one of India's most trusted and recognised pharmacy retail brands, playing a pivotal role in improving access to quality healthcare products and services. In an industry undergoing rapid transformation, the Company has successfully evolved beyond traditional pharmacy retail to create an integrated healthcare ecosystem that combines pharmacies, diagnostics, wellness offerings and digital healthcare solutions. Its strong customer-centric approach, focus on convenience and commitment to affordability have enabled it to build enduring relationships with consumers across diverse markets.

In a sector that remains largely fragmented, MedPlus has emerged as a leading organised player by consistently delivering standardised service, genuine products and a seamless customer experience. Its cluster-based expansion strategy, technology-enabled operations and efficient supply chain network have created a scalable platform capable of supporting sustained growth while maintaining operational discipline. The Company's growing portfolio of private-label products further strengthens its value proposition by enhancing affordability for customers and differentiation within a competitive marketplace.

As healthcare consumption patterns continue to evolve, MedPlus is well positioned to benefit from rising health awareness, increasing prevalence of chronic diseases, growing demand for preventive healthcare and the ongoing formalisation of the pharmacy retail sector. Its integrated omnichannel model, expanding presence in emerging markets and continued investments in technology and healthcare services provide a strong foundation to capture future opportunities. By combining scale with innovation and accessibility with trust, MedPlus remains well placed to create long-term value for customers, stakeholders and the broader healthcare ecosystem.

MedPlus' Takes

India's pharmacy retail industry is entering a new phase of evolution, driven by increasing healthcare awareness, rising chronic disease prevalence, expanding insurance coverage and growing consumer expectations for convenience and accessibility. The shift towards organised retail, digital healthcare adoption and integrated healthcare delivery models is reshaping the competitive landscape, creating opportunities for players that can combine scale, trust and operational excellence.

We believe the future of pharmacy retail will be defined by the ability to deliver a seamless healthcare experience across channels. Consumers are increasingly seeking reliable access to medicines, diagnostics, wellness products and healthcare services through a single platform. This trend is accelerating the convergence of physical stores, digital platforms and healthcare services, making omnichannel capabilities and customer engagement critical differentiators.

At MedPlus, we are well positioned to participate in this transformation. Our extensive retail network, technology-enabled operations, integrated healthcare offerings and customer-centric approach provide a strong foundation to address evolving consumer needs. We remain focused on strengthening our market presence, enhancing service quality, expanding access to healthcare in emerging markets and leveraging technology to improve convenience, efficiency and customer experience.

As the industry continues to formalise and consolidate, we believe trusted brands with strong governance, efficient supply chains and scalable business models will be best placed to create sustainable long-term value. Our strategy remains aligned with these structural trends, enabling us to contribute meaningfully to India's healthcare journey while delivering consistent value to all stakeholders.

Company Overview

MedPlus, established in 2006 by CEO Mr. Gangadi Madhukar Reddy, is a leading organised pharmacy retailer with a significant online and offline presence. What sets MedPlus apart, making it India's second-largest pharmacy chain by revenue, is its comprehensive, backward-integrated operations. The Company was established with a vision to provide customers with genuine, high-quality medicines by leveraging technology and addressing inefficiencies in the supply chain.

MedPlus is engaged in retail and wholesale operations, as well as the import, distribution, manufacturing, and contract manufacturing of private-label pharmaceuticals, wellness products, and FMCG goods. Additionally, it operates comprehensive diagnostic centres exclusively in Hyderabad, Telangana.

With a network of nearly 5,330 stores spread across thirteen states, one union territory and a workforce of over 28,000 permanent full-time employees, MedPlus has built a robust in-house, backward-integrated value chain. This integrated model has contributed significantly to its growth and enabled the Company to become the second-largest pharmacy retail chain in India by revenue.

Segmental Revenue

(₹ in Million)

Particulars	Revenue	
	FY 2026	FY 2025
Retail	67,601.06	**60,268.86**
Diagnostic services	1,309.87	**1,081.07**
Others	13.73	**10.60**

Retail Segment consists of Pharmacy stores across India, the Company has 5,330 stores (A net total of 618 stores were opened during FY2026, compared to 305 stores opened during FY2025).

Diagnostics Segment consists of pathology and radiology services, the Company has four full-service Diagnostic Centres and eight level-2 Diagnostic Centres as on March 31, 2026, and our customers have embraced it enthusiastically.

The other segment includes insurance broking business.

Private label share to consolidated revenue climbed from 19.29% to 21.88% in FY 2025. Consolidated gross margin has increased from 24.37% to 26.23% in FY 2026. This marks a new high for MedPlus and demonstrates the strength of its supply chain and operational skills.

Financial Overview

Summarised consolidated Profit and Loss statement

(₹ in Million)

Particulars	FY 2026	% of Income FY 2026	FY 2025	% of Income FY 2025
Total Income	69,637.90	-	61,846.69	-
Cost of goods sold (Purchases, materials, inventory)	50,846.07	73.01%	46,406.61	75.03%
Employee benefits expense	8,845.28	12.70%	7,260.17	11.74%
Finance costs	1,204.93	1.73%	1,025.86	1.66%
Depreciation and amortisation expense	2,828.68	4.06%	2,498.43	4.04%
Other expenses	3,159.64	4.54%	2,822.73	4.56%
Total Expenses	66,884.60	96.05%	60,013.80	97.04%
Profit before tax	2,753.30	3.95%	1,832.89	2.96%
Total tax expense / (benefit)	557.24	0.80%	330.56	0.53%
Profit after tax	2,196.06	3.15%	1,502.33	2.43%

Total Income

Total income increased from ₹61,846.69 to ₹69,637.90 between FY2024-25 and FY2025-26, indicating 12.60% growth in FY2025-26. This Growth has been contributed by mature stores and new stores.

Cost of Goods Sold

The Company's Cost of Goods Sold (COGS) for FY2025-26 was ₹50,846.07 million. This represents an increase of 9.57%, compared to ₹46,406.61 million in FY2024-25.

Employee Benefit Expenses

Employee benefit expenses increased from ₹7,260.17 to ₹8,845.28 reflecting a 21.83% increase in FY 2026. This incremental cost is mainly driven by additional manpower for new stores and general increase in Salaries and impact of new wage code.

Finance Costs

It has increased by 17.46% in FY2025-26. The Company reported finance costs of ₹1,204.93 million for FY2025-26, which is higher than the ₹1,025.86 million recorded in FY2024-25. This incremental cost is mainly due to addition of new stores and warehouses.

Depreciation and Amortisation Expenses

The Depreciation & Amortisation expenses are ₹2,828.68 million for FY2025-26. It represents an 13.22% increase in expenses compared to ₹ 2,498.43 million in FY2024-25.

Other Expenses

Other expenses increased from ₹2,822.73 to ₹3,159.64 reflecting a 11.94% increase in FY 2026, primarily driven by increase in electricity, packing and forwarding charges and other operational expenses primarily on account of addition of new stores and expansion of warehouses compensated by decrease in advertisement and sales promotion expenses.

Total Tax Expenses

Tax expenses for FY2026 are ₹557.24 compared to ₹330.56 in FY2025. The increase is due to higher profits in FY2026. In FY2025, tax expenses were lower because of a deferred tax benefit from claiming the remaining portion of a tax incentive under section 80JJAA.

Profit After Tax

The Company reported a Profit After Tax (PAT) of ₹2,196.06 million for FY 2025-26. This marks a significant increase of 46.18% compared to ₹1,502.33 million in FY 2024-25.

Key Balance Sheet Items

(₹ in Million)

Particulars	FY 2026	FY 2025	% Change YoY
Property, plant and equipment	3,183.61	2,906.71	9.53%
Inventories	13,816.94	13450.99	2.72%
Cash and Bank balances including bank deposits	5,942.08	4422.56	34.36%
Trade payables	3,069.5	2,989.59	2.67%
Trade receivables	269.59	132.71	103.14%
Total equity (Shareholders funds / Net worth)	19,746.54	17,398.99	13.49%

Key Financial Ratios

Particulars	FY 2026	FY 2025	% Change YoY
Inventory Turnover (Days)	73.17	80.01	-8.55%
Interest Coverage Ratio	3.29	2.79	17.88%
Current Ratio	3.00	3.20	-6.13%
Debtors Turnover (Days)	1.43	0.79	80.85%
Operating Profit Margin	5.74%	4.66%	23.26%
Net Profit Margin	3.19%	2.45%	30.13%
Return on Net Worth	11.82%	9.06%	30.54%

Explanation of the Ratios

- Inventory turnover ratio measures the efficiency with which a Company utilises or manages its inventory. It establishes the relationship between revenue from operations and inventory held during the period. It is calculated by dividing the inventory with revenue from operations and multiplied by 365 days.
- Interest Coverage Ratio measures how many times a company can cover its current interest with its available earnings. It is calculated by dividing earnings before interest and tax by total finance cost.
- Current ratio indicates a company's overall liquidity position and measures company's ability to pay short-term obligations or those due within one year. It is calculated by dividing current assets by current liabilities.
- Debtors'(Trade receivables) turnover ratio measures the efficiency with which a Company utilises or manages its debtors. It establishes the relationship between revenue from operations and debtors held during the period. It is calculated by dividing the debtors with revenue from operations and multiplied by 365 days.
- Operating margin % - operating margin measures how much profit a company makes on a rupee of sales after paying for cost of goods sold, employee benefits expenses, other expenses and depreciation and amortization expenses, but before paying finance cost and tax. It is calculated by dividing EBIT by revenue from operations.
- Net profit margin % net profit margin measures how much net profit a company makes on a rupee of sales It is calculated by dividing a company's profit after tax by its revenue from operations.
- Return on Networth/ equity is a measure of profitability of a company expressed in percentage. It is calculated by dividing net profit by average net worth/ total equity.

Risk Management

MedPlus, like any large retail pharmacy chain, faces various risks across its operations. Effective mitigation strategies are crucial for its sustained success. Here's a breakdown of some key risks and their potential mitigation strategies:

Risk Category	Description of Risk	Mitigation Strategies
Intense Competition and Pricing Pressure	The pharmacy retail industry remains highly competitive, with organised retailers, e-pharmacies and quick-commerce platforms competing on pricing, convenience and customer engagement. Continued pricing pressure may impact margins, particularly in branded pharmaceutical products.	• Strengthening omnichannel capabilities across pharmacy, diagnostics and healthcare services. • Expanding private-label portfolio to improve differentiation and margins. • Leveraging loyalty programmes and customer engagement initiatives to enhance retention. • Maintaining a value-driven pricing strategy supported by supply-chain efficiencies. • Diversifying revenue streams through diagnostics and allied healthcare services.
Regulatory and Compliance Risk	The Company operates in a highly regulated environment and is exposed to evolving regulations related to pharmaceutical retail, drug pricing, online pharmacy operations, data privacy and healthcare services. Non-compliance may result in penalties, reputational damage and business disruption.	• Continuous monitoring of regulatory developments through dedicated compliance mechanisms. • Regular audits, policy reviews and employee training programmes. • Strong internal controls and governance frameworks. • Engagement with industry bodies and legal experts to ensure proactive compliance.
Supply Chain and Inventory Risk	Ensuring uninterrupted availability of medicines and healthcare products across a large store network requires efficient inventory and distribution management. Risks include stock-outs, excess inventory, supplier concentration and counterfeit products.	• Direct sourcing from manufacturers and supplier diversification. • Deployment of technology-enabled forecasting and inventory management systems. • Continuous investments in warehousing, logistics and distribution infrastructure. • Robust quality control processes and product traceability mechanisms.
Cybersecurity and Data Privacy Risk	Increasing digitalisation exposes the Company to cybersecurity threats, data breaches and system disruptions, which may impact operations, customer trust and regulatory compliance.	• Implementation of advanced cybersecurity controls, including firewalls, encryption and intrusion detection systems. • Periodic security assessments and vulnerability testing. • Employee awareness programmes on cyber hygiene and phishing risks. • Defined incident response and recovery protocols. • Regular reviews of third-party technology partners and systems.
Financial Risk	Rising operating costs, including employee expenses, rentals and utilities, may impact profitability. Investor sentiment may also be influenced by capital structure-related developments.	• Focus on operational efficiency and cost optimisation initiatives. • Leveraging technology and analytics to improve store-level productivity. • Maintaining healthy cash flows and financial discipline. • Continuous monitoring of capital allocation and balance-sheet strength.
Human Capital Risk	The ability to attract, develop and retain qualified pharmacists, healthcare professionals and skilled employees remains critical to delivering service excellence and supporting growth.	• Competitive compensation and employee welfare programmes. • Continuous learning, training and capability-building initiatives. • Performance-driven and inclusive workplace culture. • Leadership development and succession planning for key roles. • Employee engagement initiatives aimed at improving retention and productivity.

Internal Control and Adequacy

The company maintains a strong internal control structure that governs all its activities and operations. It continuously aims to integrate all aspects of the business, from fundamental operational tasks to critical strategic support functions.

The company ensures that all its methods comply with established rules, practices, and legal requirements. To achieve this, it has developed well-documented policies, clear authorisation and approval processes, and routine audits.

The internal audit system encompasses all financial and operational controls across every department, division, and function. The internal audit team regularly examines the organisation's different operations and identifies areas for improvement.

Human Resources

MedPlus considers its team members as its most valuable resources, recognising their significant contribution to the company's long-term vision and sustained success. The company is committed to treating all team members equally and fairly, regardless of their position within the organisation. In turn, all team members are dedicated to acting with compassion, integrity, honesty, and high ethical standards as they pursue their career aspirations within the company.

As an organisation, MedPlus is committed to fostering a culture that provides an energetic, enabling, safe, and open work environment for all its team members. The company also focuses on recruiting talent from diverse, world-class institutions and then nurturing and retaining them. This approach aims to help employees develop cross-functional expertise and consistently deliver a high-quality experience for all customers. In compliance with the requirements of paragraph B(1)(h) of Schedule V of the Listing Regulations, there have been no material developments in this area.

Cautionary statement

The statements made in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, and expectations, maybe 'forward-looking statements' within the meaning of applicable securities laws & regulations. Actual results could differ from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand, supply and price conditions in the domestic & overseas markets in which the Company operates, changes in the government regulations, tax laws & other statutes & other incidental factors.

BOARD OF DIRECTORS' REPORT

Dear Members,

Your directors have pleasure in presenting here the Twentieth (20th) Annual Report of the Company along with the Audited Standalone and Consolidated Financial Statements and the Auditor's Report thereon for the financial year ended March 31, 2026.

FINANCIAL HIGHLIGHTS

(₹ in Millions)

Particulars	Standalone		Consolidated	
	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025
Revenue from Operations	8,605.66	7,130.97	68,924.66	61,360.53
Other Income	107.66	89.35	713.24	486.16
Profit before Depreciation, Finance Costs, Exceptional Items and Taxation	1178.73	867.34	6786.91	5357.18
Less: Depreciation and Amortization Expenses	263.86	269.37	2828.68	2,498.43
Profit before Finance Costs, Exceptional Items and Taxation	914.87	597.97	3958.23	2858.75
Less: Finance Costs	83.14	86.25	1,204.93	1,025.86
Profit before Exceptional Items and taxation	831.73	511.72	2753.30	1832.89
Add: Exceptional Items	-	-	-	-
Profit before taxation	831.73	511.72	2753.30	1,832.89
Less: Tax Expenses/(Benefit)	207.61	108.37	557.24	330.56
Profit for the year	624.12	403.35	2,196.06	1,502.33
Other Comprehensive Income/(loss) for the year	3.75	2.00	21.71	1.46
Total Comprehensive Income for the year	627.87	405.35	2,217.77	1,503.79

PERFORMANCE OF THE COMPANY

Your Company is the leading retail pharmacy Company. During the year the total income was ₹69,637.90 million and on standalone basis, your Company's revenue stood at ₹8,605.66 million in the FY 2025-26 as against ₹7,130.97 million in the corresponding previous year with a growth of 20.68% from the previous year and on consolidated basis, the revenue stood at ₹68,924.66 million in the FY 2025-26 as against ₹61,360.53 million in the corresponding previous year with a growth of 12.33% During the year, 618 stores (net) were added to the cluster store network of the Company as compared to 305 stores (net) in the corresponding previous year.

As on March 31, 2026, the Company's total fleet of stores is 5330 as compared to 4712 stores in the corresponding previous year.

The Diagnostics business is complementary to our Pharmacy business. The Company now has 12 Diagnostics Centers in Hyderabad. These are supported by over hundred sample collection centers. As on March 31, 2026, there were over 2 lakhs active plans

TRANSFER TO GENERAL RESERVES

The Company has transferred the amount of ₹4.40 million From Employee Stock Option Plan outstanding to General Reserve for options which were lapsed during the year ended March 31, 2026.

SHARE CAPITAL

As on March 31, 2026, the paid-up Equity Share Capital of the Company is ₹240.11 million, consisting of 120,054,642 equity shares of ₹2 each, there has been no change in paid up capital except change upto ₹99.30 million due to issuance of ESOP during the year under review on May 27, 2025, August 02, 2025 and January 30, 2026.

DEPOSITS

The Company has not accepted any deposits from the public within the meaning of Chapter V of the Companies Act, 2013 and the rules made thereunder during the financial year 2025-26.

Accordingly:

(a) Deposits accepted during the year: Nil;

(b) Deposits remaining unpaid or unclaimed as at the end of the year: Nil; and

(c) There was no default in repayment of deposits or payment of interest thereon during the year.

Further, there were no deposits which were not in compliance with the requirements of Chapter V of the Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS

During the year, the Company has not made any investments. The loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 forms part of the notes to the financial statements provided in this Annual Report.

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

There were no contracts, arrangements or transactions during the year that fall under Section 188(1) of the Companies Act, 2013. As required under Companies Act, 2013, the prescribed Form AOC-2 is appended as **Annexure-A** to the Board Report. All Related Party Transactions entered during the year were in the ordinary course of business and on arm's length basis. In line with the requirement of the Act and the SEBI Listing Regulations the Company has amended the Policy on Materiality of and dealing with Related Party Transactions. In accordance with Section 134(3)(h) of the Act, and Rule 8(2) of the Companies (Accounts) Rules, 2014, the particulars of the contracts or arrangements with related parties referred to in Section 188(1) of the Act, in Form AOC2 is attached as **Annexure A** to this Board's Report. All related party transactions and subsequent modifications are placed before the Audit Committee for review and approval. Prior omnibus approval is obtained for related party transactions on a annual basis for transactions which are of repetitive nature and/ or entered in the ordinary course of business and are at arm's length. All contracts and arrangements with related parties were at arm's length and in the ordinary course of business of the Company. Details of related party disclosures form part of the notes to the financial statements provided in the Annual Report. The Policy on Materiality of and dealing with Related Party Transactions is available on the Company's website: https://www.medplusindia.com/pdf/Policy-on-Materiality-of-and-Dealing-with-Related-Party-Transactions.pdf .

DIVIDEND

Your directors have not recommended any dividend for the financial year 2025-26.

DIVIDEND DISTRIBUTION POLICY

The Dividend Distribution Policy contains the requirements mentioned in Regulation 43A of the SEBI Listing Regulations and the same is available on the Company's website on https://www.medplusindia.com/uploads/content/Policy-on-Dividend-Distribution.pdf .

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Management Discussion and Analysis Report is set out in this Annual Report.

CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of the Company and its subsidiaries are prepared in accordance with Section 129(3) of Companies Act, 2013 and IND AS 110 and 111 as specified in Companies (Indian Accounting Standards) Rules, 2015 along with all relevant documents and the Auditors' Report which forms part of this Annual Report. Pursuant to Section 136 of the Act, the audited financial statements, including the Consolidated Financial Statement and related information of the Company and the separate financial statements of each of the subsidiary companies, are available on the Company's website at https://www.medplusindia.com/ .

BOARD POLICIES

Pursuant to the provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Board of Directors has approved and adopted the policies and the same is provided in **Annexure B** of the Board's report which forms part of this Annual Report.

NOMINATION AND REMUNERATION POLICY

In accordance with Section 134(3)(e) and Section 178(3) and (4) of the Act read with Regulation 19(4) and Part D of Schedule II to the Listing Regulations, the Board has adopted a Nomination and Remuneration Policy (NRC Policy) on the recommendation of the Nomination and Remuneration Committee.

The NRC Policy provides the framework for:

Criteria for identifying persons who are qualified to become Directors and who may be appointed to senior management positions;

Criteria for determining qualifications, positive attributes and independence of a Director;

Policy on remuneration of Directors, Key Managerial Personnel and senior management; and

Criteria for evaluation of the performance of the Board, its Committees and individual Directors.

The salient features of the NRC Policy are disclosed in the Corporate Governance Report forming part of this Annual Report. The NRC Policy is available on the Company's website at: https://www.medplusindia.com/uploads/content/Nomination-and-Remuneration-Policy.pdf

POLICY ON PREVENTION OF SEXUAL HARRASMENT

Pursuant to the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, (POSH) the Company has framed a policy on Prevention and Resolution of Sexual Harassment at workplace. The Company's goal has always been to create an open and safe workplace for every employee to feel empowered, irrespective of gender, sexual preferences, and other factors, and contribute to the best of their abilities. Towards this, the Company has set up the Internal Complaints Committees ("ICC") to redress complaints received regarding sexual harassment and the Company has complied with provisions relating to the constitution of ICC under the Act. All employees (permanent, contractual, temporary, trainees) are covered under this Policy. The details of the Complaints received, resolved are provided in the Corporate Governance Report which forms part of this Annual Report.

The status of POSH during the year is as under:

No. Of Complaints as on 01/04/2025	No. Of Complaints Received during the year	No. Of Complaints Resolved during the year	No. Of Cases pending as on 31/03/2026
NIL	NIL	NIL	NIL

EMPLOYEES STOCK OPTION SCHEME

The Company grants share-based benefits to eligible employees with a view to attract and retain the best talent, encouraging employees to align individual performances with Company objectives, and promoting increased participation by them in the growth of the Company. The Company is having MedPlus Employees Stock Option and Shares Plan 2009('ESOP, 2009') and MedPlus Employees Stock Option and Shares Plan 2021 ('ESOP, 2021') in line with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SBEB&SE Regulations). Upon the recommendation of Nomination and Remuneration Committee and Board of Directors, the Members of the Company by way of Postal Ballot, approved the extending benefits of ESOP, 2021 to the employee of the subsidiary companies on June 18, 2023 a statement containing details of ESOP grant during the year is annexed to this Board's Report as **Annexure-C**.

SUBSIDIARIES

As on March 31, 2026, the Company has the following Subsidiaries:

DIRECT SUBSIDIARIES:	STEP – DOWN SUBSIDIARIES:
Optival Health Solutions Private Limited ("OHSPL")	Deccan Medisales Private Limited, ("DMPL")
Wynclark Pharmaceuticals Private Limited ("WPPL")	Sai Sridhar Pharma Private Limited ("SSPPL")
Kalyani Meditimes Private Limited ("KMPL")	Shri Banashankari Pharma Private Limited ("SBPPL")
Clearancekart Private Limited ("CPL")	Sidson Pharma Distributors Private Limited ("SPDPL")
Nova Sud Pharmaceuticals Private Limited ("NSPPL")	Venkata Krishna Enterprises Private Limited ("VKEPL)
MedPlus Insurance Brokers Private Limited ("MIBPL")	

No company(ies) have become or ceased to become the Subsidiaries, joint ventures or associate companies during the year. There are no associates or joint venture companies within the meaning of Section 2(6) of the Companies Act, 2013 ("Act")

The statement containing the financial position of the subsidiary companies forms part of the Annual Report. The Board of Directors reviewed the affairs of the subsidiaries. In accordance with Section 129(3) of the Companies Act, 2013, the Company has prepared the consolidated financial statements, which form part of this Annual Report. The statement also provides details of the performance and financial position of each of the subsidiaries, along with the changes that occurred during the year under review. In accordance with Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of its subsidiaries. The Policy for determining Material Subsidiaries is available on the Company's website: https://www.medplusindia.com/uploads/content/Policy-on-Material-Subsidiary.pdf . Further, a statement containing the salient features of the financial statements of subsidiaries in the prescribed format AOC-1 is appended as **Annexure- D** to the Board's report.

MERGERS AND ACQUISITIONS

There were no Merger and Acquisitions during the Financial Year 2025-26.

INVESTOR EDUCATION AND PROTECTION FUND ("IEPF")

The Company has not declared any dividend so far. Thus, the Company has no unclaimed dividend to transfer to IEPF pursuant to provisions of Sections 124 and 125 of the Company's Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") as amended from time to time. Hence, the company has not transferred any amount to the said fund.

BOARD OF DIRECTORS

Composition Of The Board

The Board of the Company comprise of the following Directors:

S.no	Name of Director	Designation	DIN
1	Mr. Gangadi Madhukar Reddy	Managing Director and CEO	00098097
2	Dr. Cherukupalli Bhaskar Reddy	Whole Time Director	00926550
3	Ms. Aparna Surabhi	Non-Executive Independent Director	01641633
4	Mr. Thyagarajan Muralidharan	Non-Executive Independent Director	00052097
5	Mr. Murali Sivaraman*	Non-Executive Independent Director	01461231
6	Mr. Madhavan Ganesan*	Non-Executive Independent Director	01674529
7	Mr. Mohan Krishna Reddy	Additional Director (Non-Executive Independent Director)	00093185
8	Mr. Ajit Pandurang Rangnekar	Additional Director (Non-Executive Independent Director)	01676516

* Mr. Murali Sivaraman and Mr. Madhavan Ganesan completed their respective terms as Non-Executive Independent Directors and ceased to be Directors of the Company with effect from June 10, 2026, upon completion of their tenure.

As on the date of this Report, the Board consists of Mr. Gangadi Madhukar Reddy, Managing Director & Chief Executive Officer, Dr. Cherukupalli Bhaskar Reddy, Whole-time Director & Chief Operating Officer, Ms. Aparna Surabhi, Non-Executive Independent Director, Mr. Thyagarajan Muralidharan, Non-Executive Independent Director, Mr. Mohan Krishna Reddy, Additional Director (Non-Executive Independent Director), and Mr. Ajit Pandurang Rangnekar, Additional Director (Non-Executive Independent Director).

Mr. Murali Sivaraman and Mr. Madhavan Ganesan completed their respective terms as Non-Executive Independent Directors and ceased to be Directors of the Company **with effect from June 10, 2026**, upon completion of their tenure. The Board places on record its sincere appreciation for their invaluable contributions, guidance, and support during their association with the Company.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on **May 20, 2026**, appointed Mr. Mohan Krishna Reddy and Mr. Ajit Pandurang Rangnekar as Additional Directors (Non-Executive Independent Directors) of the Company pursuant to the provisions of Section 161 of the Companies Act, 2013 and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to hold office up to the date of the ensuing Annual General Meeting.

Dr. Cherukupalli Bhaskar Reddy (DIN: 00926550), Whole Time Director of the Company is liable to retire by rotation at the ensuing AGM and being eligible, seeks re-appointment. Brief profile of Dr. Cherukupalli Bhaskar Reddy given in the notice convening in the 20th AGM forming part of this report. The Board recommends Dr. Bhaskar's re-appointment as Whole Time Director of the Company to the shareholders.

KEY MANAGERIAL PERSONNEL

Mr. Gangadi Madhukar Reddy, Managing Director and CEO, Dr. Cherukupalli Bhaskar Reddy, Whole Time Director, Mr. Sujit Kumar Mahato, Chief Financial Officer and Mr. Manoj Kumar Srivastava, Company Secretary and Compliance Officer of the Company are the Key Managerial Personnel ('KMP') of the Company pursuant to the provisions of the Companies Act, 2013.

Mr. Manoj Kumar Srivastava, the Company Secretary and Compliance Officer of the company ceases to act as the Company Secretary and Compliance Officer w.e.f May 20, 2026.

DECLARATION BY THE DIRECTORS AND INDEPENDENT DIRECTORS

The Board of Directors and the Independent Directors has integrity, expertise and independence to perform their services. The brief profile of Directors including Independent Directors is provided in Corporate Governance Report. The Company has received necessary declaration from each Independent Directors under Section 149(7) of the Act confirming that they meet the criteria of independence laid down in the Act and Code for Independent Directors as prescribed in Schedule IV of the Act and the SEBI Listing Regulations as amended from time to time.

Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management. Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

MEETING OF THE BOARD AND COMMITTEE

In terms of Section 134(3)(b) of the Act read with the Secretarial Standard on Meetings of the Board of Directors (SS-1), five (5) meetings of the Board of Directors were held during the financial year 2025-26 on the following dates:

- May 27, 2025
- August 02, 2025
- October 31, 2025
- January 30, 2026
- March 16, 2026

The maximum gap between any two consecutive Board meetings did not exceed 120 (one hundred and twenty) days as prescribed under the Act and Regulation 17(2) of the Listing Regulations. The particulars of the meetings held and the attendance of each Director are provided in detail in the Corporate Governance Report..

SEPARATE MEETING OF INDEPENDENT DIRECTORS

In terms of requirements under Schedule IV of the Act and Regulation 25(3) of the SEBI Listing Regulations, one separate meeting of the Independent Directors was held during FY 2025-26. Further details are mentioned in the Corporate Governance Report.

COMMITTEES OF THE BOARD

The Board of Directors has five committees :

- Audit Committee,
- Corporate Social Responsibility Committee,
- Nomination and Remuneration Committee,
- Risk Management Committee and
- Stakeholder's Relationship Committee.

All committees are comprised of Independent Directors and Executive Directors.

During the year under review, the recommendations made by the committees were accepted and approved by the Board. A detailed composition and meetings of the Board and its committees are provided in the Corporate Governance Report, which forms part of this Annual Report..

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Independent Directors of the Company attended various orientation programme conducted by the Company from time to time. The details of the training and familiarization program held during the year under review are provided in the Corporate Governance Report. All the Independent Directors are made aware of their roles and responsibilities at the time of appointment through a formal letter of appointment, which also stipulates various terms and conditions of their appointment. Details of familiarization programme are available on the website of the Company: https://www.medplusindia.com/uploads/content/MedPlus_Familarisation%20Programme%20for%20Independendent%20Directors%20for%20FY%2025-26.pdf

BOARD EVALUATION

In terms of Section 134(3)(p) of the Act read with Rule 8(4) of the Companies (Accounts) Rules, 2014 and Regulation 17(10) of the Listing Regulations, the Board has carried out an annual performance evaluation of its own performance, the performance of its Committees, the Chairman and individual Directors (including Independent Directors).

The evaluation was conducted based on criteria laid down by the Nomination and Remuneration Committee, covering parameters such as attendance and participation, quality of deliberations, contribution to Board and Committee functioning, understanding of business risks and regulatory environment, exercise of independent judgement, and commitment to governance and ethics.

The Independent Directors, at their separate meeting held during the year, also reviewed and evaluated the performance of the Non-Independent Directors, the Board as a whole and the Chairman, taking into account the views of the Executive and Non-Executive Directors, as required under Schedule IV to the Act and Regulation 25(4) of the Listing Regulations.

The Board expressed satisfaction with the overall performance of all Directors, Committees and the Board as a whole.

Detailed evaluation methodology and outcomes are provided in the Corporate Governance Report forming part of this Annual Report. The Performance Evaluation Policy is available on the Company's website at: https://www.medplusindia.com/uploads/content/Policy-on-Evaluation-of-Performance.pdf

REPORTING OF FRAUDS BY AUDITORS

During the year under review, none of the Auditors of the Company (Statutory, Secretarial, Cost or Internal) has reported any fraud under Section 143(12) of the Act to the Audit Committee or the Board of Directors of the Company..

COMPANY'S POLICY ON APPOINTMENT OF DIRECTORS

In accordance with the provisions of Section 134(3) (e) and section 178 of the Act and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations, the Company has formulated Nomination and Remuneration policy to provide a framework for remuneration of members of the board of directors of the Company, key managerial personnel, and other employees of the Company which has been disclosed in Corporate Governance Report, which forms part of Annual Report. The Nomination and Remuneration Policy of the Company is available on the Company's website: https://www.medplusindia.com/uploads/content/Nomination-and-Remuneration-Policy.pdf

ANNUAL RETURN

Pursuant to the provisions of Section 92(3) read with Section 134(3)(a) of the Companies Act , 2013, the Annual Return as on March 31, 2026 is available on the Company's website https://www.medplusindia.com/uploads/content/MedPlus_Draft_Form%20MGT-7_Annual%20Return_FY2025-26.pdf

DIRECTOR'S RESPONSIBILITY STATEMENT

The financial statements are prepared in accordance with the Indian Accounting Standards (IND-AS) under the historical cost convention on accrual basis except for certain financial instruments, which are measured at fair values, the provisions of the Companies Act, 2013 and guidelines issued by SEBI. The IND-AS are prescribed under Section 133 of the Companies Act, 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

Pursuant to section 134(5) of the Companies Act, 2013, your Directors, based on the representations received from the Operating Management, and after due enquiry, confirm that:

1. in the preparation of the annual accounts for the Financial Year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation to material departures;
2. they had selected such accounting policies and applied them consistently, and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on March 31, 2026, and of the profit of the Company for that period;
3. they have 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 irregularities;
4. they have prepared the annual accounts on a going concern basis;
5. they have laid down adequate Internal Financial Controls to be followed by the Company and that such Internal Financial Control are adequate and were operating effectively during the Financial Year ended March, 2026;
6. they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively throughout the Financial Year ended March 31, 2026.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments which affect the financial position of the Company that have occurred between the end of the financial year to which the financial statements relate and the date of this repor.

INSOLVENCY PROCEEDING

During the year under review, no application made, or any insolvency proceedings have been initiated or pending against the Company under the Insolvency and Bankruptcy Code, 2016.

ENTERPRISE RISK MANAGEMENT

The Company has formulated and implemented a Risk Management policy identifying the elements of risk. During the year under review the Company has appointed Ernst & Young, LLP to develop a risk framework and various other risk factors and its mitigation plan. The Company acknowledges that risk is inherent in business and is dedicated to proactive and efficient risk management. Our organizational success depends on seizing opportunities while effectively managing risks. We employ a disciplined process to continually assess risks in both internal and external environments and mitigate their impact. Risk mitigation measures are integral to our strategic and operational planning.

The risk management Committee separately reviewed the same and recommended to the Board corrective actions from time to time. The Risk management Policy is available on the Company's website: https://www.medplusindia.com/uploads/content/Risk-Management-Policy.pdf

VIGIL MECHANISM

The Vigil Mechanism as envisaged in the Companies Act, 2013 and Rules prescribed thereunder and the SEBI Listing Regulations is implemented through the Company's Whistle Blower Policy to enable the Directors, employees and all stakeholders of the Company to report genuine concerns, to provide for adequate safeguards against victimisation of persons who use such mechanism and make provision for direct access to the Chairman of the Audit Committee. Details are available corporate governance report which forms part of this Annual Report. The Whistle Blower Policy of the Company is available on the Company's website: https://www.medplusindia.com/uploads/content/Whistleblower-Policies.pdf.

INTERNAL FINANCIAL CONTROLS

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of fraud, error-reporting mechanisms, accuracy and completeness of the accounting records, and timely preparation of reliable financial disclosures. For more details, refer to the 'Internal Control and Adequacy' section in the Management's Discussion and Analysis, which forms part of this Annual Report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

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

CORPORATE SOCIAL RESPONSIBILITY

The company has a detailed policy and various activities done by external agency. During the year under review, one (1) Corporate Social Responsibility Committee meeting was held as per the requirement of the Companies Act, 2013 and rules made thereunder. During the year, the Committee monitored the CSR activities undertaken by the Company including the expenditure incurred thereon as well as implementation and adherence to the CSR policy. The report on CSR activities are attached as **Annexure - E** to this Board's Report.

During the financial year 2025-26, the requirement of CSR Expenditure for the year 2025-26 is ₹18.87 million and therefore, expenditure of ₹18.87 million was made under CSR during the Financial Year 2025-26. The details of the composition of the committee and meetings held during the year are available in Corporate Governance Report.

The Company conducts its business responsibly, focusing on People, Planet, and Profit for sustainable practices and a better future. Committed to inclusive growth, MedPlus implements CSR initiatives primarily within India, prioritizing its operational areas to support marginalized and deprived communities, in collaboration with or independently of government efforts, the policy on CSR is available on https://www.medplusindia.com/uploads/content/CSR%20Policy.pdf.

SECRETARIAL STANDARDS

The Company is in compliance with the applicable Secretarial Standards i.e. SS-1 and SS-2, relating to "Meetings of the Board of Directors" and "General Meetings", respectively as issued by the Institute of Company Secretaries of India from time to time.

LISTING ON STOCK EXCHANGES

The Company's shares are listed on BSE Limited and National Stock Exchanges of India Limited. The details are provided in the corporate governance report which forms part of the annual report.

RISK MANAGEMENT REPORT

In terms of the provisions of Section 134 of the Companies Act, 2013, the Risk Management Report is set out in the Annual Report.

AUDITORS' REPORT

The Auditors' Report for Financial year 2025-2026 does not contain any qualification, reservation, or adverse remark. The Report is enclosed with the financial statements in this Annual Report.

The Secretarial Auditors' Report for Financial year 2025-2026 does not contain any qualification, reservation, or adverse remark. The Secretarial Auditors' Report is enclosed as **Annexure F** to the Board's Report, which forms part of this Annual Report.

The Auditor's certificate confirming compliance with conditions of corporate governance as stipulated under Listing Regulations, for financial year 2025-2026 is enclosed as **Annexure K** to the Corporate Governance Report, which forms part of this Annual Report.

The Secretarial Auditor's certificate on the implementation of share-based schemes in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, will be made available on request at the AGM, electronically.

STATUTORY AUDITORS

M/s B S R and Co., Chartered Accountants (Firm Registration No. 128510W) were appointed for a term of five consecutive years from the conclusion of the 17th Annual General Meeting (AGM) until the conclusion of the 22nd Annual General Meeting (AGM) of the Company to be held in the Calendar year 2028 as required under Section 139 of the Companies Act, 2013 read with Companies (Audit and Auditors) rules, 2014.

The Statutory Auditors' Report for FY 2025-26 does not contain any qualification, reservation or adverse remark. The notes to the financial statements are self-explanatory and do not call for any further comments from the Board.

SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and amended Regulation 24A of the SEBI Listing Regulations, based on the recommendation of the Audit Committee, the Board, at its Meeting held on August 02, 2025, subject to the approval of the Members of the Company, approved appointment of M/s. R & A Associates, Practicing Company Secretaries (FRN: P1994AP011100), as the Secretarial Auditors of the Company, for a term of five (5) consecutive years commencing from Financial Year 2025-26 up to Financial Year 2029-30.

INTERNAL AUDITORS

In terms of Section 138 of Companies Act, 2013 and the Companies (Accounts) Rules, 2014 M/s. Ernst & Young LLP was appointed as Internal Auditors of the Company for a period of five (5) years effective from August 07, 2023.

SECRETARIAL AUDIT AND IT'S REPORT OF MATERIAL UNLISTED SUBSIDIARY

During the year under review, the Company is having one(1) material subsidiary company i.e. Optival Health Solutions Private Limited ("OHSPL").

The Secretarial Audit Report for the Financial year 2025-26 pursuant to section 204 of the Companies Act, 2013 and Regulation 24A of the SEBI Listing Regulations issued by R & A Associates, the Practicing Company Secretaries (CP No: 2224) (FCS 4020) is attached as **Annexure E** to this Report.

The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

ANNUAL SECRETARIAL COMPLIANCE REPORT

The Company has undertaken an audit for the Financial Year 2025-26 for all applicable compliances as per Securities and Exchange Board of India Regulations, Circulars, Guidelines and Secretarial Standards issued by ICSI thereunder.

Pursuant to the provisions of Regulation 24A of SEBI (LODR) Regulations 2015, the Annual Secretarial Compliance Report duly signed by Ms. Rashida Adenwala (FCS 4020) from R & A Associates, Practicing Company Secretaries (CP No:2224) has been submitted to the Stock Exchanges where companies shares are listed.

COST RECORDS AND COST AUDIT

Maintenance of cost records as specified by Central Government and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 is applicable for the business activities carried out by the Company. M/s. M P R & Associates has been appointed as Cost Auditor of the Company for FY 2026-27 have submitted their report. Further, they were appointed on May 20, 2026 at a remuneration of 1,50,000 (Rupees One Lakh Fifty Thousand only) for conducting the cost audit for FY 2026-27, subject to ratification of remuneration by members of the Company in the forthcoming Annual General Meeting of the Company. They have confirmed that they are free from disqualification specified under Section 141(3) and proviso to Section 148(3) read with Section 141(4) of the Act and that the appointment meets the requirements of the Act. They have further confirmed their Independent status and an arm's length relationship with the Company.

PARTICULARS OF EMPLOYEES

Pursuant to the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(2) & 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. As on March 31, 2026, the Company had 28,872 employees on consolidated basis. The Managing Director and CEO of the Company has not received any remuneration or commission from any of the subsidiary Company. The ratio of the remuneration of each director to the median remuneration of the employees of the Company and percentage of increase in remuneration etc. along with the disclosure in relation to the remuneration of Directors, KMPs and employees as required under Section 197(12) of the Companies Act, 2013 are annexed as **Annexure G** to this Report.

The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this Report. Further, the report and the accounts are being sent to the Members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection and any Member interested in obtaining a copy of the same may write to the Company Secretary at cs@medplusindia.com.

COMPLIANCE ON MATERNITY BENEFIT ACT, 1961

The Company has complied with the applicable provisions of Maternity Benefit Act, 1961 for female employees of the Company with respect to leaves and maternity benefits thereunder.

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

Pursuant to the provisions of Clause (m) of Sub-Section 3 of Section 134 of the Companies Act 2013, read with Rule 8(3) of the Companies (Accounts) Rules 2014, the details of conservation of energy, technology absorption, foreign exchange earnings and outgo, are given in **Annexure H** annexed to this report.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT ('BRSR')

As per SEBI Circular/ Notification and the guidelines, framework issued by National Guidelines on Responsible Business Conduct (NGRBC) read with Regulation 34(2)(f) of SEBI Listing Regulations it is necessary to submit the Business Responsibility and Sustainability Report (earlier BRR Report) which forms a part of this Annual Report.

ENVIRONMENT SUSTAINABILITY AND GOVERNANCE

The Company has launched ESG Vision 2030. The focus is to steadfast on leveraging technology to battle climate change, water management and waste management. On the social front, the emphasis is on the development of people, especially in the areas of digital skilling, improving diversity and inclusion, facilitating employee wellness and experience, delivering technology for good and energizing the communities we work in. We are also redoubling our efforts to serve the interests of all our stakeholders, by leading through our core values and setting benchmarks in corporate governance.

CORPORATE GOVERNANCE REPORT

The Company is committed to transparency in all its dealings and places high emphasis on business ethics. A Report on Corporate Governance along with a Certificate from R & A Associates, Practicing Company Secretary of the Company regarding compliance with the conditions of Corporate Governance as stipulated under Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of the Annual Report.

ENVIRONMENT, HEALTH AND SAFETY

The Company has embedded Environment, Health and Safety Standards throughout the Organization and across its value chain. The Company's Environment, Health and Safety practices confirms to applicable local laws as well as ethical business standards. Your Company acknowledges its social responsibility and accountability towards the environment and society as a whole in conducting its business operations. Your company has invested and will continue to invest in the safety of all its employees and human resources surrounding it.

INDUSTRIAL RELATIONS

Industrial relations among all units of the Company have been harmonious and cordial. The employees are dedicated, motivated and have shown initiative in improving the Company's performance. Your Company is committed to maintaining good industrial relations with its employees, suppliers, customers and regulators throughout the conduct of its business operations. The organization's achievements are an outcome of efforts, dedication and perseverance demonstrated by its workforce which comprises people from diverse backgrounds who have shown coordination and cooperation in their conduct. Your Board would like to express its gratitude and appreciation to the employees and people associated with the Company for demonstrating a high level of commitment.

GENERAL DISCLOSURE

Your directors state that no disclosure or reporting is required in respect of the following items as there were no transactions/ events on these items during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of Shares (Including Sweat Equity Shares) to employees of the Company under any Scheme save and except Employees Stock Option Schemes (ESOS) referred to in this Report.
3. Voting rights which are not directly exercised by the employees in respect of shares for the subscription/ purchase of which loan was given by the Company (as there is no scheme pursuant to which such persons can beneficially hold shares as envisaged under section 67(3) (c) of the Companies Act, 2013).
4. There has been no change in the nature of business of your Company.

VALUATION

During the year under review, the Company has no borrowings, and hence the requirement of providing details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof is not applicable.

ACKNOWLEDGEMENT

Your directors are grateful for the invaluable support of the customers, investors, business associates, banks, government agencies, vendors, franchisees and service providers for their services and cooperation to the Company. We place on record our appreciation for the contribution made by our employees at all levels. Our consistent growth was made possible by their hard work, solidarity, cooperation and support. The Board shall always strive to meet the expectations of all the stakeholders, shareholders for the confidence they have reposed in the Board of Directors. The Directors deeply appreciate their faith and support extended to the Company and remains thankful to them.

For **MedPlus Health Services Limited**

Gangadi Madhukar Reddy
Chairman, MD & CEO
DIN: 00098097

Place: Hyderabad
Date: May 20,2026

ANNEXURE A

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 transactions under third proviso thereto

1. **Details of contracts or arrangements or transactions not at arms length basis-**

   There were no contracts or arrangements or transactions entered into during the year ended March 31, 2026, which were not at arm length basis.

2. **Details of material contracts or arrangement or transactions at arms length basis-**

   There were no material contracts or arrangements or transactions at arms length basis for the year ended March 31, 2026.

For and on behalf of the Board

Gangadi Madhukar Reddy
Chairman & Managing Director
DIN: 00098097

Place: Hyderabad
Date: May 20,2026

ANNEXURE B

POLICIES

Your Company is committed to adhere to the highest possible standards of ethical, moral and legal business conduct. Considering this, your Company has formulated certain policies, inter alia, in accordance with the requirements of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), SEBI (Prohibition of Insider Trading) Regulations, 2015 ("Insider Trading Regulations"). The policies as mentioned below are available on the Company's website, at https://www.medplusindia.com/corporate.jsp . These policies are reviewed periodically and are updated as and when needed. During the year, the Company revised and adopted some of its Policies in order to align the same with recent changes in Corporate Laws.

A brief description about the Key Policies adopted by the Company is as under:

Name of the Policy	Brief description	Summary of key changes made to the Policies during the year
Whistleblower Policy	The Vigil Mechanism as envisaged in the Act and Listing Regulations was implemented through the Whistle Blower Policy to provide for adequate safeguards against victimization of persons who use such mechanism and make provision for direct access to the Chairperson of the Audit Committee.	There were no changes in the policy during the Financial Year 2025-26.
Nomination and Remuneration Policy	The Nomination & Remuneration Policy of Directors, Key Managerial Personnel (KMP) and Senior Management ("Policy") of the Company is formulated under the requirements of applicable laws, including the Companies Act, 2013 ("Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulations"). The Policy is intended to set out criteria for determining qualifications, positive attributes and independence of a director and to pay equitable remuneration to the Directors, Key Managerial Personnel (KMP), Senior Management (as defined below) and other employees of the Company, and to harmonize the aspirations of human resources with the goals of the Company.	There were no changes in the policy during the Financial Year 2025-26.
Code of Conduct for Directors and Senior Management Personnel	The Board of your Company has laid down two separate Codes of Conduct, one for all the Board Members and the other for Employees of the Company. This Code is the central policy document, outlining the requirements that the employees working for and with the Company must comply with, regardless of their location.	There were no changes in the policy during the Financial Year 2025-26.
Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information	This Code has been formulated to ensure prompt, timely and adequate disclosure of Unpublished Price Sensitive Information ("UPSI") which inter alia includes policy for Determination of "Legitimate Purposes".	There were no changes in the policy during the Financial Year 2025-26.
Code of Conduct on Insider Trading	The CEO/MD has, with the approval of Board of Directors, formulated this Code of Conduct on Insider Trading ("the code") to regulate, monitor and report trading by its designated persons and immediate relatives of designated persons pursuant to Regulation 9 of SEBI (prohibition of Insider Trading) Regulations, 2015.	There were no changes in the policy during the Financial Year 2025-26.
Policy on Materiality of and Dealing with Related Party Transactions	The policy has been framed in order to regulate all the transactions between the Company and its related parties.	Amended in line with SEBI Circular No. SEBI/HO/CFD/CFD-PoD- 2/P/CIR/2025/93 dated June 26, 2025. Provisions with respect to definitions and Incorporation of minimum disclosures as mandated under SEBI regulations have been included.
Business Responsibility Policy	The objective of this policy is to ensure a unified and common approach to the dimensions of Business Responsibility across MedPlus Group, act as a strategic driver that will help all Group Companies respond to the complexities and challenges that keep emerging and be abreast with changes in regulations.	There were no changes in the policy during the Financial Year 2025-26.

Name of the Policy	Brief description	Summary of key changes made to the Policies during the year
Archival Policy	As per the policy, the events or information which has been disclosed by the Company to the Stock Exchanges pursuant to Regulation 30 of the Listing Regulations shall be hosted on the website of the Company for a period of 5 years from the date of hosting.	There were no changes in the policy during the Financial Year 2025-26.
Policy on evaluation of Performance	The Company believes in conducting its affairs in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical behaviors in consonance with the Company's Code of Conduct policy for its employees and also for the Board of Directors. The Company has made this policy to comply with various provisions of the Companies Act, 2013 and rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	The Policy is aligned as per the evaluation criteria followed during the Financial Year 2025-26.
Policies on Sexual Harassment for Women and Male Employees	The policy on Sexual Harassment for Women is for redressal of complaints received regarding sexual harassment and compliance of other provisions as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company in its good governance have extended the same to male employees also.	Aligned as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act.
Preservation of Documents	This policy is framed by the Board of Directors at its meeting held on November 14, 2015 in pursuance to Regulation 9 of the SEBI LODR Regulations, 2015, on preservation of the Records to aid the employees in handling the Documents efficiently. It not only covers the various aspects on preservation of the Records, but also beneficial for the safe disposal/destruction of the Documents and keeping a record of the same with the objective of classifying various documents, records and registers for the purpose of maintenance and preservation. The Company believes in promoting a fair, transparent, ethical and professional work environment and this Policy aims to preserve Documents /Records maintained by the Company either in Physical Mode or Electronic Mode.	The Policy is aligned as per the evaluation criteria followed during the Financial Year 2025-26.
Policy on Board Diversity	The Policy sets out the approach to have a diverse Board of the Company in terms of thought, experience, knowledge, perspective and gender in the Board, based on the applicable laws, rules and regulations applicable to the Company pursuant to SEBI Listing Regulations.	The Policy is aligned as per the evaluation criteria followed during the Financial Year 2025-26.
Dividend Distribution Policy	The Dividend Distribution Policy as per Regulation 43A of the Listing Regulations, 2015 is available on the Company's website on https://www.medplusindia.com/pdf/Policy-on-Dividend-Distribution.pdf	There were no changes in the policy during the Financial Year 2025-26.
Policy on materiality	This policy requires the Company to make disclosure of events or information which are material to the Company as per the requirements of Regulation 30 of the Listing Regulations. With reference to the SEBI circulars dated December 12, 2024, and December 31, 2024. The threshold limit for disclosure in case of acquisition of shares or voting rights in any company by listed entities, increased from the existing threshold of 5% to 20%, and in case of any subsequent changes increased from 2% to 5%. However, acquisition of shares or voting rights in an unlisted company, aggregating to 5% or any subsequent change in holding exceeding 2%, will now be required to disclosed on a quarterly basis as part of the Integrated Filing (Governance). This disclosure requirement will not apply for acquisition in listed entities since the same is being dealt with under SEBI SAST Regulations.	There were no changes in the policy during the Financial Year 2025-26.

Name of the Policy	Brief description	Summary of key changes made to the Policies during the year
Policy on Material Subsidiary	The policy is used to identify material subsidiaries of the Company and to provide a governance framework for such material subsidiaries. With reference to the SEBI circulars dated December 12, 2024, and December 31, 2024 The intent is to align the financial line items for identification of a material subsidiary under the ICDR and the LODR to ensure consistency	There were no changes in the policy during the Financial Year 2025-26.
Terms and conditions of appointment of Independent Directors	This document is used to identify and demarcate the terms and conditions of appointment of independent directors.	There were no changes in the policy during the Financial Year 2025-26.
Succession Planning	The Company recognizes the importance of the process to succession planning to provide for continuity in the smooth functioning of the organization. There are certain positions in the Company that are key to its current and future growth. It is, therefore, important that these positions are assigned to duly skilled and best possible incumbents. It is critical to fill up such positions well in time to avoid any leadership gap. The Company has therefore put in place a Policy on Succession Planning for the Board and Senior Management (hereinafter called the "Policy") pursuant to Regulation 17(4) of SEBI (LODR) Regulations, 2015 which mandates the need for a succession policy and has listed succession planning as key function of the Board of Directors.	The Policy is aligned as per the evaluation criteria followed during the Financial Year 2025-26.
Risk management Policy	A risk management policy has been framed for increasing stakeholder value, which attempts to identify the key events/risks impacting the business objectives of the Company and attempts to develop risk policies and strategies to ensure timely evaluation, reporting and monitoring of key business risks pursuant to Section 134(3) of Companies Act and Regulation 17 of SEBI (LODR) Regulations, 2015	The Policy is aligned as per the evaluation criteria followed during the Financial Year 2025-26.
Corporate Social Responsibility Policy	A Corporate Social Responsibility Policy has been framed to support responsible and sustainable initiatives, while taking care of the concern of people, planet and profit. To develop social wealth for the communities we engage with. Promote efficient usage of scarce resources, encourage green energy initiatives and develop innovative solutions to fulfil the vision by stepping beyond the mandatory provisions.	The Policy is aligned as per the evaluation criteria followed during the Financial Year 2025-26.

ANNEXURE C

Details of Employee Stock Options under ESOP 2009 and ESOP 2021 under Section 62 of the Companies Act, 2013 read with rule 12(9) of the Companies (Share Capital and Debentures) Rules, 2014 as on March 31, 2026

Sr. No.	Particular	Under ESOP 2021	Under ESOP 2009
1.	Number of options outstanding at the beginning of the period	5,74,401	13
2.	Number of options Granted during the period	Nil	Nil
3.	Number of options Vested during the period	3,19,988	11
4.	Number of options Exercised during the period	3,60,811	8
5.	Number of options Lapsed/cancelled/Forfeited during the period	16,940	1
6.	Exercise Price	₹232 ₹541.98 & ₹628	₹10 to ₹106618
	a. Variation in terms of option	Not Applicable	Not Applicable
	b. the total number of shares arising as a result of exercise of option	360,811	4,302
	c. money realized by exercise of options	99,308,362	80
	d. total number of options in force	1,96,650	4
7.	Employee wise details of Options Granted to:		
	(i) Key Managerial Personnel	NA	NA
	(ii) any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year	NA	NA
	(iii) identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant	NA	NA

The details of the Company's stock option schemes as required under regulation 14 of the SEBI (Shared Based Employee Benefits and Sweat Equity) Regulations, 2021, are available on the Company's website: https://www.medplusindia.com/uploads/content/Disclosure%20under%20Regulation%2014%20of%20SEBI%20(SBEB%20and%20SE)%20Regulations,%202021%20FY2025-26.pdf

ANNEXURE D

FORM AOC-1

PURSUANT TO FIRST PROVISO TO SUB SECTION (3) OF SECTION 129 OF COMPANIES ACT, 2013
READ WITH RULE (5) OF COMPANIES (ACCOUNTS) RULES, 2014
(Salient features of the financial statement of subsidiaries)

PART 'A' – Information on Subsidiaries

Sr. No.	Particular	Clearancekart Private Limited ("CPL")	Kalyani Meditimes Private Limited ("KMPL")	Nova Sud Pharmaceuticals Private Limited ("NSPPL")	Optival Health Solutions Private Limited ("Optival)	Wynclark Pharmaceuticals Private Limited ("WPPL")	Deccan Medisales Private Limited ("DMPL")	Sai Sridhar Pharma Private Limited ("SSPPL")	Shri Banashankari Pharma Private Limited ("SBPPL")	Sidson Pharma Distributors Private Limited ("SPDPL")	Venkata Krishna Enterprises Private Limited ("VKEPL)	MedPlus Insurance Brokers Private Limited (MIBPL)
1	Date since when subsidiary was acquired	3/9/2021	9/25/2019	9/29/2009	3/4/2011	3/31/2007	1/5/2012	9/29/2009	9/20/2014	3/1/2016	1/3/2011	7/14/2022
2	Reporting period	2025-26	2025-26	2025-26	2025-26	2025-26	2025-26	2025-26	2025-26	2025-26	2025-26	2025-26
3	Reporting currency	INR	INR	INR	INR	INR	INR	INR	INR	INR	INR	INR
4	Share capital/ Partner's capital account	0.10	59.00	68.60	2,098.02	140.77	2.10	0.24	2.10	40.10	0.18	20.00
5	Reserves & surplus	(0.20)	(87.87)	(4.88)	1,2665.80	66.32	82.09	186.70	(2.13)	50.99	328.02	11.43
6	Net worth	(0.10)	(28.87)	63.72	14,763.82	207.09	84.19	186.94	(0.03)	91.09	328.20	31.43
7	Total assets	-	2.96	64.38	34,989.24	212.33	196.80	444. 09	0.11	185.53	550.21	32. 84
8	Total liabilities	0.10	31.83	0.66	20,225.42	5.24	112.61	257.15	0.14	94.44	222.01	1.41
9	Investments	-	-	-	-	-	-	-	-	-	-	-
10	Turnover (including other income)	-	-	1.24	68,164.44	234.77	1,281.22	2,765.52	-	1,094.99	4,244.56	15.04
11	Turnover (Excluding other income)	-	-	0.82	67,530.34	226.34	1,280.88	2,765.51	-	1,091.49	4,244.47	13.73
12	Profit/(Loss) before taxation	(0.02)	(4.84)	(0.52)	1,827.55	27.53	2.84	16.60	(0.66)	5.55	39.45	8.03
13	Provision for taxation	-	-	-	327.55	7.03	0.74	4.19	-	1.40	9.92	2.03
14	Profit/(Loss) after taxation	(0.02)	(4.84)	(0.52)	1500.00	20.50	2.10	12.41	(0.66)	4.15	29.53	6.00
15	Proposed Dividend	-	-	-	-	-	-	-	-	-	-	-
16	**% of shareholding**	**100%**	**88.04%**	**100%**	**99.99%**	**100%**	**100%**	**100%**	**100%**	**100%**	**100%**	**100%**

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	**Nil**

For **MedPlus Health Services Limited**

Gangadi Madhukar Reddy
Chairman & Managing Director
DIN: 00098097

Place: Hyderabad
Date: May 20,2026

ANNEXURE E

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ("CSR") ACTIVITIES
FOR THE FINANCIAL YEAR 2025-26

1. **Brief outline on CSR Policy of the Company**

   Since its inception your Company has been a socially responsible corporate making investments in the community which go beyond any mandatory legal and statutory requirements. In line with its core purpose, the CSR vision focusses on the constituencies of girls, youth and farmers by innovatively supporting them through programs designed in the domains of education, health and environment, while harnessing the power of technology. We believe that these are the critical constituencies who contribute to nation building and through our CSR efforts we will enable these communities to Rise. In accordance with the Companies Act, 2013, your Company has committed 2% (Profit before Tax) annually towards CSR initiatives. The CSR Policy of your Company outlines the approach and direction given by the Board, considering the recommendations of its CSR Committee, and includes guiding principles for selection, implementation and monitoring of CSR activities as well as formulation of the annual CSR action plan. The CSR projects undertaken are also listed in the CSR policy.

2. **Composition of CSR Committee:**

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Ms. Aparna Surabhi	Non-Executive Independent Director	1	1
2.	Mr. Madhavan Ganesan	Non-Executive Independent Director	1	1
3.	Mr. Gangadi Madhukar Reddy	Executive Director	1	1
4.	Dr. Cherukupalli Bhaskar Reddy	Whole Time Director	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: https://www.medplusindia.com/uploads/content/CSR%20Policy.pdf

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report): **NA**

5. (a) Average net profit of the company as per section 135(5)[Average of F23,F24,F25]: **₹19,72,98,564 /-**

   (b) Two percent of average net profit of the company as per section 135(5) – ₹39,45,971/-

   (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. – **None**

   (d) Amount required to be set off for the financial year, if any – **NA**

   (e) Total CSR obligation for the financial year [(b)+(c)-(d)] – ₹39,45,971/-

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) : **Not Applicable**

   Details of CSR amount spent against other than ongoing projects for the financial year:

Sr. No	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the Project		Amount spent for the project (in ₹)	Mode of Implementation - Direct (Yes/ No)	Mode of implementation - through implementing agency	
				State	District			Agency Name	CSR Registration No.
1	Solar pannels for farmers at adilabad district	(iv)	Yes	TG	Hyderabad	20,00,000	No	Ekalavya Foundation	CSR00003232
2	Eye surgeries	(i)	Yes	TG	Hyderabad	10,00,000	No	Pushpagiri Vitreo Retina Institute	CSR00000138
3	Food supply to poor people	(i)	Yes	TG	Hyderabad	5,00,000	No	International Society for Krishna Consciousness	CSR00005241

Sr. No	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the Project		Amount spent for the project (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of implementation - through implementing agency	
				State	District			Agency Name	CSR Registration No.
4	Skill development and Food supply to poor people	(v)	Yes	TG	Hyderabad	4,46,000	No	Hare Krishna Movement India	CSR00005738

b) Amount spent in Administrative Overheads - NA

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

(d) Total amount spent for the Financial Year (8b+8c+8d+8e) – ₹39,46,000/-

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

Total Amount Spent for the F.Y. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per s. 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to s. 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
39,46,000	NIL	NIL	NIL	NIL	NIL

(f) Excess amount for set off, if any – **Not applicable**

7. (a) Details of Unspent CSR amount for the preceding three financial years - **Not applicable**

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No.

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). – **Not applicable**

For **Medplus Health Services Limited**
CIN: L85110TG2006PLC051845

Place: Hyderabad
Date: May 20,2026

Sd/-
Aparna Surabhi
Chairperson of CSR Committee

Sd/-
Gangadi Madhukar Reddy
Chairperson of the Board

ANNEXURE F

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2026

(Pursuant to Section 204(1) of the Companies Act, 2013 read with Rule 9 of Companies (Appointment and Remuneration of Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015.

To,
The Members of
MEDPLUS HEALTH SERVICES LIMITED,
H. No: 11-6-56, Survey No: 257 & 258/1,
Opp: IDPL Railway Siding Road, (Moosapet),
Kukatpally, Hyderabad – 500037, Telangana, India

We have conducted the secretarial audit of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Medplus Health Services Limited (CIN: L85110TG2006PLC051845)**, (hereinafter called **"the Company"**). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended 31st March, 2026 **("Review Period")**, complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2026, according to the provisions as maybe applicable to the Company of:

i. The Companies Act, 2013 and (hereinafter collectively referred to as "the Act") and the rules made thereunder.

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA") and the Rules made thereunder;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, ~~Overseas Direct Investment and External Commercial Borrowings~~.

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 **('SEBI Act')**: -

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments from time to time, **("SEBI LODR")**;

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time; - ***Not Applicable during the Review Period;***

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and amendments from time to time, to the extent applicable;

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; -***Not Applicable during the Review Period;***

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulation, 2021 to the extent applicable;

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - ***Not Applicable during the Review Period;***

(g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; - ***Not Applicable during the Review Period;***

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended;

(i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

(j) Securities and Exchange Board of India (Debenture Trustee) Regulations, 1993; - ***Not Applicable during the Review Period;***

(k) And relevant circulars/ guidelines issued thereunder, to the extent applicable.

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by the Institute of Company Secretaries of India.

(ii) The Listing Agreements entered by the Company with Stock Exchanges.

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

vi. We further report that, as represented by the Company, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test-check basis, the Company has complied with the licensing requirements of the following laws applicable specifically to the Company:

(a) The Drugs and Cosmetics Act, 1940 and Rules made thereunder;

(b) The Atomic Energy Act, 1962 and Rules made thereunder;

(c) Bio-Medical Waste Management Rules, 2016;

(d) Clinical Establishments (Registration & Regulation) Act, 2010 and the Clinical Establishments (Central Government) Rules 2012 and allied state legislations; and

(e) Telangana Allopathic Private Medical Care Establishments (Registration and Regulation) Act, 2002.

(f) The Food Safety and Standards Act, 2006.

We further report that:

- The Board of Directors of the Company is duly constituted with the proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Directors during the period under review as stated above. The were no changes in the composition of the Board of Directors that took place during the period under review.

- Adequate notices were given to all directors to schedule Board Meetings and Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance other than those held at shorter notice for which necessary consent has been sought at the meeting.

- A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Video conference facilities/other audio-visual means are used as and when required to facilitate the directors at other locations to participate in the meeting.

- Majority of the decisions at board and/or committee meetings are carried out unanimously as recorded in the minutes of the meetings of the board of directors or respective committee of the board, as the case may be.

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

We further report that during the audit period the Company had following specific events / actions in pursuance of the above referred laws, rules, regulations, guidelines, etc. having a major bearing on the Company's affairs:

1. The Board of Directors of the Company, in their meeting held on 27th May 2025, approved the allotment of 49,593 equity shares of the face value of ₹2/- each at a premium of ₹230/- per share to the employees of the Company and its subsidiary company under the ESOP Scheme 2021.

2. The Board of Directors of the Company, in their meeting held on 2nd August 2025, approved the allotment of 79,157 equity shares, comprising 32,663 equity shares of the face value of ₹2/- each at a premium of ₹230/- per share and 46,494 equity shares of the face value of ₹2/- each at a premium of ₹539.98/- per share, to the employees of the Company and its subsidiary company under the ESOP Scheme 2021.

3. The Board of Directors of the Company, in their meeting held on 30th January 2026, approved the allotment of 232,061 equity shares, comprising 3,000 equity shares of the face value of ₹2/- each at a premium of ₹626/- per share and 229,061 equity shares of the face value of ₹2/- each at a premium of ₹230/- per share, to the employees of the Company and its subsidiary company under the ESOP Scheme 2021.

4. The Members of the Company approved the material related party transactions between the Company and Optical Health Solutions Private Limited, its material subsidiary, by way of a postal ballot on 27th March, 2026.

For **R & A Associates**
Company Secretaries

Rashida Hatim Adenwala
Founder Partner
M. No: 4020
C.P. No.: 2224
UDIN: F004020H000402880
Peer Review Certificate No.: 6659/2025
ICSI-Unique Identification No.: P1994AP011100

Place: Hyderabad
Date: 19th May, 2026

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

ANNEXURE A

To,
The Members of
MEDPLUS HEALTH SERVICES LIMITED,
H. No: 11-6-56, Survey No: 257 & 258/1,
Opp: IDPL Railway Siding Road, (Moosapet),
Kukatpally Hyderabad – 500037, Telangana, India

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of the financial records and books of accounts of the Company.

4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on a test basis.

6. The secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

7. We have relied on the information provided by the Management with respect to related party transactions for its compliance.

For **R & A Associates**
Company Secretaries
Rashida Hatim Adenwala
Founder Partner
M. No: 4020
C.P. No.: 2224
UDIN: F004020H000402880
Peer Review Certificate No.: 6659/2025
ICSI-Unique Identification No.: P1994AP011100

Place: Hyderabad
Date: May 19, 2026

FORM NO.MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of Companies (Appointment and Remuneration of Personnel) Rules, 2014.

To,
The Members of
OPTIVAL HEALTH SOLUTIONS PRIVATE LIMITED,
H. No: 11-6-56, Survey No: 257 & 258/1,
Opp: IDPL Railway Siding Road, (Moosapet),
Kukatpally Hyderabad – 500037, Telangana, India

We have conducted the secretarial audit of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Optival Health Solutions Private Limited** (hereinafter called **"the Company"**). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended 31st March, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper board- processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2026 according to the provisions as maybe applicable to the Company of:

i. The Companies Act, 2013 (hereinafter collectively referred to as "the Act") and the rules made thereunder.

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder; **(Not applicable to the Company during the Audit period)**

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder;

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable to the Company during the Audit period)**

   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   (c) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (herein collectively referred as "Listing Regulations")

   (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the Audit period)**

   (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the Audit period)**

   (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the Audit period)**

   (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not applicable to the Company during the Audit period)**

   (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the Company during the Audit period)**

   (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the Audit period)**

   (j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018. **(Not applicable to the Company during the Audit period)**.

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by the Institute of Company Secretaries of India.

(ii) The Listing Agreements entered by the Company with Stock Exchanges; **(Not applicable to the Company during the Audit period)**

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

vi. We further report that, as represented by the Company, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test-check basis, the Company has complied with the licensing requirements of the following laws applicable specifically to the Company except under the following law, as stated below, for some of its stores and warehouses:

   (a) The Drugs and Cosmetics Act, 1940 and Rules made thereunder;

   (b) The Food Safety and Standards Act, 2006; and

Based on our verification of records on a test-check basis of 100 stores and all its warehouses, the Company has obtained the requisite licenses and registrations for most of its retail stores and warehouses. However, the relevant licenses/registrations in respect of some retail stores and warehouses covered under our test-check were not made available to us for verification during the course of the audit.

We further report that:

- The Board of Directors of the Company is duly constituted with the balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Directors during the period under review as stated above.
- Adequate notice was given to all directors to schedule Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance other than those held at shorter notice for which necessary consent has been sought at the meeting, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority of the decisions at Board and/or Committee meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or respective Committee of the Board, as the case may be.

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

We further report that during the audit period the Company had no other specific events / actions in pursuance of the above-referred laws, rules, regulations, guidelines, etc. having a major bearing on the Company's affairs.

For **R & A Associates**
Company Secretaries

Rashida Hatim Adenwala
Founder Partner
M. No: 4020
C.P. No.: 2224
UDIN: F004020H000403133
Peer Review Certificate No.: 6659/2025
ICSI-Unique Identification No.: P1994AP011100

Place: Hyderabad
Date: May 19, 2026

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

ANNEXURE A

To,
The Members of
OPTIVAL HEALTH SOLUTIONS PRIVATE LIMITED,
H. No: 11-6-56, Survey No: 257 & 258/1,
Opp: IDPL Railway Siding Road, (Moosapet),
Kukatpally Hyderabad – 500037, Telangana, India

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of the financial records and books of accounts of the Company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on a test basis.
6. The secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. We have relied up on the information provided by the Management with respect to related party transactions for its compliance.

For **R & A Associates**
Company Secretaries

Rashida Hatim Adenwala
Founder Partner
M. No: 4020
C.P. No.: 2224
UDIN: F004020H000403133
Peer Review Certificate No.: 6659/2025
ICSI-Unique Identification No.: P1994AP011100

Place: Hyderabad
Date: May 19, 2026

ANNEXURE G

DETAILS OF REMUNERATION

1. Details pertaining to remuneration as required under section 197(12) read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The remuneration of each Director, Chief Financial Officer and Company Secretary, percentage increase in their remuneration during the Financial Year 2025-26 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2025-26 are as under:

Sr. No.	Name of Director / KMP	Designation	% increase in remuneration in FY 2025-26	Ratio of remuneration of each Director to median remuneration
1	Mr. Gangadi Madhukar Reddy	Managing Director and CEO	0.00%	14
2	Dr. Cherukupalli Bhaskar Reddy	Whole - Time Director and COO	-2.36%	36
3	Mr. Madhavan Ganesan*	Non-Executive Independent Director	0.00%	5
4	Mr. Murali Sivaraman*	Non-Executive Independent Director	0.00%	5
5	Aparna Surabhi	Non-Executive Independent Director	0.00%	4
6	Muralidharan Thyagarajan	Non-Executive Independent Director	0.00%	5
7	Mr. Sujit Kumar Mahato	Chief Financial Officer	6.57%	54
8	Mr. Manoj Kumar Srivastava**	Company Secretary & Compliance Officer	8.00%	19

*Completed tenure w.e.f June 10,2026 **Cessation w.e.f May 20,2026

OTHER INFORMATION:

I.	The percentage increase in the median remuneration of employees in the FY 2025-26	5.91%
II.	The number of permanent employees on the rolls of the Company as on 31 March 2026	1,413
III.	Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	Average percentile increase in salaries of employee other than managerial personnel was 13.29% whereas Average percentile Increases in salaries of managerial personnel was 2.79%
IV.	Affirmation that the remuneration is as per the remuneration policy of the company.	It is hereby affirmed that remuneration is as per the remuneration policy of the Company

ANNEXURE H

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

SECTION 134(3) (m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014 IS FORMING PART OF THE BOARD´S REPORT FOR THE FINANCIAL YEAR 2025-26

A	**CONSERVATION OF ENERGY**	
i)	Steps taken or impact on conservation of energy.	Although the Company is not engaged in energy conservative activities, however, the company has optimized an end-to-end supply chain that reduces wastage of fuel and resources. Further, the logistics, shipment and delivery software is strengthened for inter-hub/store movement of goods leading to higher efficiencies. We have also taken following steps to make our organization energy efficient: • Replacement of CFL lamps with LED lights in our retail outlets. • Controlling usage of Air Conditioners in non-occupied areas. • Reducing plastic waste: Usage of paper-bags at stores and re-usable cloth bags at warehouse facilities.
ii)	Steps taken by the Company for utilizing alternate sources of energy.	None
iii)	Capital investment on energy conservation equipment.	None
B	**B TECHNOLOGY ABSORPTION**	
i)	Efforts made towards technology absorption	- A strong In-house technology team of 140+ Software Engineers working on open source technology stack and adopting the AI technologies to drive efficiencies in software development & operations. - Enhanced Order to fulfilment process across POS, Mart & Warehouse - Enhanced Procurement processes to maintain the right inventory
ii)	Benefits derived from technology absorption	- Smart POS for optimizing store management, customer experience, enabling virtual inventory through Inventory visibility in the stores across Hubs/ Warehouses in the region; - Minimizing Inventory cost and increasing inventory efficiencies across locations - Cross selling and leverage single customer base across pharmacy and diagnostic businesses. Consistent customer experience across channels supports all touch points with shared functionalities, such as purchase history, stock availability , wish lists, appointment booking, customer service , payments etc. - Better real-time visibility of inventory, sales and store performance to make quick decisions regarding store operations or new store expansions. - Automation of repetitive tasks in various functions with AI based tool development.
iii)	Details of Imported technology (last 3 years)	None
	Details of technology imported	-
	Year of Import	-
	Whether technology being fully absorbed	-
	If not fully absorbed, areas where absorption has not taken place and reasons thereof	-
iv)	Expenditure incurred on Research and development	Nil
C	**FOREIGN EXCHANGE EARNINGS AND OUTGO (₹in million)**	
i)	Foreign Exchange inflow	0.29
ii)	Foreign Exchange outflow	155.42

CORPORATE GOVERNANCE REPORT

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

The essence and philosophy of Corporate Governance is about maintaining the right balance between economic, social, individual and community goals. At MedPlus, good corporate governance is a way of life and the way we do our business, encompassing every day's activities and is enshrined as a part of our way of working. The Company is focused on enhancement of long- term value creation for all stakeholders without compromising on integrity, societal obligations, environment, and regulatory compliances. Our actions are governed by our values and principles, which are reinforced at all levels of the organization. These principles have been and will continue to be our guiding force in future. However, the Company is committed to the highest standards of business ethics and corporate governance. We believe in the highest standards of corporate behavior towards everyone we work with; the communities we touch and the environment we have an impact on. This paves our way towards consistent and responsible growth which in turn creates long-term value for our stakeholders.

The Company is dedicated to strengthening the governance framework to enhance stakeholder confidence and ensure a high return on investment. Transparency and accountability are at the core of our operations, and every decision we make reflects our commitment to ethical business practices. To maintain strong governance, the Company has established a comprehensive set of policies that address key aspects of corporate oversight. These include a code of conduct for the Board and senior management, policies on board diversity, materiality, succession planning, risk management, whistle-blower protection, and business responsibility and sustainability reporting. These policies guide our actions and ensure that governance remains a key priority. All policies are publicly accessible on our official website, reinforcing our commitment to open and responsible corporate practices. We also adhere to strict disclosure norms to prevent any misuse of unpublished price-sensitive information. The code of conduct under the SEBI (Prohibition of Insider Trading) Regulations, 2015, ensures compliance and protects market integrity. A report on compliance with the Corporate Governance provisions as prescribed under the SEBI Listing Regulations is given here in below:

BOARD OF DIRECTORS:

Composition:

The Company's Board of Directors is a balanced Board comprising two Executive Directors and four Non-Executive Independent Director's including one Independent Women Director. This composition ensures compliance with statutory governance requirements.

The Board along with its committees, provides leadership and guidance to the management and directs and supervises the performance of the Company, thereby enhancing stakeholders' value. The Board has a fiduciary duty in ensuring that the rights of all stakeholders are protected. The Composition of the Board as on March 31, 2026 is given below and the same is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Companies Act, 2013 ('Act'):

Director	Category	Number of shares held in company	No. of other directorship (excludes section 8 companies)	Category of Directorship and Name of other Listed Companies	No of Memberships(s)/ Chairmanships of Audit Committee/ Stakeholders Relationship Committee of other Indian Public Companies	
					Chairmanship	Membership
Mr. Gangadi Madhukar Reddy	Chairman, Managing Director and CEO	1,53,50,400	6	-	-	1
Dr. Cherukupalli Bhaskar Reddy	Whole Time Director	6,09,687	10	-	-	1
Mr. Murali Sivaraman*	Non-Executive Independent Director		5	- Huhtamaki India Ltd. - ICICI Lombard General Insurance Company Ltd - Pidilite Industries Ltd - Welspun Living Limited	2	5

Director	Category	Number of shares held in company	No. of other directorship (excludes section 8 companies)	Category of Directorship and Name of other Listed Companies	No of Memberships(s)/ Chairmanships of Audit Committee/ Stakeholders Relationship Committee of other Indian Public Companies	
					Chairmanship	Membership
Mr. Madhavan Ganesan*	Non-Executive Independent Director	5,000	14	- Medi Assist Healthcare Services Ltd - Sagar Cements Ltd. (Non-ID)	-	3
Ms. Aparna Surabhi	Non-Executive Independent Director		8	- Heritage Foods Ltd - HBL Engineering Ltd	4	5
Mr. Muralidharan Thyagarajan	Non-Executive Independent Director		6	-	0	0

*Completed tenure on June 10, 2026

***Role of Non-Executive Directors:** Non-executive directors, especially independent members, play a critical role in ensuring balanced decision-making and ethical corporate practices. Their broad industry experience and independent perspectives contribute significantly to strategic planning, performance evaluation, and risk management. Their insights help in enhancing governance, ensuring that all decisions align with shareholder and stakeholder interests.

Board Oversight: The Board of Directors serves as the apex governing body of the Company, representing shareholders' interests and overseeing strategic direction, performance, and governance on behalf of all stakeholders. The Board enjoys access to comprehensive and timely information crucial for informed decision-making. Management is committed to providing the Board with all necessary data, ensuring transparency and accountability. Upholding the Corporate Governance Philosophy, the Board operates in the Company's best interests and those of its stakeholders.

None of the Directors hold offices in more than ten public companies as prescribed under Section 165(1) of the Act. No Director holds Directorships in more than seven listed companies including high value debt listed entities. Further, none of the Non-Executive Directors serve as Independent Director in more than seven listed companies including high value debt listed entities as required under Regulation 17A of the SEBI Listing Regulations, 2015. The Managing Director & CEO does not serve as an Independent Director in any Listed Company or high value debt listed entity.

None of the Directors on the Board is a member of more than ten Committees and Chairperson of more than five Committees (Committees being Audit Committee and Stakeholders Relationship Committee as per Regulation 26(1) of the SEBI Listing Regulations), across all public companies in which he/she is a director. The necessary disclosures regarding committee positions have been made by all the Directors.

Board Meetings and Attendance of Directors:

During FY 2025-26 Five meetings were held, as follows:

Name of Directors	Date and Attendance of the Meeting						
	May 27, 2025	August 02, 2025	October 31, 2025	January 30, 2026	March 16, 2026	% of attendance	Last AGM attended
Mr. Gangadi Madhukar Reddy DIN: 00098097	√	√	√	√	√	100%	√
Mr. Cherukupalli Bhaskar Reddy DIN: 00926550	√	√	√	√	√	100%	√
Mr. Murali Sivaraman DIN: 01461231	√	√	√	√	√	100%	√
Mr. Madhavan Ganesan DIN: 01674529	√	√	√	√	√	100%	√
Ms. Aparna Surabhi DIN: 01641633	√	√	√	√	√	100%	√
Mr. Thyagarajan Muralidharan DIN: 00052097	√	Leave of absence	√	√	√	80%	√

Post Meeting follow-up mechanism

The Company has established a structured and efficient mechanism to ensure that important decisions taken and suggestions made by the Board and its Committees are promptly communicated to the departments concerned or divisions. Action taken / status reports on decisions / suggestions of the previous meeting(s) are followed up and placed at the next meeting for information and further recommended actions, if any.

Board Meeting Procedure:

The Board Meeting is conducted at least once every quarter to discuss the performance of the Company and its quarterly financial results, along with other matters, as the Board may deem necessary. The Board also meets to consider other businesses, from time to time whenever required. The agenda of the business to be transacted at the Board Meeting along with explanatory notes thereto are drafted and circulated well in advance to the Board of Directors of the Company. The Company always ensures that Board members are presented with all the relevant information on vital matters affecting the working of the Company including the information as interalia specified under Part A of Schedule II of Regulation 17(7) of the Listing Regulations. The gap between the two Board Meetings did not exceed 120 days. The necessary quorum was present throughout the meeting in all the Board Meetings.

Disclosure of Director's INTER-SE Relationship:

There is no inter-se relationships between the Directors or KMPs.

Independent Directors:

Pursuant to Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) the Independent Directors are Non-Executive Directors of the Company. All Independent Directors served their full terms without any resignations. They remained fully committed to their roles, actively contributing to the Company's governance, decision-making, and strategic oversight throughout the year.

Confirmation of Independence of Independent Directors:

In terms of Regulation 25(8) of SEBI Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management. The Independent Directors have, in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014, confirmed that they have enrolled themselves in the Independent Directors' Databank maintained with the Indian Institute of Corporate Affairs ('IICA').

Meeting of Independent Directors:

During the year under review, pursuant to Schedule IV of the Companies Act, 2013 and as per Regulation 25(3) of the Listing Regulations. The Independent Director reviewed the performance of the Board as a whole as well as that of Non-Independent Directors and the Chairman by considering the views of Executive and Non-Executive Directors. They also access the quality, quantity, effectiveness and promptness of the flow of information between the Company's management and the Board. They periodically meet with the Statutory Auditors and the Internal auditors without the presence of the management to understand the overall quality of audit, quality of financials, key financial matters and corrective actions to be taken for strengthening the internal controls of the Company and their general feedback. These meetings provide a structured forum for Independent Directors to engage in discussions on key governance matters, ensuring an objective review of the Board's effectiveness. A meeting of the Independent Directors was held on May 27, 2025, with full attendance from all Independent Directors.

Performance Evaluation of Independent Director:

The Board of Directors of the Company carried out an annual evaluation of its own performance, of committees, of the Board and individual directors pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations. The performance evaluation is conducted through structured questionnaires which cover various aspects such as the Board composition and structure, effectiveness and contribution to Board processes, adequacy, appropriateness and timeliness of information and the overall functioning of the Board etc. The Individual Director's response to the questionnaire on the performance of the Board, Committee(s), Directors, and Chairman, were analyzed. The Directors were satisfied with the evaluation process and have expressed their satisfaction with the evaluation process. In compliance with Regulation 17(10), Regulation 19 read with Part D of Schedule II of the Listing Regulations, the Board of Directors has formulated criteria for evaluation of the Company's Independent Directors' performance. The performance evaluation of Independent Directors is carried out based on their role and responsibilities, effective participation in the Board and Committee meetings, expertise, skills and exercise of independent judgment in major decisions of the Company. The details of the Performance Evaluation of Directors are also available on the website of the Company at https://www.medplusindia.com/uploads/content/Policy-on-Evaluation-of-Performance.pdf

Appointment and Tenure of the Directors

The Directors of the Company are appointed/re-appointed by the Shareholders upon the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors. In accordance with the Articles of Association of the Company and provisions of the Act, all the Directors, except the Independent Directors, are liable to retire by rotation at every Annual General Meeting (AGM') and, if eligible, may offer their candidature for re-appointment.

The Executive Directors on the Board have been appointed as per the provisions of the Act and serve in accordance with the terms of employment with the Company. None of the Independent Director(s) of the Company resigned before the expiry of their tenure. The Company has adopted the provisions with respect to appointment and tenure of Independent Directors which are consistent with the Act and SEBI Listing Regulations. Any person who becomes Director or Officer, including an employee who is acting in a managerial or supervisory capacity, shall be covered under Directors' and Officers' Liability Insurance Policy. The Company has provided insurance cover in respect of legal action against its Directors under the Directors' and Officers' Liability Insurance Policy.

Profile of the Directors:

Mr. Gangadi Madhukar Reddy is one of the Promoter Director of the Company and has been a Director since incorporation. He holds a bachelor's degree in medicine and surgery from Sri Venkateswara University and a master's degree in business administration from the Wharton School, University of Pennsylvania.

Dr. Cherukupalli Bhaskar Reddy has done MBBS from Kurnool Medical College, Andhra Pradesh in the year 1992, MS in Gen-Surgery from Manipal Academy of Higher Education (MAHE), Mangalore in the year 1997 and FRCS from Edinburgh (UK) in the year 2003. He is associated with the Company/ group since inception of the Company. He is overseeing the recruitment, training, expansion of the business and having rich experience more than two decades in the field of retail pharmacy, business strategy, building the leadership and making Company towards process driven establishment. Presently he is looking after the pharmacy operations of the Company.

Mr. Murali Sivaraman is a Chairman/Independent Director in multiple listed Boards and is also an advisor to Private Equity. After more than three decades of global leadership roles based out of Singapore, Shanghai, Toronto, London and Delhi, he is now based in Mumbai, India focusing on enterprise value and governance via multiple Board and Advisory roles. Recent Global Roles: President for Growth Markets: Philips Lighting - Signify (Singapore) and CEO Global Domestic Appliance - Royal Philips (Shanghai) - Scale US$ 1.5 to 2 BN, Managing Director - Philips India. Current board / advisory roles include Huhtamaki India, ICICI Lombard General Insurance, Medplus Health Services, Welspun Living Limited, Pidilite Industries Limited and Private Equity advisory for Branded Consumer Durables - Advent International India - Eureka Forbes. Mr. Sivaraman is a qualified Chartered Accountant, Cost & Works Accountant, MBA from IIM Ahmedabad and has done Advanced Management Program from Harvard Business School.

Mr. Madhavan Ganesan holds a bachelor's degree in Engineering from the Birla Institute of Technology & Science, Pilani and a Post-Graduate Diploma in Management from the Indian Institute of Management, Calcutta. He was previously associated with Reliance Retail, SPI Technologies, Wipro Limited, Spectramind, Tata Information Systems Limited and Tata Industries Limited and ICICI. He has over 35 years of experience in the Retail, Technology and other business sectors. He is currently engaged as a Strategy Consultant working with growth enterprises in the areas of medical education, senior citizen assisted living, green biofuels, insurance loss assessment and cattle health management. He is also Independent / Nominee Director in other Companies.

Ms. Aparna Surabhi is an Independent Director on Boards of Listed Companies and material subsidiaries of Listed Companies and chairing Audit Committees of some of the Boards. Ms. Aparna is a Chartered Accountant and B.Com. LLB from Bombay University. She founded the CA firm namely S. Aparna and Co. in the year 1991 in Hyderabad and was actively into practice specializing in Internal Audits till the year 2019. During this period, she was actively involved and participating in the activities of ICAI, Hyderabad, and served as the first women Chairperson of the Hyderabad Branch of SIRC of ICAI during the year 2006-07. She was also a consultant for numerous startup businesses. She is having more than three decades of rich experience in the field of finance and HR. Ms. Surabhi is currently working as Chief Financial Officer (CFO) and Chief Human Resources Officer (CHRO) in Caliber Technologies Private Limited, a company specializing in IT solutions for regulated markets

Mr. Thyagarajan Muralidharan is a distinguished Indian entrepreneur and the founder of the TMI Group, a leading talent management and workforce solutions Company. With a B. Tech from IIT Madras and a Post-Graduation from IIM Ahmedabad, he further enhanced his credentials by earning a Bachelor of Law (LLB) from Osmania University in 2021. Over his 36-year career, Mr. Muralidharan has made significant contributions to the business and employment sectors in India. He has served as the Past Chairman of the FICCI Telangana State Council, is a member of FICCI's National Executive Committee and was on the National Board of MSME for 5 years. He also served as an Advisor to the Governor of Rajasthan on MSME and Employment from 2019 to 2024. He has been recognized with multiple awards, including the Hyderabad Management Association's Entrepreneurial Achievement Award and the Distinguished Alumnus Award from the IIMA Alumni Association Hyderabad in 2014. Additionally, he is a published author of two bestselling novels, a columnist, an independent journalist, and actively engaged with education of under privileged Children.

Key Skills, Expertise and Competencies of the Board of Directors:

The Board of Medplus Health Services Limited is strategically composed to promote a diverse range of expertise, ensuring a well-rounded approach to decision-making. Each director brings unique skills and competencies to the table, contributing to the Company's growth and sustainability. The skill and competencies for the members of the Board as identified by the Nomination and Remuneration Committee of the Board are as follows:

Name of Director	Healthcare	Leadership	Finance, Accountancy & Audit	Law	Technology	Risk Management	Strategy & Marketing	Board and Governance
	Understanding the complexities of the healthcare sector.	Extended leadership experience for a significant enterprise, resulting in a practical understanding of organizations, processes, strategic planning, and risk management. Demonstrated strengths in developing talent, planning succession, and driving change and long-term growth	In-depth knowledge in the field of accounts and ability to read, understand and analyse the financial statements, financial controls, risk management and other business projections.	Experience in under-standing the dynamics of the legal and regulatory aspect at a global level	Providing support and guidance in relation to information technology upgradation of the organization as a whole	Experience in mitigation of risk by actively getting involved in the risk management of the organization	Exposure in managing the sales and marketing needs of the sector adequately.	Experience in implementing good corporate governance practices, reviewing compliance and governance practices for a sustainable growth of the company and protecting stakeholders' interest
Mr. Gangadi Madhukar Reddy	√	√	√		√	√	√	√
Dr. Cherukupalli Bhaskar Reddy	√	√		√	√	√	√	√
Mr. Murali Sivaraman	√	√	√	√	√	√	√	√
Mr. Madhavan Ganesan	√	√	√	√	√	√	√	√
Ms. Aparna Surabhi	√	√	√	√	√	√	√	√
Mr. Thyagarajan Muralidharan	√	√	√	√	√	√	√	√

Board of Directors and Selection Process:

The Nomination and Remuneration Committee ('the NRC') of the Board is responsible for identifying and evaluating a suitable candidate for the Board. While selecting a candidate, the NRC reviews and evaluates the Board's composition and diversity to ensure that the Board and its committees have an appropriate mix of skills, experience, independence and knowledge for continued effectiveness. We acknowledge the importance of diversity in the Boardroom as a driver of effectiveness. For the Board, diversity encompasses plurality in perspective, experience, education, background, ethnicity, nationality, age, gender and other personal attributes. To ensure a transparent selection process, the guidance on eligibility criteria and attributes for an individual's appointment on the Board, including independent directors, has been defined in the Nomination and Remuneration Policy and Board Diversity Policy of the Company. The candidate is, inter alia, screened based on background, knowledge, skills, abilities (including their ability to exercise sound judgment), professional experience and functional expertise, and educational and professional background. The NRC recommends the appointment of a candidate based on the defined criteria and attributes. The Board, on recommendation of the NRC and profile of the candidate, recommends the appointment to the members of the Company, wherever applicable, for their approval.

Succession Planning

The Company believe that sound succession planning for the Board Members and Senior Management is vital for creating a robust future for the Company. Our succession planning framework is well built and acts as a hallmark of a forward-thinking, future-ready and progressive Board. The Nomination and Remuneration Committee plays an instrumental role in the development of a diverse pipeline for succession thereby ensuring that the Company has a strong, diverse and high performing Board and Management Committee now and in the future. It deliberates on various factors including current tenure of Directors, anticipated vacancies in Board and Senior Management positions, skill matrix including skill-gaps, diversity, time-commitment and statutory requirements, etc., to ensure orderly succession planning.

Board Support

The Company Secretary supports the Board to ensure that it has policies, processes, information, time and resources it needs to function effectively and efficiently. He is responsible for collation, review and distribution of all papers submitted to the Board and Committees thereof for consideration. He is also responsible for the preparation of the agenda and convening of the Board and Committee Meetings. He attends all the Meetings of the Board and its Committees as Secretary of the Committee or the Board. He advises/assures the Board and its Committees on compliance and governance principles and ensures appropriate recording of minutes of the Meetings.

Board Independence

Pursuant to section 149(6) of the Act and Regulation 16 of Listing Regulations, the Independent Directors to provide annual confirmation that they meet the criteria of independence. Based on the confirmations/disclosures received from the Directors and on evaluation of the relationships disclosed, as per the requirement of Regulation 25(9) of the Listing Regulations, the Board confirms, that the Independent Directors fulfill the conditions as specified under Schedule V of the Listing Regulations and are independent of Management. The Board includes four Independent Directors as on March 31, 2026.

Director's Induction and Familiarization Program:

The Executive Directors and Senior Management Personnel provide an overview of operations and familiarize the new Directors on matters related to the vision and values of the Company. The Company provides an Induction kit to the Directors at the time of joining containing informative documents like Annual Report, Memorandum & Articles of Association, Organization Structure, Composition of Board and Committees, Duties and terms of reference of the Committees of the Board, Code of Ethics & Business Conduct, Code for prevention of Insider Trading, Directors & Officers Insurance policy, contact details of the Senior Management, etc. The Company regularly conducts various familiarization programs for the Independent Directors as a part of the quarterly Board and Committee meetings. Various business cluster heads make presentations to the Board periodically pertaining to the Company's performance and future strategy for their respective cluster. Your Board also convenes strategy meetings from time to time to review long-term growth/plans of the Company. The Board is regularly apprised on all regulatory and policy changes relevant to the business by the Senior Management and the Auditors of the Company. The details of the familiarization programs imparted to the Independent Directors are also available on the website of the Company at https://www.medplusindia.com/uploads/content/MedPlus_Familarisation%20Programme%20for%20Independendent%20Directors%20for%20FY%2025-26.pdf

COMMITTEES OF THE BOARD:

The Board has five committees i.e. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Risk Management Committee and Corporate Social Responsibility Committee. During the year, all recommendations of the committees have been accepted by the Board.

Audit Committee:

The Audit Committee acts as a crucial link between statutory and internal auditors and the Board of Directors, ensuring seamless communication and coordination on auditing and compliance matters. The committee plays an important role in overseeing the quality and accuracy of financial reporting, internal audits, and compliance with legal and regulatory standards. It is responsible for reviewing financial statements, assessing audit findings, and monitoring the appointment, independence, and performance of statutory and internal auditors. Its primary objective is to ensure that Company's accounting and reporting practices remain transparent, accurate, and aligned with regulatory expectations. The committee diligently fulfills its responsibilities, enhancing the credibility and reliability of the Company's financial operations while reinforcing stakeholder confidence in Company's governance standards.

Composition, Roles and Responsibilities and Attendance

The Audit Committee provides reassurance to the Board on the existence of an effective internal control environment. The Committee has been constituted in terms of Section 177 of the Act, read with Regulation 18 and Part C of Schedule II of the Listing Regulations of the Listing Regulations. The scope and function of the Audit Committee is in accordance with the above provisions. The broad terms of reference are as under:

1. Overseeing the Company's financial reporting process and disclosure of its financial information to ensure that its financial statements are correct, sufficient and credible;
2. Reviewing, with the management, the annual financial statements/ Half Yearly/ Quarterly and auditor's report thereon before submission to the Board for approval.
3. Recommending to the Board the appointment, remuneration and terms of appointment of the auditor of the Company; reviewing and monitoring the statutory auditor's independence and performance, and effectiveness of audit process; and approving payments to statutory auditors for any other services rendered by them;
4. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the board to take up steps in this matter; Considering and commenting on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.
5. Approval or any subsequent modifications of transactions of the Company with related parties;
6. Scrutinizing of inter-corporate loans and investments; Reviewing the utilization of loans and/ or advances from/investment by the holding company in any subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as per applicable law;
7. Evaluating of internal financial controls and risk management systems;
8. Establishing a vigil mechanism for directors and employees to report their genuine concerns or grievances
9. Discussing with and reviewing the internal auditors on any significant findings and follow up thereon;
10. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee and any other terms of reference as may be decided by the Board and/ or specified/provided under the Companies Act, the Listing Regulations or by any other regulatory authority;

During the FY 2025-26, Four meetings were held, as follows:

Sr. No.	Name	Category	Designation	Date and Attendance of meeting				
				May 27, 2025	August 02, 2025	October 31, 2025	January 30, 2026	%
1	Mr. Murali Sivaraman*	Non-Executive Independent Director	Chairman	√	√	√	√	100%
2	Mr. Madhavan Ganesan*	Non-Executive Independent Director	Member	√	√	√	√	100%
3	Ms. Aparna Surabhi	Non-Executive Independent Director	Member	√	√	√	√	100%

*Completed tenure on June 10, 2026

Mr. Gangadi Madhukar Reddy (MD & CEO) and Dr. Cherukupalli Bhaskar Reddy (WTD & COO) were invited and attended all the meetings. The audit committee invited the CFO and all other stakeholders as required. Mr. Manoj Kumar Srivastava, Company Secretary and Compliance Officer of the Company, acted as Secretary of the Committee.

Nomination and Remuneration Committee:

The Nomination and Remuneration Committee of the Board identifies persons qualified to become Directors and recommends to the Board the appointment, remuneration and removal of the Directors and Senior Management, The Committee's roles also include formulation of criteria for evaluation of performance of the Directors and the Board as a whole and administration of the Employees Stock Option Scheme of the Company.

Composition, Roles and Responsibilities and Attendance

The Nomination and Remuneration Committee has been constituted in terms of Section 178 of the Act, read with Regulation 19 and Part D of Schedule II of the Listing Regulations. The scope and function of the Nomination and Remuneration Committee is in accordance with above provisions. The broad terms of reference are as under:

1. Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommending to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulating criteria for evaluation of the performance of the independent directors and the Board;
3. Identifying persons who qualify to become directors or who may be appointed in senior management in accordance with the criteria laid down, recommending to the Board their appointment and removal, and carrying out evaluations of every director's performance;
4. Analyzing, monitoring and reviewing various human resource and compensation matters;
5. Recommend to the Board, all remuneration, in whatever form, payable to senior management.

During FY2025-26 four meetings were held, as follows:

Sr. No.	Name	Category	Designation	Date and Attendance of meeting			
				May 27, 2025	July 29, 2025	January 30, 2026	%
1	Mr. Thyagarajan Muralidharan*	Non-Executive Independent Director	Chairman	(NA)	√	√	100%
2	Mr. Murali Sivaraman**	Non-Executive Independent Director	Member	√	Leave of absence	√	66.67%
3	Mr. Madhavan Ganesan**	Non-Executive Independent Director	Member	√	√	√	100%
4	Ms. Aparna Surabhi	Non-Executive Independent Director	Member	√	√	√	100%

*Appointed as chairman w.e.f May 27, 2025 **Completed tenure on June 10, 2026

Mr. Gangadi Madhukar Reddy (MD & CEO) is a permanent invitee and attended all the meetings.Mr. Manoj Kumar Srivastava Company Secretary and Compliance Officer of the Company, acted as Secretary of the Committee.

Stakeholder Relationship Committee:

The Stakeholders Relationship Committee of the Board primarily oversees redressal of shareholders and investor grievances, approves transmission of shares, sub-division / consolidation / renewal of share certificates / issue of duplicate share certificates, etc.

Composition, Roles and Responsibilities and Attendance

The Stakeholders Relationship Committee has been constituted in terms of Section 178 of the Act read with Regulation 20 of the Listing Regulations. The scope and function of the Committee is in accordance with the above provisions. The broad terms of reference are as under:

1. To resolve the grievances of the security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc. and assisting with quarterly reporting of such complaints;
2. To review measures taken for effective exercise of voting rights by shareholders;
3. To review adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
4. To review the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/statutory notices by the shareholders of the Company: and
5. Carrying out such other functions as may be specified by the Board from time to time or specified/provided under the Companies Act, 2013 or the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, each as amended or by any other regulatory authority.

During FY2025-26 one meeting were held, as follows:

Sr. No	Name	Category	Designation	Date and Attendance of meeting	
				May 27, 2025	% age
1	Mr. Madhavan Ganesan*	Non-Executive Independent Director	Chairman	√	100%
2	Dr. Cherukupalli Bhaskar Reddy	Whole -Time Director	Member	√	100%
3	Mr. Gangadi Madhukar Reddy	Managing Director & CEO	Member	√	100%

*Completed tenure on June 10, 2026

Manoj Kumar Srivastava Company Secretary and Compliance Officer of the Company, acted as Secretary of the Committee.

Shareholder's Complaint Statement:

The details of investor complaints received / redressed during the financial year 2025-26 is as under:

Complaint as on 01/04/2025	Received during the year	Resolved during the year	Pending as on 31/03/2026
NIL	NIL	NIL	NIL

Risk Management Committee:

The Risk Management Committee plays critical role in enhancing governance, risk management, sustainability and compliance within the Company as provided in line with Listing Regulations, the Company ensures a structured approach to identifying and mitigating risk while integrating sustainability into the Company's long-term strategy. The Committee oversees and approves the strategic Risk Management framework of the Company, and reviews the risk mitigation strategies, majors taken for cyber security and results of risk identifications, prioritization and mitigation plans of the Company. Formulation of Risk Management policy and review of implementation, effectiveness, adequacy of the risk management plans, systems and processes of the Company forms part of the role of Committee.

Composition, Roles and Responsibilities and Attendance

The Committee is constituted in line with the provisions of Regulation 21 of the SEBI Listing Regulations. The broad terms of reference are as under:

1. To formulate a detailed risk management policy for identification of internal and external risk and measures for risk mitigation.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
4. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken; and
5. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Committee.

During the FY2025-26, two meetings were held, as follows:

Sr. No.	Name	Category	Designation	Date and Attendance of the Meeting		
				May 27, 2025	December 20, 2025	%
1	Mr. Madhavan Ganesan**	Non-Executive Independent Director	Chairman	√	√	100%
2	Mr. Gangadi Madhukar Reddy	Managing Director & CEO	Member	√	Leave of absence	50%
3	Dr. Cherukupalli Bhaskar Reddy	Whole Time Director	Member	√	√	100%
4	Mr. Murali Sivaraman**	Non-Executive Independent Director	Member	√	√	100%
5	Ms. Aparna Surabhi	Non-Executive Independent Director	Member	√	√	100%
6	Mr. Muralidharan Thyagarajan*	Non-Executive Independent Director	Member	NA	√	100%

*Appointed as member w.e.f May 27, 2025 **Completed tenure on June 10, 2026

Manoj Kumar Srivastava Company Secretary and Compliance Officer of the Company, acted as Secretary of the Committee.

Corporate Social Responsibility Committee:

The Corporate Social Responsibility Committee oversees Corporate Social Responsibility and other matters as may be referred to the Board, from time to time.

Composition, roles and responsibilities and attendance

The Corporate Social Responsibility Committee was constituted under the provisions of Section 135 of the Act and the rules and guidelines framed thereunder. The scope and functions of the Committee is framed as per the said provisions. The broad terms of reference are as under:

1. Formulation of a corporate social responsibility policy to the Board, indicating the activities to be undertaken by the Company in areas or subjects specified in the Companies Act, 2013. The activities should be within the list of permitted activities specified in the Companies Act, 2013 and the rules thereunder;
2. Recommending the amount of expenditure to be incurred, amount to be at least 2% of the average net profit of the Company in the three immediately preceding financial years or where the Company has not completed the period of three financial years since its incorporation, during such immediately preceding financial years;
3. Instituting a transparent monitoring mechanism for implementation of the corporate social responsibility projects or programs or activities undertaken by the Company;
4. Monitoring the corporate social responsibility policy from time to time and issuing necessary directions as required for proper implementation and timely completion of corporate social responsibility programmes;
5. Identifying corporate social responsibility policy partners and corporate social responsibility policy programmes;
6. Identifying and appointing the corporate social responsibility team of the Company including corporate social responsibility manager, wherever required; and
7. Performing such other duties and functions as the Board may require the corporate social responsibility committee to undertake to promote the corporate social responsibility activities of the Company or as may be required under applicable laws.

During FY2025-26 one meeting was held, as follows:

Sr. No.	Name	Category	Designation	Date and Attendance of the Meeting	
				May 27, 2025	% age
1	Ms. Aparna Surabhi	Non-Executive Independent Director	Chairperson	√	100%
2	Mr. Madhavan Ganesan*	Non-Executive Independent Director	Member	√	100%
3	Mr. Gangadi Madhukar Reddy	Managing Director & CEO	Member	√	100%
4	Dr. Cherukupalli Bhaskar Reddy	Whole Time Director	Member	√	100%

*Completed tenure on June 10, 2026

Mr. Manoj Kumar Srivastava Company Secretary and Compliance Officer of the Company, acted as Secretary of the Committee.

General Body Meeting:

A) Annual General Meeting:

The Company takes pride in its consistent track record of conducting the last three Annual General Meetings (AGMs) within the statutory timeline, reflecting its strong commitment to transparent corporate governance. Each AGM was convened and conducted in full compliance with the provisions of the Companies Act, 2013, ensuring adherence to all regulatory requirements. Shareholders received timely notices, allowing sufficient time for participation and informed decision-making. The agenda items were thoroughly discussed and voted upon, demonstrating the Company's dedication to legal compliance and meaningful shareholder engagement.

The Annual General Meetings of previous three years are as given below:

Financial Year	Date of AGM	Time	Venue / Mode
2024-25	September 15, 2025	03:30 PM	Through Video Conferencing (VC) or Other Audio Visual Means (OVAM)
2023-24	September 26, 2024	03:30 PM	Through Video Conferencing (VC) or Other Audio Visual Means (OVAM)
2022-23	September 29, 2023	03:30 PM	Through Video Conferencing (VC) or Other Audio Visual Means (OVAM)

B) Special Resolutions:

The previous three Annual General Meetings (AGMs) of the Company and details of these Special Resolutions are as follows:

AGM	Date of AGM	Information regarding Special Resolutions
19th	September 15, 2025	-
18th	September 26, 2024	Appointment of Ms. Aparna Surabhi as Non-Executive Independent Director of the Company.
17th	September 29, 2023	Alteration in Articles of Association of the Company

C) Postal Ballot through E-voting (Ordinary Resolution)

During the year under review, the Company successfully passed one ordinary resolution through postal ballot by way of e-voting for the Approval of Material Related Party Transactions between MedPlus Health Services Limited ("Company") and Optival Health Solutions Private Limited, its Material Subsidiary. The Notice was circulated through e-mail to all the members and was passed by the shareholders with the requisite majority. The Board of Directors of the Company appointed Ms. Rashida Adenwala, Practicing Company Secretary as scrutinizer for scrutinizing the Postal Ballot through e-voting and KFin Technologies Limited, Registrar & Transfer Agent of the Company, has provided facility for voting through e-voting. Brief details pertaining to the said postal ballot is given below:

Ordinary Resolution	Approval of Material Related Party Transactions between MedPlus Health Services Limited ("Company") and Optival Health Solutions Private Limited, its Material Subsidiary.
Date of Postal Ballot Notice	January 30, 2026
Date of Completion of dispatch of Postal Ballot Notice	February 24, 2026
Period of E-Voting	Commenced at 9:00 A.M. (IST) on Wednesday, February 25, 2026, and concluded at 5:00 P.M. (IST) on Thursday, March 26, 2026 (both days inclusive)
Date of declaration of Voting Results	March 27, 2026

MEANS OF COMMUNICATION:

A) Quarterly Financial Results

The quarterly financial results are generally published in national newspaper i.e. Financial Express (English Language) and Nava Telangana (Regional Language) and are also displayed on Company's website.

B) News Releases, Presentations

All the disclosures submitted to both the Stock Exchanges i.e. NSE and BSE from time to time and are also displayed on the Company's website at https://www.medplusindia.com/.

C) Analysts/Investors presentations/Official news releases

The detailed presentations made before the analysts/investors are disseminated to stock exchanges and as well displayed on the Company's website at https://www.medplusindia.com/corporate.jsp

The management participates in the analyst/earnings call every quarter, after the announcement of results. The audio recording of analyst calls and transcripts are posted on the Company's website.

GENERAL SHAREHOLDER INFORMATION:

Company Registration Details:

The Corporate Identity Number (CIN), allotted by Ministry of Corporate Affairs, Government of India is **L85110TG2006PLC051845**, and The Company Registration Number is 051845.

Annual General Meeting:

The Twentieth Annual General Meeting of the company for the financial year 2025-26 is scheduled to be held as under:

Date	August 17, 2026
Venue (Registered Office)	The AGM will be held on electronic platform
Time	03:30 PM IST

Registrar and Share Transfer Agent:

M/s KFin Technologies Limited is acting as Registrar & Share Transfer Agent (RTA) of the Company. They have adequate infrastructure and VSAT connectivity with both the depositories, which facilitates better and faster services to the investors. The address of RTA and for all correspondence is given below:

Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500 032.

Ph.No: (+91) 040 6716 2222
Ph.No: (+91) 040 7961 1000
Email: einward (dot) ris (at) kfintech (dot) com
Website: www.kfintech.com
Android Mobile App: KPRISM

Share Transfer System:

As per the SEBI Listing Regulations, shares cannot be transferred unless they are held in dematerialized mode. Shareholders who hold shares in physical form are advised to convert them into dematerialized mode to avoid the risk of losing shares, fraudulent transactions and to receive better investor service. Only valid transmission or transposition cases that comply with the SEBI guidelines will be processed by the RTA of the Company. To transfer, transmit or transpose shares in physical form, shareholders should submit them to the office of the RTA. The RTA will process these cases only if they are technically found to be complete and in order.

The Board has delegated the power to approve the transmission request to the Company Secretary of the Company.

Dematerialization of Shares:

The Company's shares are compulsorily traded in dematerialized form and are available for trading through both the Depositories in India viz. NSDL and CDSL. The details of number of equity shares of the Company which are in dematerialized and physical form are given below:

Particulars of Shares	Shares	
	Number	%
Demat	12,00,09,542	99.96
Physical	45,100	0.04
Total	12,00,54,642	100

Circulation of Annual Report:

Annual Report containing audited Standalone and Consolidated Financial statements together with Board's Report, Auditors' Report and other reports/information are circulated to members entitled thereto and is also made available on the Company Website at https://www.medplusindia.com

Dividend Payment:

The Company has not declared a dividend during the year under review.

Suspension in trading:

During the year under review the securities of the Company were not suspended from trading.

Listing Information:

(a) Stock Exchanges:

National Stock Exchange ("NSE")	Bombay Stock Exchange("BSE")
National Stock Exchange of India Limited (NSE), Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai-400051	BSE Limited, Phiroze Jeejebhoy Towers, Dalal Street, Fort, Mumbai-400001
Website: www.nseindia.com	Website: www.bseindia.com
Stock Code: MEDPLUS	Scrip Code: 543427

Annual fees have been paid by the Company to NSE & BSE for FY 25-26.

(b) Depositories:

National Securities Depository Limited (NSDL)	Central Depository Services (India) Limited (CDSL)
Trade World, A Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013.	Marathon Futurex, A-Wing, 25th floor, NM Joshi Marg, Lower Parel, Mumbai 400013

Annual Custodian fees have been paid by the Company to NSDL & CDSL.

Plant Locations:

The details of Plant Locations are given below:

Kallakal Factory	Shamirpet Factory	Pashamylaram Factory	Pashamylaram Factory	Moosapet Factory
Survey No. 394, 402, 412 and 413, Kallakal Village, Toopran Mandal, Tupran, Medak, Telangana, 502334	Ground Floor and First Floor, Door No. 6-9, Survey No. 323, Babaguda Village, Shamirpet Mandal, Hyderabad, Medchal Malkajgiri, Telangana, 500078	Plot No. 110, Phase III, Industrial Park, Pashamylaram Village, Patancheru Mandal, Medak, Telangana, 502307	Plot No. 221/B, Survey No. 171, Ph-III, Pashamylaram Village, Sanga Reddy District, Sangareddy, Telangana, 500050	Municipal No. 12-7-20/64/2, Survey No. 793, Goods Shed Road, Moosapet, Kukatpally, Rangareddy, Telangana, 500018

Address for Correspondence:

MedPlus Health Services Limited
M.No.11-6-56/C/NR, SY. No. 257 and 258/1
Opp: IDPL Railway Siding, Balanagar,
Moosapet Rd, Kukatpally,
Hyderabad, Telangana 500018,
04607246724

https://tinyurl.com/47futycw

Designated e-mail address for Investor Services: cs@medplusindia.com"cs@medplusindia.com
Website: https://www.medplusindia.com/

Credit Ratings:

The Company has taken services from credit rating agencies during the year under review.

Rating agency	Rating
Care Edge	CARE A Stable

Policies of the Company:

In pursuance of the Company's policy to adhere to the ethical and governance standards, the Company has inter-alia, the following polices and codes. All of them are available on the website i.e. www.medplusindia.com

Name of the policy	Website link
Policy for Materiality event and disclosure	https://www.medplusindia.com/uploads/content/Policy%20on%20Materiality.pdf
Policy on Material Subsidiary	https://www.medplusindia.com/uploads/content/Policy%20on%20Material%20Subsidiary.pdf
Board Diversity policy	https://www.medplusindia.com/uploads/content/Policy-on-Board-Diversity.pdf
Policy on succession planning for Board and Senior Management	https://www.medplusindia.com/uploads/content/Succession-Plan.pdf
Nomination and Remuneration Policy	https://www.medplusindia.com/uploads/content/Nomination%20and%20Remuneration%20Policy.pdf
Dividend Distribution policy	https://www.medplusindia.com/uploads/content/Policy-on-Dividend-Distribution.pdf
Fair Disclosure code under insider Trading	https://www.medplusindia.com/uploads/content/Fair-Disclosure-Code.pdf
Business responsibility Policy	https://www.medplusindia.com/uploads/content/Business_Responsibility_Policy.pdf
Archival Policy	https://www.medplusindia.com/uploads/content/Archival-Policy.pdf

Name of the policy	Website link
Policy on preservation of documents	https://www.medplusindia.com/uploads/content/Policy-for-Preservation-of-Documents.pdf
Risk Management Policy	https://www.medplusindia.com/uploads/content/Risk-Management-Policy.pdf
Policy on materiality of Related Party transaction and Dealing with Material Related Party Transactions.	https://www.medplusindia.com/uploads/content/Policy%20on%20Materiality%20of%20and%20dealing%20with%20Related%20Party%20Transactions.pdf
Policy on related Party Transaction	https://www.medplusindia.com/uploads/content/Related%20Party%20Transaction_Policy.pdf
Policy on evaluation of performance of Independent Directors and the Board of Directors	https://www.medplusindia.com/uploads/content/Policy-on-Evaluation-of-Performance.pdf

OTHER DISCLOSURES:

Disclosure of materially significant Related Party Transactions:

During the financial year 2025-26, the Company has not entered into any materially significant related party transaction, which could have a potential conflict of interest between the Company and its Promoters, Directors, Management or their relatives other than the transactions carried out in the normal course of business. The related party transactions are disclosed in Notes to Accounts. A copy of the policy on dealing with related party transactions is available on the Company's website i.e.

https://www.medplusindia.com/uploads/content/Policy%20on%20Materiality%20of%20and%20dealing%20with%20Related%20Party%20Transactions.pdf

Disclosure in relation to the Sexual Harassment:

The Company is committed to ensure that all the employees work in an environment that is inclusive and provides an opportunity to bring their best selves at workplace. The Company is also committed to provide a work environment that ensures every person is treated with dignity, respect and fair treatment. The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH Act). The objective of this policy is to lay clear guidelines and provide right direction in case of any reported incidence of sexual harassment across the Company's office and take appropriate decision in resolving such issues. To build awareness in this area, the Company has been conducting induction/ refresher programs in the organization on a continuous basis. During the year, your Company organized a program for all employees.

As per the requirement of the POSH Act, the Company has constituted an Internal Complaints Committees (ICC). While maintaining the highest governance norms, the Company has appointed external independent persons who have prior experience in the areas of women empowerment and prevention of sexual harassment.

The status of POSH during the year is as under:

Complaint as on 01/04/2025	Received during the year	Resolved during the year	Pending as on 31/03/2026
NIL	NIL	NIL	NIL

Whistle Blower Policy & Vigil Mechanism:

MedPlus believes in the conduct of affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior and is committed to developing a culture where it is safe for all employees to raise concerns about any unacceptable practice or any event of misconduct. The employees are encouraged to voice their concerns by Whistle Blowing. The Policy provides an avenue to every employee and every person as defined therein to report concerns directly to the Management or to the Chairperson of the Audit Committee. The Company Secretary and HR Head is the designated officers for effective implementation of the Policy and dealing with the complaints registered under the Policy. All cases, registered under the Whistle Blower Policy of the Company, are reported to the Chairperson of Audit Committee and are subject to the review of the Audit Committee. The Company affirms that no personnel has been denied access to the Audit Committee. The Whistle Blower Policy has been communicated across the company as well as it's group companies and is readily accessible on the Company's website.

The details of person with whom complaints can be filed are as below:

- **Mr. Murali Sivaraman** - Chairman, Audit Committee till May,20 2026
  Email: murali2104@yahoo.com
- **Ms. Aparna Surabhi** - Chairperson, Audit Committee from May,20 2026
  Email: aparna.s@caliberuniversal.com
- **Mr. Hari Hara Rao** - Head HR
  Email: harid@medplusindia.com

The Chairman of the Audit committee and Vigilance officers can also be reached through whistleblower@medplusindia.com.

During the year under review, there were 3 qualified whistle-blower complaints. All complaints were investigated and resolved in accordance with the Company's Whistle Blower Policy. The Whistle Blower Policy is available on the website of the Company at https://www.medplusindia.com/uploads/content/Whistle%20Blower%20Policy.pdf

Subsidiary Companies:

All subsidiary companies are managed by independent Boards having the rights and obligations to manage such Companies in the best interest of their stakeholders. Presently the Company is having eleven subsidiary companies out of that one material unlisted subsidiary company along with six other subsidiaries and four step-down subsidiaries. The Audit Committee reviews the financial statements of the unlisted subsidiaries. The minutes of meetings of the Board of Directors and a statement of all significant transactions and arrangements entered by the unlisted subsidiary companies are periodically placed before the Board of Directors of the Company for their review. The Company has a Policy for determining material subsidiaries which is uploaded on the website of the Company at

https://www.medplusindia.com/uploads/content/Policy%20on%20Material%20Subsidiary.pdf

Details of material Subsidiary; Name and date of appointment of Statutory Auditors:

Sr. No.	Name of Material Subsidiary	Date of Incorporation	Place of Incorporation	Name and date of appointment of Statutory Auditor
1	Optival Health Solutions Private Limited	11/07/2005	Hyderabad	M/s B S R & Co., the Statutory Auditors was appointed on September 28, 2023

Fund raised and utilization through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A)

During the year under review, the company has not raised any funds through preferential allotment or qualified institutions placement.

Compliance with the Code of Conduct:

Pursuant to Regulation 34 (3) and Schedule V of the Listing Regulations, all Directors and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct for the financial year ended March 31, 2026.

CEO / CFO Certificate:

Mr. Gangadi Madhukar Reddy, Managing Director and CEO and Mr. Sujit Kumar Mahato, Chief Financial Officer of the Company have certified to the Board with regard to the compliance in terms of Regulation 17(8) of the SEBI Listing Regulations. The same forms part of this report as **Annexure-I**.

Confirmation and Certification:

The Company annually obtains from each Director, details of the Board and Board Committee positions he/she occupies in other Companies, and changes if any, regarding their Directorships. The Company has obtained a certificate from Rashida Adenwala, (C.P. NO.:2224; M. No. 4020), R & A Associates, Practicing Company Secretaries, under Regulation 34(3) and Schedule V Para C Clause (10) (i) of Listing Regulations confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Company by the SEBI and Ministry of Corporate Affairs (MCA) or any such authority and the same forms part of this as **Annexure-J**.

Fees paid to Statutory Auditors:

During the year under review, the company has paid ₹10.56 million, which includes fee of ₹0.17 million for other services availed paid/payable by the Company and its Subsidiaries to M/s. B S R & Co., Chartered Accountants, Statutory Auditors of the company. Please refer to the Notes to accounts, for the details of fees paid by the Company to the Statutory Auditors for the financial year 2025-26.

Certificate on Corporate Governance:

The Company diligently adheres to all mandatory provisions of Corporate Governance as prescribed by the Listing Regulations and other applicable provisions. Furthermore, the Company is committed to maintaining compliance with non-mandatory requirements outlined in Regulation 27(1) in conjunction with Part E of Schedule II of the Listing Regulations. By doing so, the Company aims to foster a strong corporate governance framework that ensures transparency, accountability, and protection of stakeholders' interests. The Company has submitted quarterly compliance report on Integrated Corporate Governance with the Stock Exchanges, in accordance with the requirements of Regulation 27(2)(a) of the Listing Regulations. In compliance with the conditions of Corporate Governance. The Company has complied with all the requirements of the Stock Exchange, SEBI and other statutory authorities on the matters related to Capital Markets, as applicable except as mentioned in the Secretarial Audit Report which forms the part of the Annual report. M/s R & A Associates, Secretarial Auditors of the Company has issued a certificate confirming that the Company has complied with the conditions of Corporate Governance and accordingly the same forms part of this report as **Annexure-K.**.

Management Discussion and Analysis Report:

The Management Discussion and Analysis (MDA) report provides a comprehensive analysis of the Company's performance, market trends and strategic initiatives. The MDA report offers valuable insights for shareholders and stakeholders, enhancing transparency and understanding of the Company's operations and accordingly the same forms part of this report.

Directors and Officers (D&O) Liability Insurance:

The Company's fully complies with in line with the requirement of Regulation 25(10) of the SEBI (LODR) Regulations, 2015, ensuring transparent and accountable corporate governance practices. This adherence safeguards stakeholder's interests and contributes to the Company's overall success.

Remuneration to Directors and KMP:

The Nomination and Remuneration Committee determines and recommends to the Board, the compensation payable to all the Directors, Key Managerial Personnel and Senior Management Personnel the remuneration is in accordance with the provisions of the Companies Act, 2013. The detail criteria of making payments to Non-Executive Directors and other details available in the website of the Company. During the year under review, the remuneration paid to the directors and KMPs are given below:

(₹ in Millions)

Name of Director	Designation	Salary and Perquisites					
		Fixed Pay	Perquisites	Retirement Benefits	Com-mission	Sitting fees	Total
Mr. Gangadi Madhukar Reddy	Managing Director & CEO	4.00	-	0.45	-	-	4.45
Dr. Cherukupalli Bhaskar Reddy	Whole Time Director	9.87	-	0.44	-	-	10.31
Mr. Murali Sivaraman	Non-Executive Independent Director	-	-	-	-	0.95	0.95
Mr. Madhavan Ganesan	Non-Executive Independent Director	-	-	-	-	1.78	1.78
Ms. Aparna Surabhi	Non-Executive Independent Director	-	-	-	-	1.72	1.72
Mr. Thyagarajan Muralidharan	Non-Executive Independent Director	-	-	-	-	0.50	0.50
Mr. Sujit Kumar Mahato	Chief Financial Officer	12.94	3.95	0.39	-	-	17.28
Mr. Manoj Kumar Srivastava	Company Secretary and Compliance Officer	4.74	1.26	0.11	-	-	6.11

There is no pecuniary relationship or transactions with the Non-Executive Directors other than those mentioned above. Pursuant to clause 6 of Part C of Schedule V, the criteria of making payments to non-executive directors, details of fixed component and performance linked incentives, along with the performance criteria, service contracts, notice period, severance fees and details of stock option, if any whether issued at a discount as well as the period over which accrued and over which exercisable is as per policy of the Company.

The above remuneration excludes retiral benefits i.e. leave encashment, provident fund, gratuity and premium paid for group health insurance, as per actuarial valuation and premium payments made by the Company.

Particulars of Senior Management Personnel:

During the year under review, there were no other changes in the SMP and KMP of the Company.

Mr. Manoj Kumar Srivastava, Company Secretary and Compliance Officer, resigned due to personal reasons, w.e.f. May 20, 2026.

Code of Conduct for Director and Senior Management:

The Board has laid down a Code of Conduct and Ethics (the "Code") for all the Board Members and Senior Management of the Company. All Board Members and Senior Management Personnel have affirmed compliance of the Code of Conduct. A declaration signed by Chief Executive Officer to this effect is attached to this report. The Board has also adopted separate code of conduct with respect to duties of Independent Directors as per the provisions of the Act. The Code is available on the website of the Company Code of Conduct for Directors and Senior Management https://www.medplusindia.com/uploads/content/Code%20of%20Conduct%20for%20Directors%20and%20Senior%20Management.pdf

Employee Stock Options Schemes:

During the financial year, the eligible employees of the Company was granted stock options. The details of ESOPs are stated in Directors' Report which is a part of this Annual Report.

Functional Website of the Company

MedPlus complies with Regulation 46 of the Listing Regulations by maintaining an active and informative website for the Company. The official website, accessible at www.medplusindia.com , serves as a reliable source of essential information about the Company, including details about its business, financial information, various policies, shareholding pattern, and other relevant information for shareholders. The Company recognizes the importance of keeping its website up to date and regularly updates the information provided on the website. By doing so, MedPlus ensures that shareholders and other stakeholders have easy access to accurate and current information about the Company's operations and performance.

The Company's website serves as a valuable resource for shareholders to stay informed about MedPlus activities, enabling them to make well-informed decisions. By maintaining a functional and regularly updated website, MedPlus demonstrates its commitment to transparency and providing convenient access to relevant information for the benefit of its stakeholders.

Reconciliation of Share Capital Audit Report:

Pursuant to Regulation 76 of SEBI (Depositories and Participants) Regulation, 2018, a Practicing Company Secretary has carried out a Secretarial Audit to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. This audit is carried out every quarter, and the report thereon is submitted to the Stock Exchanges where the company's shares are listed. The Secretarial auditors confirm that the total listed and paid-up capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

Compliance Management System:

The Company's compliance remains a top priority. As we are operating in a highly regulated market and we are committed to conducting business legally, ethically, and in alignment with our core values. To strengthen compliance oversight, we are implementing the Compliance Management System to monitor adherence to all applicable laws and regulations. The Audit Committee periodically reviews compliance status and progress. By embedding compliance into our operations, we foster stakeholder trust and support sustainable business growth.

Disclosure of Accounting Treatment:

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) referred to in Section 133 of the Act. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

Code of Conduct for Prevention of Insider Trading:

Pursuant to the provisions of the SEBI Insider Trading and in order to restrict communication of Unpublished Price Sensitive Information (UPSI), the Company has adopted Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time.

Disclosure by Senior Management Personnel

The Senior Management Personnel of your Company have made disclosures to the Board confirming that there are no material, financial and commercial transactions where they have personal interest that may have a potential conflict of interest with the Company at large.

Policy for determining Material Subsidiary:

The Company has adopted a policy for determining a material subsidiary, in terms of which a subsidiary shall be considered as Material, if, the income or net worth exceeds ten percent of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year. In terms of the said policy, the Company has one material subsidiary namely Optival Health Solutions Private Limited. Necessary compliances w.r.t. material subsidiaries have been duly carried out. For the purpose of appointing an Independent Director on the Board of the material unlisted subsidiary Company, "material subsidiary" shall mean a subsidiary, whose income or net worth exceeds 10% of the consolidated income or net worth of the holding Company in the immediately preceding accounting year. However, Optival Health Solutions Private Limited, being our unlisted material subsidiary company, one independent director of our Board have been duly appointed on Board of Optival Health Solutions Private Limited.

Details of non-compliance by the Company, penalties and strictures imposed on the Company, during the last three years:

During the year under review there is no penalties and strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets.

Disclosure of Loans and Advances:

Please refer the financial statements of the Company.

Outstanding GDRs/ADRs/Warrants or any convertible instruments:

During the year under review, the Company does not have any outstanding GDRs / ADRs / Warrants or any other convertible instruments.

Commodity price risk or foreign exchange risk and hedging activities

During the year under review no commodity price risk or foreign risk and hedging activities were carried out.

Compliance with mandatory and discretionary requirements:

The Company has complied with all mandatory requirements prescribed by SEBI Listing Regulations and the Company is in the process of compliance with discretionary requirements as stated under Part E of Schedule II to the SEBI Listing Regulations. During the year under review, there is no audit qualification in the Company's financial statements. The Company continues to adopt best practices to ensure a regime of unqualified financial statements. M/s. Ernst & Young LLP, the Internal Auditors, report directly to the Audit Committee.

Disclosures with respect to Demat Suspense Account / Unclaimed Suspense Account:

The Company does not have any unclaimed shares and hence the disclosure pursuant to SEBI (LODR) Regulations is not applicable.

Secretarial Audit:

The Secretarial Audit Report of the Company for the year ended March 31, 2026, issued by Ms. Rashida Adenwala, (C.P. No.: 2224; M. No. 4020), M/s. R & A Associates, Practicing Company Secretaries forms part of the Board's Report as **Annexure-F**. As on March 31, 2026, none of the subsidiaries of the Company except Optival Health Solutions Private Limited qualified to be material unlisted subsidiary. Further, pursuant to the provisions of Regulation 24A of SEBI Listing Regulations, the secretarial audit report of material unlisted subsidiaries forms part of the Boards' Report as **Annexure-F**.

Agreement on compensation of profit sharing in connection with dealings in securities of the Company:

During the financial year under review, no employee including Key Managerial Personnel or Director or Promoter of the Company had entered into any agreement, either for themselves or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in securities of the Company. Pursuant to requirement of disclosure under clause 5A of paragraph A of Part A of Schedule III of the SEBI Listing Regulations, there are no agreements that required to be disclosed.

In accordance with the provisions of Regulation 26(6) of the Listing Regulations, the Key Managerial Personnel, Directors, Promoter(s) & members of Promoter(s) Group and Senior Managerial Personnel have affirmed that they have not entered into any agreement for themselves or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of the Company.

Declaration on Code of Conduct:

MedPlus is committed to conducting its business in accordance with the applicable laws, rules and regulations and with the highest standards of business ethics. The Company has adopted a "Code of Ethics and Business Conduct" which is applicable to all Directors, officers and employees.

I hereby certify that the Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Ethics and Business conduct for the financial year 2025-26.

For **MedPlus Health Services Limited**

Gangadi Madhukar Reddy
CEO and Managing Director
DIN: 00098097

Place: Hyderabad
Date: May 20, 2026

Shareholding as on March 31, 2026, is as follows:

Category of shareholder (I)	Nos. of shareholders (II)	No. of fully paid up equity shares held (III)	Total nos. shares held (VI)	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) (V) As a % of (A+B+C1)	Number of Voting Rights held in each class of securities (vi)				Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (VII)) As a % of (A+B+C1)	Number of Locked in shares (VIII)		Number of Shares pledged or otherwise encumbered (IX)		Number of equity shares held in dematerialized form (X)
					No of Voting Rights			Total as a % of (A+B+C)		No. (a)	As a % of total Shares held (b)	No. (a)	As a % of total Shares held (b)	
					Class eg: X	Class eg:y	Total							
Promoter & Promoter Group (A)	5	48280791	48280791	40.22	48280791	0	48280791	40.22	40.15	0	0	29327925	60.74	48280791
Public(B)	77272	71722590	71722590	59.74	71722590	0	71722590	59.74	59.81	0	0	0	0	71677490
Non Promoter- Non Public (C)	1	51261	51261		51261	0	51261	0.04		0	0	0	0	51261
Shares held by Employee Trusts (C1)	1	51261	51261	0.04	51261	0	51261	0.04	0.04	0	0	0	0	51261
Total	**77278**	**120054642**	**120054642**	**100**	**120054642**	**0**	**120054642**	**100**	**100**	**0**	**0**	**29327925**	**24.43**	**120009542**

Distribution of Shareholding as on March 31, 2026:

Category	No of Cases	% of Cases	Total Shares	shares_percentage
1-5000	76587	99.1456	8737929	7.2783
5001- 10000	245	0.3172	871304	0.7258
10001- 20000	149	0.1929	1033216	0.8606
20001- 30000	42	0.0544	526513	0.4386
30001- 40000	35	0.0453	622206	0.5183
40001- 50000	20	0.0259	453711	0.3779
50001- 100000	46	0.0595	1664857	1.3867
100001& Above	123	0.1592	106144906	88.4138
Total	**77247**	**100**	**120054642**	

Annexure I

CERTIFICATE OF CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER UNDER REGULATION 17(8) OF THE SEBI (LISTING OBLIGATION AND REQUIREMENTS) REGULATIONS, 2015

To,
The Board of Directors,
MEDPLUS HEALTH SERVICES LIMITED
H. No: 11-6-56, Survey No: 257 & 258/1
Opp: IDPL Railway Siding Road, Moosapet,
Kukatpally, Hyderabad - 500037, Telangana, India

Subject: Compliance Certificate under Regulation 17(8) of SEBI (LODR) Regulations, 2015

Dear Sir/ Madam,

Pursuant to the provisions of Regulation 17(8) read with Part B of Schedule II of SEBI (LODR) Regulations, 2015 we hereby certify that:

A. We have reviewed financial statement and the cash flow statement for the year ended March 31, 2026, and that to the best of our knowledge and belief:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws, and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended March 31, 2026, which are fraudulent, illegal or in violation of the Company's Code of Conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit Committee:

a. No significant changes in internal control over financial reporting during the year;
b. No significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
c. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Sd/-
Gangadi Madhukar Reddy
Managing Director & CEO

Sd/-
Sujit Kumar Mahato
Chief Financial Officer

Place: Hyderabad
Date: May 20, 2026

Annexure-J

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) of SEBI (LODR) Regulations, 2015 read with PARA-C Clause 10 (i) of Schedule V)

To
The Members of
MedPlus Health Services Limited,

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **MedPlus Health Services Limited**, bearing CIN: **L85110TG2006PLC051845** and having registered office at H. No: 11-6-56, Survey No: 257 & 258/1 Opp: IDPL Railway Siding Road, Moosapet, Kukatpally Hyderabad Telangana 500037 (herein after referred to as 'the Company'), and produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para - C clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify as on date that, none of the Directors on the Board of the Company as stated below for the financial year ending on March 31, 2026, have been debarred or disqualified from being appointed or continuing as directors of Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authorities.

Sl. No	Name of Director	DIN
1.	Gangadi Madhukar Reddy	00098097
2.	Murali Sivaraman	01461231
3.	Madhavan Ganesan	01674529
4.	Cherukupalli Bhaskar Reddy	00926550
5.	Aparna Surabhi	01641633
6.	Thyagarajan Muralidharan	00052097

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these, based on our verification.

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **R&A Associates**
Practising Company Secretaries

Rashida Adenwala
Founder Partner
M. No: F4020 C. P. No: 2224
UDIN: F004020H000580288
Peer Review Certificate No.: 6659/2025
ICSI-Unique Identification No.: P1994AP011100

Place: Hyderabad
Date: May 19, 2026

Annexure-K

PRACTISING COMPANY SECRETARY CERTIFICATE ON COMPLIANCE OF CORPORATE GOVERNANCE

[Pursuant to Regulation 34(3) read with in Part E of Schedule V of SEBI (LODR), 2015]

To
The Members of
MedPlus Health Services Limited,
Hyderabad.

We have examined the compliance of conditions of Corporate Governance by **MedPlus Health Services Limited** for the year ended March 31, 2026 as stipulated in Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as per the Listing Agreement entered into the by the said Company with stock exchange.

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

In our opinion and to the best of our information and according to the explanations given to us, the Company has complied with the conditions of Corporate Governance as stipulated in the above listing Regulation.

We state that in respect of investor grievances received during the year ended March 31, 2026, no investor grievances are pending against the Company, as per the records maintained by the Company and presented to the Investors/Shareholders Grievance Committee. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **R&A Associates**
Practicing Company Secretaries

Rashida Adenwala
Founder Partner
M. No: F4020 C. P. No: 2224
UDIN: F004020H000580343
Peer Review Certificate No.: 6659/2025
ICSI-Unique Identification No.: P1994AP011100

Place: Hyderabad
Date: May 19, 2026

Annexure II

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORTING

(Business Responsibility and Sustainability Reporting (BRSR) is the practice of companies disclosing information about their environmental, social, and governance (ESG) performance. It goes beyond financial reporting to provide stakeholders with a comprehensive view of a company's non-financial impacts and contributions to sustainable development. BRSR covers topics such as environmental impact, social responsibility, and governance practices, aiming to promote transparency and accountability.)

SECTION A: GENERAL DISCLOSURES

1. Details of the listed entity

Sr. No.	Particulars	FY 2025-2026
1	Corporate Identity Number (CIN) of the Listed Entity	L85110TG2006PLC051845
2	Name of the Listed Entity	MedPlus Health Services Limited
3	Year of incorporation	30/11/2006
4	Registered office address	H. No: 11-6-56, Survey No: 257 & 258/1 Opp: IDPL Railway Siding Road, Moosapet, Kukatpally Hyderabad TG 500037 INRailway Siding Road, Moosapet, Kukatpally Hyderabad, TG 500037 IN
5	Corporate address	H. No: 11-6-56, Survey No: 257 & 258/1 Opp: IDPL Railway Siding Road, Moosapet, Kukatpally Hyderabad TG 500037 INRailway Siding Road, Moosapet, Kukatpally Hyderabad, TG 500037 IN
6	E-mail	cs@medplusindia.com
7	Telephone	040-62746274
8	Website	http://www.medplusindia.com/
9	Financial year for which reporting is being done	1st April 2025 to 31st March 2026
10	Name of the Stock Exchange(s) where shares are listed	BSE Limited & National Stock Exchange of India Ltd
11	Paid-up Capital	240.11 million
12	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Manoj Kumar Srivastava manoj.srivastava@medplusindia.com 040 -62746274
13	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together)	Standalone basis*
14	Name of assurance provider	NA
15	Type of assurance obtained	NA

*MedPlus Health Services Limited (MHSL' or 'MedPlus), being a retail pharmacy Company, has various retail outlets and other operations under Optival Health Solutions Private Limited (OHSPL or Optival). As ~ 90% of the operations are carried out through OHSPL, it has been included in the reporting boundary.

ii. Products/services

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

Sr. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Hospital and Medical Care	Pharmaceutical products, Medical and orthopedic goods	98.10%
2	Hospital and Medical Care	Diagnostic-imaging services	1.90%

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

Sr. No.	Product/Service	NIC Code	% of total Turnover Contributed
1	Retail Trade services: Pharmaceutical products, Medical and orthopedic goods	47721	98.10%
2	Other human health services: Diagnostic-imaging services	86905	1.90%

III. Operations

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

Location	Number of plants	Number of offices	Total
National	5	5709	5714
International	0	0	0

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	14
International (No. of Countries)	0
b. What is the contribution of exports as a percentage of the total turnover of the entity?	0
c. A brief on types of customers	

As one of India's largest retail pharmacy chains, MedPlus serves enduse consumers of pharmaceutical and fastmoving consumer goods (FMCG). Customers may reach us through our wide network of physical stores or via our omnichannel platform.

We offer a broad range of products, including:

- Pharmaceutical and wellness items- prescription medicines, overthecounter drugs, vitamins, medical devices, and diagnostic test kits.
- Fastmoving consumer goods (FMCG)-personal and home care products such as toiletries, baby care items, soaps, detergents, and sanitizers.

IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

Sr. No.	Particulars	Total (A)	Male No. (B)	Male % (B / A)	Female No. (C)	Female % (C / A)
EMPLOYEES						
1	Permanent (D)	**27,686**	18,893	68.24%	8,793	31.76%
2	Other than Permanent (E)	**NA**	NA	NA	NA	NA
3	**Total employees (D + E)**	**27,686**	18,893	68.24%	8,793	31.76%
WORKERS						
4	Permanent (F)	**NA**	NA	NA	NA	NA
5	Other than Permanent (G)	**NA**	NA	NA	NA	NA
6	**Total workers (F + G)**	**NA**	NA	NA	NA	NA

Note: The Company does not have other than permanent employees; therefore, they are not applicable for this reporting period.

b. Differently abled Employees and workers:

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

Note: The Company does not have any differently abled employees as of 2026, and no workers are associated with the company; therefore, not applicable.

21. Participation/Inclusion/Representation of women

Particular	Total (A)	No. and percentage of Females No. (B)	% (B / A)
Board of Directors	6	1	16.67%
Key Management Personnel	4	0	0%

Note: Total KMP includes the Managing Director and Whole-Time Director

Turnover rate for permanent employees and workers

Particular	FY 2025-26 (Turnover rate in current FY) Male	Female	Total	FY 2024-25 (Turnover rate in previous FY) Male	Female	Total	FY 2023-24 (Turnover rate in the year prior to the previous FY) Male	Female	Total
Permanent Employees	42.29%	42.95%	**42.50%**	40.56%	45.47%	**42.09%**	45.39%	45.98%	**45.69%**
Permanent Workers	NA	NA	**NA**	NA	NA	**NA**	NA	NA	**NA**

Note: The Company does not have permanent workers; therefore, disclosures related to workers are not applicable.

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

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

Sr. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business responsibility initiatives of the listed entity? (Yes/No)
1	Optival Health Solutions Private Limited (OHSPL)	Subsidiary Company	99.99%	Yes
2	Wynclark Pharmaceuticals Private Limited (WPPL)		100%	No
3	Nova Sud Pharmaceuticals Private Limited (NPPL)		100%	No
4	Sai Sridhar Pharma Private Limited (SSPPL)		100%	No
5	Venkata Krishna Enterprises Private Limited (VKEPL)		100%	No
6	Deccan Medisales Private Limited (DMPL)		100%	No
7	Shri Banashankari Pharma Private Limited (SBPPL)		100%	No
8	Sidson Pharma Distributors Private Limited (SPDPL)		100%	No
9	Kalyani Meditimes Private Limited (KMT)		88.04%	No
10	Clearancekart Private Limited		100%	No
11	MedPlus Insurance Brokers Private Limited (MIBPL)		100%	No

V. CSR Details

23. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No) Yes

a. Turnover (in Million)	8,713.32
b. Net worth (in Million)	13,161.13

Note: This represents Medplus's standalone turnover and net worth

VI. Transparency and Disclosures Compliances

24. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) *	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes	0	0	-	0	0	-
Investors (other than shareholders)	Yes	0	0	-	0	0	-
Shareholders	Yes	0	0	-	0	0	-
Employees and workers*	Yes	56	0	-	0	0	-
Customers	Yes	22,983	0	-	18,306	0	-
Value Chain Partners	Yes	0	0	-	0	0	-
Other (please specify)	Yes	0	0	-	0	0	-

* Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)

Stakeholder group from whom complaint is received	Web Link for Grievance Policy
Communities	MedPlus publishes its policies on the Company's website under the 'Investors' section, accessible through the Corporate Governance page: https://www.medplusindia.com/corporate.jsp. Additionally, several internal policies are available to employees through the Company's intranet
Investors (other than shareholders)	
Shareholders	
Employees and workers	
Customers	
Value Chain Partners	
Other (please specify)	

25. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Patient Health Outcomes	O	MedPlus, a leading pharmaceutical retailer, serves millions of customers across its nationwide locations. The Company promotes medication adherence, improving health outcomes and empowering patients to manage their wellbeing.	The Company ensures access to authentic medications through its extensive network and online presence, committed to making healthcare and products affordable	Positive
2	Corporate Governance	O	Operating with transparency and integrity enables the company to achieve its long-term financial and strategic goals. Evaluation focuses on key governance areas, including ownership and control, board compensation, accounting practices, business ethics, and tax transparency.	The Company's Board is independent, diverse, and experienced across various industries, including retail. It follows robust governance protocols, such as risk management, related party transactions, a whistleblower policy, and a dividend distribution policy, all of which are accessible on the Company's website.	Positive
3	Data Protection & Privacy	R	Protecting personal and health information is crucial for an omnichannel healthcare pharmaceutical retailer. As a pharma retailer, companies collect personal data from various sources, making it essential to prioritize the privacy and security of patient and customer information	The company safeguards its data from external threats by implementing strong firewalls and regularly inspecting its internal IT systems to prevent data loss sources, making it essential to prioritize the privacy and security of patient and customer information.	Negative
4	Access to affordable and quality healthcare	O	Improving healthcare access is crucial to addressing public health challenges. With a focus on affordability and employee safety, MedPlus, as one of the nation's largest retail chains, is well-positioned to enhance healthcare access and affordability.	The Company constantly strives to provide quality medicines at affordable prices to its customers by expanding its network and building efficiencies in supply chain.	Positive
5	Employee health, safety and wellbeing	O	MedPlus prioritizes the safety, health, and well-being of its employees. By focusing on workforce welfare, the company boosts morale and reduces onboarding costs.	The company is continuously striving to offer a safe workplace for all of its employees, and it has policies in place such as POSH, equal opportunity, disciplinary action, leave, whistleblower policy, etc.	Positive
6	Product Safety & Quality	R	Maintaining rigorous safety in both our products and pharmacy dispensing is essential to uphold the quality and reputation of our pharmaceutical and healthcare offerings. But dealing in retail medicine chain, there is a potential risk of any of the sold products do not consistently meet the highest safety standards.	The Company primarily sources its products from pharmaceutical manufacturers or authorized wholesalers, ensuring customers receive authentic medicines. Additionally, products sold under the Company's label are manufactured by reputable companies with strong quality control systems.	Negative

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
7	Responsible Marketing	R	Responsible marketing involves avoiding misleading claims and exaggerated promises, especially in an industry where many rely on over-the-counter medicines. There is a risk of damaging our reputation and losing customer trust if marketing practices are misleading or deceptive, especially with the company's widespread presence through multiple stores across the country.	The company maintains transparent communication with its consumers and adheres to all regulatory requirements. The company has a strong process in place to screen all marketing materials internally and continuously monitors consumer feedback.	Negative
8	Responsible and ethical supply chains	R	Retail pharmacies must ensure products are sourced through a licensed, lawful supply chain, with systems in place to secure uninterrupted medication dispensing. Sustainable supply chain practices help identify potential risks and sustainability concerns. Failing to do so could result in supply disruptions and regulatory non-compliance	The Company sources drugs directly from manufacturers or wholesalers, minimizing the risk of pilferage or counterfeiting. Through its pharmacy shops, it ensures secure dispensing and availability of medicines, supported by a reliable IT system	Negative
9	Waste management	R	MedPlus must manage hazardous waste, including expired medicines, and non-hazardous waste responsibly, following circular economy principles like reduction, reuse, and recycling. This helps minimize environmental impact and avoid fines for non-compliance with waste management regulations.	The Company ensures the safe disposal of hazardous materials through third-party specialists in waste disposal. It is also focused on reducing waste across the supply chain by encouraging employees to use reusable packaging, such as plastic crates, instead of cardboard boxes.	Negative
10	Community engagement and partnerships	O	By engaging with stakeholders and addressing needs like affordable prescription drugs, businesses foster strong relationships that reduce operational disruptions, mitigate regulatory risks, and maintain a solid social license to operate	The company is continually striving to improve its service to customers by giving numerous schemes that make medication more affordable without sacrificing quality.	Positive
11	Human Rights	R	Human rights encompass essential rights and freedoms that are universal and should be granted to all individuals. It is imperative that all colleagues and suppliers recognize this commitment and regularly evaluate their policies accordingly. Risk of non-compliance with human rights can lead to consequences, including legal actions, reputational damage, and loss of consumer trust	The Company believes in providing equal opportunities to everybody, regardless of all gender, caste, or physical limitations. The company maintains standards in place to ensure adherence during recruiting.	Negative
12	Energy use and climate impacts in Retail	R	With numerous retail pharmacies, distribution centers, and offices nationwide, MedPlus consumes significant energy, primarily for lighting and refrigeration. Many of these locations operate continuously, increasing energy demand, much of which comes from non-renewable sources, contributing to emissions and climate change	The company produces energy-efficient electrical equipment and has begun to replace all lighting with energy-efficient LED lights. The Company is always monitoring and looking for ways to reduce energy use across its network.	Negative

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Sr. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
	Policy and management processes									
1. a	Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No/NA)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b	Has the policy been approved by the Board? (Yes/No/NA)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c	Web Link of the Policies, if available	https://www.medplusindia.com/corporate.jsp								
2	Whether the entity has translated the policy into procedures. (Yes / No/ NA)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3	Do the enlisted policies extend to your value chain partners? (Yes/No/NA)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4	Name of the national and international codes/ certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	NA	NA	NA	NA	NA	NA	NA	NA	NA
5	Specific commitments, goals and targets set by the entity with defined timelines, if any.	**P1:** We commit to ethical conduct, full transparency in our operations, and accountability in line with our policies. **P2:** We are implementing several initiatives and will soon carry out a comprehensive study to define specific targets. **P3:** We are committed to continuously providing health and safety benefits to our employees and workers. **P4:** We are rolling out various initiatives and will commission a detailed study to help set clear, measurable goals. **P5:** We commit to preventing discrimination and upholding our anti-discrimination policies. **P6:** We are pursuing multiple initiatives and will conduct a thorough study to establish quantifiable objectives. **P7:** We commit to ensuring our activities comply with the standards in our Code of Conduct. **P8:** We will direct our CSR resources toward projects that support societal development. **P9:** We will continue to maintain a customer-centric approach.								
6	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	No	No	No	No	No	No	No	No	No

Governance, leadership and oversight

7. **Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)**

Dear Stakeholders,

At MedPlus, our purpose goes beyond just delivering medicines- we strive to operate as a responsible, inclusive, and sustainable organisation. Our Environmental, Social, and Governance (ESG) commitments steer us in creating lasting value for our stakeholders. We recognise the sustainability challenges inherent to our sector, especially concerning energy use, emissions, and waste. Yet, we see these as opportunities to innovate, lead, and spark positive change- not only within our operations but throughout the entire ecosystem.

We have rolled out several initiatives to shrink our environmental impact. These include switching to energy-efficient LED lighting, exploring solar panel installations at warehouses where feasible, and refining air conditioning usage to achieve energy savings. Our waste management approach has also advanced- we now have systems for proper waste segregation and recycling in place. In retail stores, we're replacing plastic bags with compostable bags, while warehouse operations use recyclable plastic bags, reusable plastic crates, and biodegradable covers. We've also restructured our supply chain to be more localised and efficient, helping reduce transportation distances, fuel consumption, and emissions.

Beyond environmental actions, we've fortified our Environmental, Health, and Safety (EHS) protocols to guarantee a safe and supportive work environment. We've begun measuring our emissions and pinpointing key ESG issues through stakeholder engagement. Our dedication to our people and communities remains unwavering, and we continue to prioritise health, safety, and ethical practices across all operations.

Moving forward, we aim to strengthen our omnichannel presence, expand private-label offerings, and automate backend processes- all in line with our sustainability objectives. While we're proud of our achievements, we acknowledge that sustainability is an ongoing journey.

We remain committed to raising standards, embracing innovation, and driving responsible growth. Thank you for your trust and continued support as we work together to build a healthier, more sustainable future.

Best Regards,
Gangadi Madhukar Reddy
Managing Director and Chief Executive Officer
MedPlus Health Services Limited

8. **Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).**

Cherukupalli Bhaskar Reddy
Whole-Time Director and Chief Operating Officer

9. **Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No/ NA).** **Yes**

If Yes, please provide details

Gangadi Madhukar Reddy
Managing Director and Chief Executive Officer

10. Details of Review of NGRBCs by the Company

	Subject for Review	Indicate whether review was undertaken by Director/Committee of the Board/Any other Committee								
		P1	P2	P3	P4	P5	P6	P7	P8	P9
a.	Performance against above policies and follow up action	Committee of the Board								
b.	Compliance with statutory requirements of relevance to the principles and rectification of any non-compliances	Committee of the Board								
	Subject for Review	**Frequency (Annually / Half yearly /Quarterly/ Any other-please specify)**								
		P1	P2	P3	P4	P5	P6	P7	P8	P9
a.	Performance against above policies and follow up action	Annually								
b.	Compliance with statutory requirements of relevance to the principles and rectification of any non-compliances	Quarterly								
11	Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No).	No. The Company has not engaged any external agency for an independent assessment or evaluation of the effectiveness of its Business Responsibility and Sustainability policies during the reporting period. However, the effectiveness and implementation of such policies are periodically reviewed through internal assessment mechanisms, including management reviews, internal audits, compliance monitoring, and oversight by the Board and its Committees. The Company has completed an internal assessment of its Business Responsibility policies and continues to strengthen its governance framework through periodic reviews and updates to ensure alignment with applicable regulatory requirements and evolving sustainability practices								
	If yes, provide name of the agency.	Internal audits are conducted regularly, and no external agency is involved as of 2026								

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

	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	NA								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	NA								
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	NA								
It is planned to be done in the next financial year (Yes/No)	NA								
Any other reason (please specify)	NA								

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

PRINCIPLE 1 Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

(This principle focuses on the importance of ethical conduct and transparency in business operations. Companies should follow ethical business practices and adhere to high standards of integrity. They should also be transparent about their activities, operations, and financial reporting, as well as be accountable for their actions)

Essential Indicators

1. **Percentage coverage by training and awareness programmes on any of the principles during the financial year:**

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	3	SEBI, LODR, Labour law reforms, Cyber security	100%
Key Managerial Personnel	3	SEBI, LODR, Labour law reforms, Cyber security	100%
Employees other than BOD and KMPs**	684	• Process Training and Content Updates • Box Mapping – Point of Sale • Hub Web Order process - Store pickup • Hub process & web order dashboard • Hub Order Process • Mart Operation/Web Order • MedPlus Advantage - Pharma Plan • Offline Web Order/Web Order Dashboard • Home Delivery Shipment Update Process • Soft Skills & Internal Job Trainings • Trainer Certification Workshops • Train the Trainer & Training Conference	47.40%
Workers*	NA	NA	NA

**Note: This year 47.40% of employees were trained, and the rest 52.60% were trained last year. This covers all new joinees and refresher courses for existing employees. Hence, 100% of employees were trained.

*MedPlus doesn't have any workers; therefore, they are not applicable for this reporting period

2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format**

Monetary					
Particular	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In ₹) (For Monetary Cases only)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	Nil	Nil	Nil	Nil	Nil
Settlement	Nil	Nil	Nil	Nil	Nil
Compounding fee	Nil	Nil	Nil	Nil	Nil

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

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.**

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
Not applicable since no appeal/revision was made in this reporting period	

4. **Does the entity have anti-corruption or anti-bribery policy? (Yes/ No)** Yes

If Yes, provide details in brief

The Board of Directors has approved the Company's Business Responsibility (BR) Policy, which incorporates the AntiCorruption and AntiBribery Policy. This policy explicitly forbids all abusive, corrupt, and anticompetitive practices. You can access a copy of the BR Policy at-

If Yes, Provide a web link to the policy, if available -Web link anti-corruption or anti bribery policy is place
https://www.medplusindia.com/uploads/content/Business_Responsibility_Policy.pdf

5. **Number of Directors/ KMPs/ employees/ workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:**

Particular	FY 2025-26	FY 2024-25
Directors	0	0
KMPs	0	0
Employees	0	0
Workers	0	0

6. **Details of complaints with regard to conflict of interest:**

Case Details	FY 2025-26		FY 2024-25	
	Number	Remark	Number	Remark
Number of complaints received in relation to issues of Conflict of Interest of the Directors	0	-	0	-
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0	-	0	-

7. **Provide details of any corrective action taken or underway on issues related to fines / penalties /action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.**

No cases of corruption and conflicts of interest reported; hence, no corrective actions were taken for any issue related to fines/ penalties by any regulatory authority

8. **Number of days of accounts payables in the following format:**

Particular	FY 2025-26	FY 2024-25
Number of days of accounts payables	27	34

9. **Open-ness of business**

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2025-26	FY 2024-25
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	0%	0%
	b. Number of trading houses where purchases are made from	0%	0%
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	0%	0%
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	0%	0%
	b. Number of dealers / distributors to whom sales are made	0%	0%
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	0%	0%

Parameter	Metrics		FY 2025-26	FY 2024-25
Share of RPTs in	a.	Purchases (Purchases with related parties / Total Purchases)	19.01%	21.84%
	b.	Sales (Sales to related parties / Total Sales)	0%	0%
	c.	Loans & advances (Loans & advances given to related parties / Total loans & advances)	0%	0%
	d.	Investments	100%	100%

Leadership Indicators

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

Total number of awareness programmes held	Topics/principles covered under the training	Percentage of value chain partners covered (by value of business done with such partners) under the awareness programmes
No awareness programmes were conducted for value chain partners for this financial year		

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

If Yes, provide details of the same.

The Company has established a robust framework to identify, prevent, and manage conflicts of interest involving members of the Board of Directors. The Directors are required to disclose their interests and concerns in entities, contracts, arrangements, and related party transactions at the time of appointment and periodically thereafter, in accordance with the provisions of the Companies Act, 2013 and applicable SEBI Regulations.

The Company has adopted a Code of Conduct for Directors and Senior Management, a Related Party Transactions Policy, and other governance mechanisms that require Directors to abstain from participating in discussions and voting on matters where they have a direct or indirect interest. All related party transactions are reviewed by the Audit Committee and approved by the Board and/or shareholders, wherever applicable.

The Company periodically reviews disclosures received from Directors and maintains appropriate records to ensure transparency, accountability, and compliance with applicable laws and governance standards.

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

(This principle highlights the importance of sustainable and safe production practices. Companies should strive to minimize the environmental impact of their activities and ensure that their products and services are safe for consumers and the environment.)

Essential Indicator

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of products and processes to total R&D and capex investments made by the entity, respectively.**

Sr. No.	Particular	FY 2025-26	FY 2024-25	Details of improvements in environmental and social impacts
1	R&D	0	0	-
2	Capex	0	0	-

2 a. **Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

Yes

MedPlus produces and warehouses pharmaceutical and fastmoving consumer goods (FMCG) from vendors for distribution via retail and online channels.

b. **If yes, what percentage of inputs were sourced sustainably?**

We adhere to all applicable laws to ensure product safety and sustainability and continually look for ways to improve product lifecycle outcomes. Although formal sustainable sourcing practices are not yet in place, we actively work to reduce waste during procurement based on available supply from the pharmaceutical and FMCG sectors.

Our procurement emphasizes bulk purchases in original vendor packaging to avoid additional materials. We also maintain an optimized endtoend supply chain to conserve fuel and other resources.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for**

(a)	**Plastics (including packaging)**	This is not material to MedPlus's operations. All plastic waste is recycled through thirdparty service providers.
(b)	**E-waste**	This is not material to MedPlus's operations. All e-waste is recycled through thirdparty agencies in accordance with ewaste management and handling requirements.
(c)	**Hazardous waste**	The Company takes necessary measures to collect and manage waste, engaging authorized firms for recycling. These authorized firms comply with applicable laws and regulations.
(d)	**other waste**	Other non- hazardous wastes are sent to thirdparty providers for recycling.

4. a **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No) No**

b **If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards?**

Not Applicable

c **If not, provide steps taken to address the same**

Not Applicable

Leadership Indicators

1. **Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? (Yes/No)** No

If yes, provide details in the following format?

NIC Code	Name of Product / Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	If yes, provide the web-link.
The company has not conducted any LCA for any of its services during this reporting period.						

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products/services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

Sr. No.	Name of Product/Service	Description of the risk/concern	Action Taken
Not Applicable since no LCA has been conducted for any services of the company during this reporting period			

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

Sr. No.	Indicate input material	Recycled or re-used input material to total material (In % to Total Material considering the Value)	
		FY 2025-26	FY 2024-25
At MedPlus, we reuse and recycle the waste generated during the processes through authorized sources			

4. **Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:**

Sr. No.	Particular	FY 2025-2026			FY 2024-2025		
		Re-Used (In MT)	Recycled (In MT)	Safely Disposed (In MT)	Re-Used (In MT)	Recycled (In MT)	Safely Disposed (In MT)
1	**Plastics (including packaging)**	The Company takes necessary measures to collect and manage different hazardous and non-hazardous waste by engaging authorized recyclers.					
2	**E waste**						
3	**Hazardous waste**	These authorized firms comply with applicable laws and regulations.					
4	**Other waste**						

5. **Reclaimed products and their packaging materials (as percentage of products sold) for each product category.**

Sr. No.	Indicate product category	Reclaimed products and their packaging materials (as % of total products sold in respective category)
No reclaimed products and their packaging materials were incurred by the company in this reporting period		

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

(This principle emphasizes the importance of employee well-being. Companies should provide safe and healthy working conditions, fair wages, and opportunities for career development to all employees in their value chains, including suppliers, contractors, and temporary workers.)

Essential Indicators

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

Category	Total (A)	% of employees covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	**18,893**	3,062	16.21%	18,893	100%	0	0%	0	0%	5,252	27.80%
Female	**8,793**	838	9.53%	8,793	100%	8,793	100%	0	0%	2764	31.43%
Total	**27,686**	3,900	14.09%	27,686	100%	8,793	100%	0	0%	8,016	28.95%
Other than permanent employees											
Male	NA										
Female											
Total											

Note: The Company does not have other than permanent employees; therefore, they are not applicable for this reporting period.

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

Category	Total (A)	% of workers covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent workers											
Male	NA										
Female											
Total											
Other than permanent workers											
Male	NA										
Female											
Total											

Note: The Company does not have any workers; therefore, they are not applicable for this reporting period.

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

Particular	FY 2025-26	FY 2024-25
Cost incurred on well-being measures as a % of total revenue of the company	0.09%	0.06%

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

Benefits	FY 2025-26			FY 2024-25		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	NA	Yes	100%	NA	Yes
Gratuity	100%	NA	Yes	100%	NA	Yes
ESI	85.91%*	NA	Yes	89.72%**	NA	Yes
Others – please specify	-	-	-	-	-	-

*23,786 employees are covered under ESI in a total of 27,686 employees.

**22,436 employees are covered under ESI in a total of 25,007 employees

3. **Accessibility of workplaces**

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? Yes

If not, whether any steps are being taken by the entity in this regard.

We ensure that our office is accessible to individuals with disabilities, and we strive to enhance the infrastructure continuously to remove accessibility barriers

4. **Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016?** Yes

If so, provide a web-link to the policy.

We state our commitment to equal opportunity in the Employee Code of Conduct, which forbids all forms of unlawful discrimination and harassment.

This covers, among other things, derogatory remarks related to race or ethnicity and unwelcome sexual advances. Employees can access the Code of Conduct- https://www.medplusindia.com/corporate.jsp

5. **Return to work and Retention rates of permanent employees and workers that took parental leave.**

Gender	Permanent Employees		Permanent Workers	
	Return to work rate	Retention Rate	Return to work rate	Retention Rate
Male	0%	0%	NA	NA
Female	58.89%	86.36%	NA	NA
Total	58.89%	86.36%	NA	NA

6. **Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.**

Category	Yes/No	If Yes, then give details of the mechanism in brief
Permanent Workers	NA	The company does not have any permanent workers
Other than Permanent Workers	NA	The company does not have other than permanent workers
Permanent Employees	Yes	MedPlus has set up a Grievance Mechanism that is open and accessible to all internal stakeholders. This mechanism is outlined in the Code of Business Conduct, which is hosted on the Company's intranet and can also be accessed publicly through the corporate website: https://www.medplusindia.com/corporate.jsp. In case of any unethical incident, employees are encouraged to report it to their immediate supervisor or reporting manager. For issues related to organisational matters, performance, or appraisals, employees should reach out to the Company's Human Resource Department. If a complaint falls within the scope of the Whistle Blower Policy, employees are advised to escalate it directly to the Audit Committee. The Whistle Blower Policy is also available at: https://www.medplusindia.com/corporate.jsp.

Category	Yes/No	If Yes, then give details of the mechanism in brief
Other than Permanent Employees	NA	The company does not have any other than permanent employees

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

Category	FY 2025-26			FY 2024-25		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees / workers in respective category (C.)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total Permanent employees	27,686	0	0%	25,007	0	0%
Male	18,893	0	0%	16,864	0	0%
Female	8,793	0	0%	8,143	0	0%
Total Permanent Workers	NA	NA	NA	NA	NA	NA
Male	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA

Note: The Company does not have any workers; therefore, they are not applicable for this reporting period.

8. Details of training given to employees and workers:

Category	FY 2025-26					FY 2024-25				
	Total (A)	On Health and Safety Measures		On Skill Upgradation		Total (D)	On Health and Safety Measures		On Skill Upgradation	
		Number (B)	% (B / A)	Number (C)	% (C / A)		Number (E)	% (E / D)	Number (F)	% (C / D)
Employees										
Male	18,893	6,060	32.08%	4,444	23.52%	16,864	6,927	41.08%	9,669	57.34%
Female	8,793	2,303	26.19%	6,213	70.66%	8,143	3,572	43.87%	4,665	57.29%
Total	**27,686**	**8,363**	**30.21%**	**10,657**	**38.49%**	**25,007**	**10,499**	**41.98%**	**14,334**	**57.32%**
Workers										
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Total	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**

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

Category	FY 2025-26			FY 2024-25		
	Total (A)	No. (B)	% (B / A)	Total (D)	No. (E)	% (E / D)
Employees						
Male	18,893	6,060	32.08%	16,864	16,864	100%
Female	8,793	2,303	26.19%	8,143	8,143	100%
Total	**27,686**	**8,363**	**30.21%**	**25,007**	**25,007**	**100%**
Workers						
Male	**NA**	NA	NA	NA	NA	NA
Female	**NA**	NA	NA	NA	NA	NA
Total	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**

Note - Disclosure is provided for permanent employees only as workers are not associated with MedPlus. "The employees who have completed at least six months on rolls as on 31 March are eligible for the performance review, the objective being to assess the overall performance/KRA achievements, provide feedback and identify training needs.

10. Health and safety management system

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No)

Yes

If Yes, the Coverage such systems?

MedPlus has employee's health related policy which covers the following aspects:

1. Precautions for Health, Safety & Fire hazards
2. Fire safety & evacuation guidelines.
3. Health Insurance & Accident Policy.
4. First Aid and Emergency Procedures.
5. Needle stick Injury Protocol.
6. Universal Basic Precautions & HIV infections.

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

MedPlus is committed to upholding robust Environmental, Health, and Safety (EHS) standards across our operations and value chain. Our EHS practices are fully aligned with applicable local regulations and guided by strong ethical corporate principles.

We have made substantial investments to protect the health, safety, and well-being of our employees and all associated personnel; to prevent slips, trips, and falls we use "wet floor" signs as required and mandate clear and clutter-free walkways and evacuation routes, we provide mechanical aids like pallet jacks rolling cars, electric carts to move material and prevent manual handling; all over stores are equipped with security camera to provide a safe work place for all our employees; all the electrical installations at our stores are subjected to periodic inspection for any faulty wiring and eliminate fire hazard.

As we move forward, we remain dedicated to continuously enhancing our EHS frameworks to foster a safe and sustainable working

c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks? (Yes/ No) Yes*

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

*Employees can report through the shopfloor supervisors, and no workers are associated with the company

**MedPlus provides Mediclaim coverage for their employees.

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

Safety Incident/Number	Category*	FY 2025-26	FY 2024-25
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	NA	NA
Total recordable work-related injuries	Employees	0	0
	Workers	NA	NA
No. of fatalities	Employees	0	0
	Workers	NA	NA
High-consequence work-related injury or ill health (excluding fatalities)	Employees	0	0
	Workers	NA	NA

*Including in the contract workforce

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

MedPlus strongly prioritizes the health, safety, and wellbeing of its employees. We are committed to providing a safe work environment for all staff, irrespective of role or location. Comprehensive health and safety protocols apply across our stores, warehouses, diagnostic centers, collection centers, and other business units, and these are governed by our documented policies and procedures.

If an employee does not receive full information about these standards during induction, their immediate manager ensures they are properly briefed. We continue to enhance our health and safety performance by implementing proactive and effective measures.

13. Number of Complaints on the following made by employees and workers:

Particulars	FY 2025-26			FY 2024-25		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	-	0	0	-
Health & Safety	0	0	-	0	0	-

14. Assessment for the year:

Particulars	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%
Working Conditions	100%

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/ concerns arising from assessments of health & safety practices and working conditions.

Not Applicable since no safety- related incidents or any significant risks were reported this year arising from health & safety conditions

Leadership Indicators

1. **Does the entity extend any life insurance or any compensatory package in the event of death of**

(A) Employees (Y/N)	Yes*
(B) Workers (Y/N)	NA

*Note: The accidental policy for employees also covers life insurance in the event of death of the employee.

2. **Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

All the measures are in place to ensure the statutory dues are deducted and deposited in a timely manner by the value chain partners

3. **Provide the number of employees/workers having suffered high consequence work- related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been/ are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

Particular	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2025-26	FY 2024-25	FY 2025-26	FY 2024-25
Employees	0	**0**	0	0
Workers	0	**0**	0	0

4. **Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No/ NA)** No

5. **Details on assessment of value chain partners:**

Particulars	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	0%
Working Conditions	0%

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

Not Applicable since no significant risks were reported from health & safety assessments of value chain partners

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

(This principle highlights the importance of stakeholder engagement. Companies should consider the interests and perspectives of all stakeholders, including shareholders, employees, customers, suppliers, and the communities in which they operate. They should also be responsive to stakeholder concerns and feedback.)

Essential Indicators

1. **Describe the processes for identifying key stakeholder groups of the entity.**

Stakeholders are individuals, groups, or institutions that influence or are affected by our business activities. At MedPlus, we identify and prioritize stakeholders according to their interest, impact, and influence on our operations. Responding to their needs, expectations, and aspirations is vital to our longterm success.

To facilitate this, we have implemented a structured stakeholder engagement strategy that guarantees open, consistent, and meaningful communication with our principal stakeholder groups.

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

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website, Other- Please Specify)	Frequency of engagement (Annually, Half-yearly, Quarterly, others- Please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Patients and Customers	No	Retail Pharmacy interactions social media Print and Electronic Media	Regular	- Valuable insight to foster trust - Focus on healthcare and service needs. - Front-of-store products. - Payment options input on partnerships to healthcare accessibility and product transparency.
Employees	No	Full range of communications channels, both digital and in-person - Human Resources Management System - Performance Reviews and Development Programs - WhatsApp Groups - Website and Public reports POS pop-up - Regular emails - Workplace surveys - Corporate communications - Meetings - Bulletin Board / Notice Board Communication	Regular	- Improving health and well-being of employees - Training and upskilling - Modification of benefit offerings - Financial and mental health support - Express insights to management - Compensation practices
Suppliers	No	- Training/events - Business Review and communication materials	Regular Assessment, policies and communication	- Responsible sourcing - Plastics and waste management - Operating as a responsible consumer - Respect and maintain human rights - Prioritize operational sustainability - Ensure Product safety

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website, Other- Please Specify)	Frequency of engagement (Annually, Half-yearly, Quarterly, others- Please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Channel Partners	No	Site/ Market Visits Meetings	Periodic	- To improve availability of medications across regions - To establish robust collaboration to ensure continuous provision of essential medication - To raise awareness of initiatives - To collaborate with creditworthy partners. - To respond to inquiries or feedback from channel partner
Government and Associations/ Regulators	No	Engagement with Industry Associations / subcommittees Meetings	Need based	- To actively participate an advocate on diverse regulatory and policy matters - To enhance the healthcare ecosystem through policy interventions - Access to affordable and quality healthcare
Shareholder & Investors	No	- Frequent dialogue - Shareholders Meeting - Quarterly Earnings Calls - Websites - Email - Stock Exchange and other communication - Annual Report	Annual /Event-based and quarterly	- Understanding shareholders' expectations, soliciting inputs and communicating their perspective to the management - Conveying the Company's financial results, and comprehensive strategic direction.
Communities	No	- Website - CSR Initiative	Periodic	- Evaluating social issues and development needs faced by the local communities. - Community welfare

Leadership Indicators

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

   The Company maintains a structured stakeholder engagement framework to ensure effective consultation on economic, environmental, and social matters. We duly conduct the materiality assessment for MedPlus.

   We actively solicit ESG input through forums such as the Annual General Meeting and other engagement channels, and consolidate feedback from internal and external stakeholders into periodic materiality assessments.

2. **Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes/No).** Yes

   If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

   MedPlus Health Services conducted a comprehensive materiality assessment involving all stakeholder groups—including customers, employees, investors, suppliers, regulators, and communities—to identify environment, social, and governance (ESG) topics that are most significant to both the company and its stakeholders. This structured assessment process enabled MedPlus to prioritize material ESG issues such as climate action and energy efficiency, waste and water management, data privacy and patient confidentiality, employee health and safety, access to affordable healthcare, and ethical governance practices.

   MedPlus will continue to monitor progress against defined ESG targets and report transparently through our Business Responsibility and Sustainability Report, ensuring accountability and continuous improvement in our sustainability journey.

3. **Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

   MedPlus is committed to responsible business practices and addresses concerns related to safe handling and storage practices. Through our Corporate Social Responsibility (CSR) initiatives, we actively engage with various vulnerable and marginalized groups to better understand their needs and deliver meaningful, community-focused support programs.

PRINCIPLE 5 Businesses should respect and promote human rights.

(This principle focuses on the importance of human rights. Companies should respect and promote human rights, including the rights to freedom of expression, association, and privacy. They should also prevent and address human rights violations in their operations and value chains.)

Essential Indicators

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

Benefits	FY 2025-26			FY 2024-25		
	Total (A)	No. of employees/ workers covered (B)	% (B / A)	Total (C)	No. of employees/ workers covered (D)	% (D / C)
Employees						
Permanent	27,686	27,686	100%	25,007	25,007	100%
Other than permanent	NA	NA	NA	NA	NA	NA
Total Employees	**27,686**	**27,686**	**100%**	**25,007**	**25,007**	**100%**
Workers						
Permanent	NA	NA	NA	NA	NA	NA
Other than permanent	NA	NA	NA	NA	NA	NA
Total Workers	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**

2. **Details of minimum wages paid to employees and workers**

Category	FY 2025-26					FY 2024-25				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B /A)	No. (C)	% (C /A)		No. (E)	% (E /D)	No. (F)	% (F /D)
Employees										
Permanent										
Male	18,893	0	0%	18,893	100%	16,864	0	0%	16,864	100%
Female	8,793	0	0%	8,793	100%	8,143	0	0%	8,143	100%
Total	**27,686**	**0**	**0%**	**27,686**	**100%**	**25,007**	**0**	**0%**	**25,007**	**100%**
Other than Permanent										
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Total	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**

Category	FY 2025-26					FY 2024-25				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B /A)	No. (C)	% (C /A)		No. (E)	% (E /D)	No. (F)	% (F /D)
Workers										
Permanent										
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Total	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**
Other than Permanent										
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Total	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**

Note: The Company does not have any other than permanent employees and workers; therefore, they are not applicable for this reporting period.

3. **Details of remuneration/salary/wages**

a. **Median remuneration / wages:**

Particular	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BOD)*	5	10,50,000	1	10,00,000
Key Managerial Personnel	4	73,02,562	0	NA
Employees other than BOD and KMP	18,889	2,08,536	8,793	2,03,568
Workers	NA	NA	NA	NA

Note: *Board of Directors (BoD) and KMP includes Directors and KMP of MedPlus only. *Includes 1 Executive Director (ED) and 5 Non-Executive Director (NED)/Sitting fees paid to NED has been annualized for the purpose of median remuneration #KMP includes 1 ED included in BOD ** Employees other than BoD and KMP includes MedPlus and Optival Note: All Median salaries mentioned above are on annual basis

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

Particulars	FY 2025-26	FY 2024-25
Gross wages paid to females as % of total wages	28.25%	29.50%

4. **Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business?** Yes

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

MedPlus's Code of Conduct explicitly recognises human rights and reflects our commitment to a workplace that values health, wellbeing, and inclusivity. We are committed to maintaining an environment free from discrimination, gender bias, and sexual harassment. We aim to sustain a safe and respectful workplace where civility, dignity, and equal treatment are afforded to everyone- regardless of gender, race, caste, creed, religion, origin, sexual orientation, disability, economic status, or position within the organisation.

To reinforce this commitment, we have a Whistleblower Policy and a Prevention and Resolution of Sexual Harassment at the Workplace Policy that enable stakeholders to report misconduct or violations involving either the complainant or the alleged respondent. An Internal Complaints Committee (ICC) has been established to ensure harassmentrelated grievances are investigated and resolved impartially and promptly. Appropriate corrective measures are implemented based on the outcome of each case.

6. **Number of Complaints on the following made by employees and workers:**

Particulars	FY 2025-26			FY 2024-25		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	0	0	-	0	0	-
Discrimination at workplace	0	0	-	0	0	-
Child Labour	0	0	-	0	0	-
Forced Labour / Involuntary Labour	0	0	-	0	0	-
Wages	0	0	-	0	0	-
Other human rights related issues	0	0	-	0	0	-

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

Particulars	FY 2025-26	FY 2024-25
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	0	0
Complaints on POSH as a % of female employees / workers	0	0
Complaints on POSH upheld	0	0

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

MedPlus has established an Internal Complaints Committee (ICC) to address and resolve workplace sexual harassment concerns. The committee includes a mix of internal and external members with appropriate expertise and experience. Transparent procedures are followed to manage cases in line with legal requirements and internal policies.

Our Code of Conduct underpins a workplace culture that is productive, positive, inclusive, and free from harassment or discrimination. MedPlus maintains a zerotolerance stance toward any form of bias or prejudice, and all reported incidents are investigated thoroughly and impartially to ensure fair resolution and accountability.

9. **Do human rights requirements form part of your business agreements and contracts? (Yes/No/NA)** Yes

10. **Assessments for the year:**

Name of the Assessment	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others – please specify	100%

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

The Company remains firmly committed to preventing child labour, forced labour, involuntary labour, and related human rights concerns by implementing stringent controls and compliance measures to ensure ethical labour practices across its operations.

Leadership Indicators

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

The company has not received any grievances or complaints related to human rights during this reporting period.

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

No Human Rights due diligence was conducted during this financial year.

3. **Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016? (Yes/No)** Yes

4. **Details on assessment of value chain partners:**

Name of the Assessment	% of value chain partners (by value of business done with such partners) that were assessed
Sexual harassment	0%
Discrimination at workplace	0%
Child Labour	0%
Forced Labour/Involuntary Labour	0%
Wages	0%
Others – please specify	0%

5. **Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 4 above.**

Not Applicable since no significant risks or concerns were identified during assessments for this reporting period.

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment.

(This principle emphasizes the importance of environmental stewardship. Companies should minimize their impact on the environment, conserve natural resources, and promote environmental sustainability. They should also take steps to restore and rehabilitate degraded ecosystems.)

Essential Indicators

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

Parameter	FY 2025-26 (in Giga Joules)	FY 2024-25 (in Giga Joules)
From renewable sources		
Total electricity consumption (A)	0	0
Total fuel consumption (B)	0	0
Energy consumption through other sources (C.)	0	0
Total energy consumed from renewable sources (A+B+C)	0	0
From non-renewable sources		
Total electricity consumption (D)	1,90,127.01	1,83,889.56
Total fuel consumption (E)	7,767.35	5,042.72
Energy consumption through other sources (F)	0	0
Total energy consumed from non-renewable sources (D+E+F)	1,97,694.36	1,88,932.28
Total energy consumed (A+B+C+D+E+F)	**1,97,694.36**	**1,88,932.28**
Energy intensity per rupee of turnover [Total energy consumed (in GJ) / Revenue from operations (in rupees in millions)]	2.59	2.80
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) [Total energy consumed (in GJ)/ Revenue from operations in rupees in millions adjusted for PPP]	52.81	57.99
Energy intensity in terms of physical output [Total energy consumed (in GJ) / <mention the physical output details>]*	NA	NA
Energy intensity (optional) – [Total energy consumed (in GJ) / Total Area (in sqft)]	1.47	1.55
Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency?		No
If yes, name of the external agency.	NA	

*Note: MedPlus doesn't produce any physical products; therefore, intensity in terms of physical output is not applicable.

The revenue from operations has been adjusted for Purchasing Power Parity (PPP) using the latest PPP conversion factor published by the International Monetary Fund (IMF) for India for the year 2025-2026, which is 20.34.

2. **Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Yes/No)** No

If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Not Applicable

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

Parameter	FY 2025-26	FY 2024-25
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Groundwater	0	0
(iii) Third party water	5,385.49	5,710.16
(iv) Seawater / desalinated water	0	0
(v) Others – <Rainwater>	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	5,385.49	5,710.16
Total volume of water consumption (in kilolitres)	**5,385.49**	**5,710.16**
Water intensity per rupee of turnover [Total water consumption (in KL) / Revenue from operations (in rupees in millions)]	0.07	0.085
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) [Total water consumption (in KL) / Revenue from operations in rupees in millions, adjusted for PPP]	1.44	1.75
Water intensity in terms of physical output [Total water consumption (in KL) / <mention the physical output details>]	NA	NA
Water intensity (optional) – [Total water consumption (in KL) / Total Area (in sqft)]	0.04	0.047
Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes/No)		No
If yes, name of the external agency.	NA	

Parameter Water discharge by destination and level of treatment (in kilolitres)	FY 2025-26	FY 2024-25
(i) To Surface water	0	0
No treatment	0	0
With treatment – please specify level of treatment	0	0
(ii) To Groundwater	0	0
No treatment	0	0
With treatment – please specify level of treatment	0	0
(iii) To Seawater	0	0
No treatment	0	0
With treatment – please specify level of treatment	0	0
(iv) Sent to third parties	5,385.49	5,710.16
No treatment	5,385.49	5,710.16
With treatment – please specify level of treatment	0	0
(v) Others	0	0
No treatment	0	0
With treatment – please specify level of treatment	0	0
Total water discharged (in kilolitres)	**5,385.49**	**5,710.16**
Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)		No
If yes, name of the external agency.	NA	

5. Has the entity implemented a mechanism for Zero Liquid Discharge? No

If yes, provide details of its coverage and implementation.

Not Applicable

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

Parameter	Please specify unit	FY 2025-26	FY 2024-25
NOx	-	0	0
SOx	-	0	0
Particulate matter (PM)	-	0	0
Persistent organic pollutants (POP)	-	0	0
Volatile organic compounds (VOC)	-	0	0
Hazardous air pollutants (HAP)	-	0	0
Others – please specify	-	0	0
Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)			No
If yes, name of the external agency.		NA	

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY 2025-26	FY 2024-25
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	1,340.30	1,531.67
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	37,497.27	37,135.47
Total Scope 1 and Scope 2 emissions per rupee of turnover [Total Scope 1 and Scope 2 GHG emissions (in MTCO2e) / Revenue from operations (in rupees in millions)]	MTCO2e/ Revenue from operations (in rupees in millions)	0.51	0.57
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) [Total Scope 1 and Scope 2 GHG emissions (in MTCO2e) / Revenue from operations in rupees in millions adjusted for PPP]	MTCO2e/ Revenue from operations (in rupees in millions for PPP)	10.37	11.87
Total Scope 1 and Scope 2 emission intensity in terms of physical output [Total Scope 1 and Scope 2 GHG emissions (in MTCO2e) /<mention the physical output details>]		NA	NA
Total Scope 1 and Scope 2 emission intensity (optional) [Total Scope 1 and Scope 2 emission (in MTCO2e)/ Total Area (in sqft)]	MTCO2e/Total Area (in sqft)	0.29	0.32
Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)			No
If yes, name of the external agency.		NA	

Note: Source of emission factors used - EPA's GHG Emission Factors Hub, CEA's CDM - CO2 Baseline Database User Guide Version 21 has been used for the purpose of GHG Emissions calculations.

8. Does the entity have any project related to reducing Greenhouse Gas emission? (Yes/ No) Yes

If Yes, then provide details.

MedPlus is committed to enhancing energy efficiency, cutting waste, and lowering fuel consumption across our retail network. Our carbon footprint reduction initiatives include:

- Replacing conventional lighting with energyefficient LED fixtures.
- Managing airconditioning systems to ensure they are switched off in unoccupied areas.
- Phasing out singleuse plastic bags by promoting reusable cloth bags in our stores and using recyclable plastic bags and biodegradable covers in warehouses.
- Sourcing products from authorised local FMCG and pharmaceutical suppliers.
- Streamlining the supply chain from central warehouses to retail outlets to reduce fuel use and resource wastage.

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2025-26	FY 2024-25
Total Waste generated (in metric tonnes)		
Plastic waste (A)	117.82	60.81
E-waste (B)	20.87	48.60
Bio-medical waste (C)	540.43	496.48
Construction and demolition waste (D)	0	0
Battery waste (E)	27.48	8.73
Radioactive waste (F)	0	0
Other Hazardous waste. Please specify, if any. (G)	0	0
Other Non-hazardous waste generated (H).	1,244.88	827.85
Paper other waste scrap	1,015.49	562.58
Other Waste	229.39	265.27
Total (A+B + C + D + E + F + G + H)	**1,951.48**	**1442.47**
Waste intensity per rupee of turnover [Total waste generated (in MT) / Revenue from operations (in rupees in millions)]	0.03	0.02
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) Total waste generated (in MT) / Revenue from operations in rupees in millions adjusted for PPP.	0.52	0.44
Waste intensity in terms of physical output Total waste generated (in MT) / <mention the physical output details>	NA	NA
Waste intensity (optional)–[Total waste generated (in MT) /Total Area (in sqft)]	0.01	0.01

For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)

Category of waste	FY 2025-26	FY 2024-25
(i) Recycled	1,411.05	945.99
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**1,411.05**	**945.99**

For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)

Category of waste	FY 2025-26	FY 2024-25
(i) Incineration	540.43	496.48
(ii) Landfilling	0	0
(iii) Other disposal operations	0	0
Total	**540.43**	**496.48**
Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)		No
If yes, name of the external agency.	NA	

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

MedPlus adheres to established procedures for waste collection, management, and recycling, engaging authorized agencies that regularly collect and dispose of waste in compliance with regulatory requirements.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/clearances are required, please specify details in the following format:

Sr. No.	Location of operations/ offices	Type of operations	Whether the conditions of environmental approval/clearance are being complied with? (Y/N)	If no, the reasons thereof and corrective action taken, if any.
MedPlus does not have offices or operations in ecologically sensitive areas.				

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

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
No EIA was conducted in the current financial year.					

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and rules thereunder (Y/N/NA). Yes

If not, provide details of all such non-compliances, in the following format:

Specify the law/regulation/ guidelines which were not complied with	Provide details of the non- compliance	Any fines/penalties/action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any.
Not Applicable as Company is compliant with the applicable environmental law/ regulations/ guidelines in India			

Leadership Indicators

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

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

(i) Name of the Area	NA
(ii) Nature of Operations	NA

(iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2025-26	FY 2024-25
Water withdrawal by source (in kilolitres)		
(i) Surface water	NA	NA
(ii) Groundwater	NA	NA
(iii) Third party water	NA	NA
(iv) Seawater / desalinated water	NA	NA
(v) Others	NA	NA
Total volume of water withdrawal (in kilolitres)	NA	NA
Total volume of water consumption (in kilolitres)	NA	NA
Water intensity per rupee of turnover (Water consumed / turnover)	NA	NA
Water intensity (optional) – the relevant metric may be selected by the entity	NA	NA
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
(ii) To Groundwater		
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
(iii) To Seawater		
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
(iv) Sent to third parties		
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
(v) Others		
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
Total water discharged (in kilolitres)	NA	NA
Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)		NA
If yes, name of the external agency.	NA	

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

Parameter	Unit	FY 2025-26	FY 2024-25
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	-	0	0
Total Scope 3 emissions per rupee of turnover [Total Scope 3 emissions (in MTCo2e) / Revenue from operations (in rupees)]	-	0	0
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity	-	0	0
Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)			NA
If yes, name of the external agency.		NA	

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Not Applicable as MedPlus does not have offices or operations in ecologically sensitive areas

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative	Corrective action taken, if any
MedPlus is committed to enhancing energy efficiency, cutting waste, and lowering fuel consumption across our supply chain. We ensure initiatives are undertaken to improve resource efficiency, such as replacing conventional lighting with energyefficient LED fixtures and managing airconditioning systems to ensure they are switched off in unoccupied areas.			

5. Does the entity have a business continuity and disaster management plan? (Yes/No) Yes

Give details in 100 words/ web link.

MedPlus has a documented Business Continuity Plan (BCP) and Disaster Recovery (DR) Strategy to ensure resilience and continuity of critical operations. The plan covers retail pharmacy and diagnostic operations, including business impact assessments, backup and restoration processes, incident response, communication protocols, employee awareness, and regular testing.

Critical databases, source code, and applications are backed up to support recovery within defined recovery time objectives. The Company maintains a disaster recovery environment for restoration and training purposes and conducts periodic reviews, testing, and post-incident analyses to strengthen preparedness, minimize operational disruptions, and ensure continuity of essential services.

6. **Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.**

   Not Applicable

7. **Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.** 0

8. **How many Green Credits have been generated or procured:**
   a. **By the listed entity** 0
   b. **By the top ten (in terms of value of purchases and sales, respectively) value chain partners** 0

PRINCIPLE 7 Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.

(This principle highlights the importance of responsible advocacy. Companies should engage in policy advocacy in a responsible and transparent manner and avoid engaging in activities that could undermine the public interest or the democratic process.)

Essential Indicators

1. a. **Number of affiliations with trade and industry chambers/ associations.** 1
   b. **List of the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.**

Sr. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National/ International)
1.	Retailers Association of India	National

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

Name of authority	Brief of the case	Corrective action taken
No cases were filed by any stakeholder against the Company regarding unfair trade practices or anticompetitive behavior during the financial year		

Leadership Indicators

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

Sr. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half Yearly/ Quarterly/ Others- Please specify)	Web Link, if available
Not Applicable					

PRINCIPLE 8 Businesses should promote inclusive growth and equitable development.

(This principle emphasizes the importance of promoting inclusive and equitable economic development. Companies should create economic opportunities for all, including disadvantaged and marginalized groups. They should also contribute to the development of local communities and support social and economic empowerment.)

Essential Indicators

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.**

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
The Company has not undertaken a Social Impact Assessment for the current year					

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:**

Sr. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In ₹)
The company doesn't require any measures for rehabilitation and resettlement as no manufacturing complexes are there						

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

   We are committed to fostering a strong, positive relationship with our community by addressing concerns promptly and effectively. A transparent and responsive grievance redressal mechanism is integral to our operations, ensuring community issues are acknowledged, understood, and resolved within an appropriate timeframe.

   We provide several accessible channels for stakeholders to contact us:

   - Toll-free number: Prominently displayed on our website and all promotional materials, this line is operated by a trained customer care team that manages inquiries, complaints, and concerns. They ensure timely follow-up and take necessary actions to resolve issues.
   - Call centre/customer care: Our 24/7 call centre offers immediate assistance and support to all callers.
   - Central email ID: Community members can lodge grievances via a dedicated email address, monitored regularly. We acknowledge emails within a set timeframe, classify them by issue type, and forward them to the relevant department for resolution.
   - Website feedback form: Our website includes an easy-to-use feedback form where users can submit suggestions, concerns, or complaints. Submissions are reviewed and addressed appropriately.
   - Social media channels: We actively monitor our social media platforms for messages or comments related to grievances. Our team responds promptly and escalates concerns to the appropriate departments for redressal.

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

Particular	FY 2025-26	FY 2024-25
Directly sourced from MSMEs/ small producers	8.93%	3.17%
Directly from within India	100%	96.83%

5. **Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost**

Particular	FY 2025-26	FY 2024-25
Rural	0.17%	0.17%
Semi-urban	5.12%	6.40%
Urban	16.81%	20.52%
Metropolitan	77.90%	72.92%
(Place to be categorized as per RBI Classification System - rural / semi-urban / urban/metropolitan)		

Leadership Indicators

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

Details of negative social impact identified	Corrective action taken
Not Applicable	

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

Sr. No.	State	Aspirational District	Amount spent (In ₹)
Currently, MedPlus has not undertaken any CSR Projects in aspirational districts identified by government bodies.			

3. a) **Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No/NA)** No

b) **From which marginalized /vulnerable groups do you procure?**

Not Applicable

c) **What percentage of total procurement (by value) does it constitute?** NA

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

Sr. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/ No)	Benefit shared (Yes / No)	Basis of calculating benefit share
No intellectual property based on traditional knowledge was owned or acquired during the current financial year, and consequently, no benefits were shared.				

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

Name of authority	Brief of the Case	Corrective action taken
No Corrective actions required		

6. **Details of beneficiaries of CSR Projects:**

Sr. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1.	Project Annapoorna & Gurukul Proposal 2025	1000	100%
2.	Sir C.V Raman's Akshaya Science Centre	250	100%
3.	Artificial limbs distribution	714	100%
4.	Skill Development training building	1000	100%
5.	Solar Panels for farmers in Adilabad district	100	100%
6.	School construction (Additional classroom for class VII & VIII)	600	100%
7.	Engineering students Fee	100	100%
8.	Cultural event Karnataka Jana Pada	1000	100%
9.	Ambulance	1000	100%
10.	Project Scientific Beekeeping & training programs to farmers	1000	100%
11.	Eye surgeries in AP & TG	250	100%
12.	Student Mobility Support Programme	97	100%
13.	Student Education Support Project	80	100%
14.	Food supply to poor people	500	100%
15.	Food supply to poor people	8920	100%

PRINCIPLE 9 Businesses should engage with and provide value to their consumers in a responsible manner.

(This principle highlights the importance of responsible consumer engagement. Companies should provide safe, high-quality products and services, and ensure that they are marketed and sold ethically and responsibly. They should also be transparent about their products and services and provide consumers with the information they need to make informed choices.)

Essential Indicators

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

MedPlus operates an effective system to record and resolve customer complaints promptly. Our Complaint Management System (CMS) functions as a central dashboard that routes complaints to the Customer Service Department (CSD). Depending on the issue, the CSD forwards complaints to the appropriate departments for resolution. We adhere to defined turnaround times (TATs) for different complaint categories to maintain consistency and accountability across teams.

For example, the Mart Operations Team handles issues related to online exchanges and delivery. Customers can submit grievances via phone or email. Once a complaint ticket is created on our Customer Relationship Management (CRM) platform, it is visible to both the customer and the assigned internal teams.

Our customer care team actively collects feedback to drive continuous improvement and uphold our commitment to highquality service.

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

Particular	As a percentage to total turnover
Environmental and social parameters relevant to the product	100%
Safe and responsible usage	100%
Recycling and/or safe disposal	100%

3. **Number of consumer complaints in respect of the following:**

Particular	FY 2025-26			FY 2024-25		
	Received during the year	Pending resolution at end of year	Remark	Received during the year	Pending resolution at end of year	Remark
Data privacy	0	0	-	0	0	-
Advertising	0	0	-	0	0	-
Cyber-security	0	0	-	0	0	-
Delivery of essential services	0	0	-	0	0	-
Restrictive Trade Practices	0	0	-	0	0	-
Unfair Trade Practices	0	0	-	0	0	-
Other	22,983	0	-	18,306	0	-

4. **Details of instances of product recalls on account of safety issues:**

Particular	Number	Reason for recall
Voluntary recalls	0	-
Forced recalls	0	-

5. **Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No)** Yes

If available, provide a web link of the policy

MedPlus acknowledges the risk of information loss and IT system failures-especially those arising from cyber-attacks- that could affect the operations of our stores, centres, warehouses, and distribution networks.

To reduce these risks, we routinely review and reinforce our internal IT security controls to minimise unexpected system disruptions. In addition, we protect our infrastructure with comprehensive backup procedures and strong firewall defences. You can access our Data Privacy Policy at- https://www.medplusindia.com/privacy-policy.jsp

6. **Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.**

During the reporting period, no complaints or concerns were raised regarding advertising practices, delivery of essential services, customer data privacy, or cybersecurity issues. Additionally, no product recalls were recorded in the reporting year.

The Company was also not subject to any fines, penalties, or regulatory actions concerning the safety or compliance of its products and services.

7. **Provide the following information relating to data breaches**

a. Number of instances of data breaches along-with impact	0
b. Percentage of data breaches involving personally identifiable information of customers	0%
c. Impact, if any, of the data breaches	
NA	

Leadership Indicator

1. **Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).**

   Yes, the company has a well-structured platform where information on products and services can be accessed. The website is: https://www.medplusmart.com

2. **Steps taken to inform and educate consumers about safe and responsible usage of products Fand/or services**

   All the products sold by MedPlus carry relevant information on them, including their manufacturing date, usage time, and adverse reactions.

3. **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

   All the information is available to the consumers through stock exchange and notices at trading places.

4. **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/NA)** No

   a. **If yes, provide details in brief.**

      Not Applicable

   b. **Did your entity carry out any survey with regard to consumer satisfaction relating to the major products/ services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)** Yes

INDEPENDENT AUDITOR'S REPORT

To the Members of MedPlus Health Services Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of MedPlus Health Services Limited (the "Company"), its Medplus Employees Benefit Trust ("Trust") which comprise the standalone balance sheet as at 31 March 2026, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone 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 on the standalone financial statements.

Key Audit Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. We have determined that there are no key audit matters to communicate in our report.

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the annual report but does not include the financial statements and auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

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

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

Management's and Board of Directors'/Trustee's Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are 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 state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies/Trustee of the Trust are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company/Trust 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Independent Auditor's Report (Contd.)

In preparing the standalone financial statements, the respective Management and Board of Directors/Trustee are responsible for assessing the ability of the Company/Trust to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors/Trustee either intends to liquidate the Company/Trust or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors/Trustee are responsible for overseeing the financial reporting process of the Company/ Trust.

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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements 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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 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 purposes of our audit.

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 and that the back-up of key Microsoft Excel Spreadsheets related to financial reporting process which forms part of the 'books of account and other relevant books and papers in electronic mode' have not been maintained on the servers physically located in India on a daily basis during the period from 01 April 2025 till 30 May 2025.

c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows 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 Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors as on 1 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. the qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. 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, in our opinion and to the best of our information and according to the explanations given to us:

a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its standalone financial statements - Refer Note 32 to the standalone financial statements.

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d (i) The management of the Company represented to us that, to the best of its knowledge and belief, as disclosed in the Note 45(v) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management of the Company represented to us that, to the best of its knowledge and belief, as disclosed in the Note 45(vi) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, except for the instances mentioned below, the Company has used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant

Independent Auditor's Report (Contd.)

transactions recorded in the respective softwares:

(i) The feature of recording audit trail (edit log) facility was not enabled for one root user at the database level for the period 01 April to 03 April 2025, to log any direct data changes in the Finance module of the accounting software used for maintaining the books of account relating to all general ledgers.

(ii) The feature of recording audit trail (edit log) facility was not enabled for an archiving user at the database level for the period 09 September to 20 September 2025, to log any direct data changes in the accounting software used for maintaining the books of account relating to all general ledgers.

(iii) The feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for the accounting software used for maintaining the books of accounts relating to leases.

Further, for the periods where audit trail (edit log) facility was enabled and operated for the respective accounting softwares, we did not come across any instance of the audit trail feature being tampered with. Additionally, except where audit trail (edit log) facility was not enabled in the previous year and lease software referred in (iii) above which was implemented in the current year, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid/payable by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid/payable to any director by the Company is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R and Co**
Chartered Accountants
Firm's Registration No.:128510W

Arpan Jain
Partner
Membership No.: 125710
ICAI UDIN: 26125710QZCYAK6948

Place: Hyderabad
Date: 20 May 2026

Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of MedPlus Health Services Limited for the year ended 31 March 2026

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

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and Right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment and Right-of-use assets by which all property, plant and equipment and right-of-use assets are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company, except for the following which are not held in the name of the Company:

Description of property	Gross carrying value	Held in the name of	Whether promoter, director or their relative or employee	Period held- indicate range, where appropriate	Reason for not being held in the name of the Compan y. Also indicateif in dispute
Land	5.51	NATCO Pharma Limited	No	21 December 2020	Note 3a to the financial statements

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clause 3(iii)(a) of the Order are not applicable to the Company. The Company has made investments in other parties. The Company has not made any investments in companies, firms or limited liability partnerships during the year.

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made during the year are not prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given in earlier years, in our opinion the repayment of principal and payment of interest has been stipulated except for the loan of ₹4.50 million given to its subsidiary, Kalyani Meditimes Private Limited which was repayable on demand. As informed to us, the Company has demanded repayment of loan in the earlier years. Further, in respect of other loans, repayment of principal and payment of interest have been irregular and the details are the following:

Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of MedPlus Health Services Limited for the year ended 31 March 2026 (Continued)

Name of the entity	Amount (in millions)	Due Date	Extent of delay	Remarks, if any
Kalyani Meditimes Private Limited	13.32	1 October 2022 to 11 April 2023	Not repaid	Overdue principal amount. Refer Note 1
Kalyani Meditimes Private Limited	4.50	1 April 2021	Not repaid	Overdue principal amount. Refer Note 1
Kalyani Meditimes Private Limited	0.56	April 2023-May 2023	Not repaid	Overdue interest amount. ReferNotes 1 and 2

Further, the Company has not given any loan and advance in the nature of loan to any party during the year.

Note 1: These overdues have been fully provided for.

Note 2: In the absence of certainty over realisability of the principal amount of the loan, the Company has not recognized interest income from 1 April 2023. Our reporting of overdue interest in the above clause has been restricted to interest receivables as at 31 March 2023.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given except an amount of ₹17.82 million (principal amount) and ₹0.56 million (interest) overdue for more than ninety days as at 31 March 2026. In our opinion, reasonable steps have been taken by the Company for recovery of the principal and interest. Further, the Company has not given any loan and advance in the nature of loan to any party during the year

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment except for the following loans to its subsidiary, being a related party as defined in Clause (76) of Section 2 of the Companies Act, 2013 ("the Act") granted in the earlier years and outstanding as at balance sheet date.

Particulars	Related Parties (Amount in millions)
Aggregate of loans repayable on demand	4.50
Percentage of loans to the total loans	25.25%

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has not provided loan, guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made, in our opinion the provisions of Section 186 of the Act have been complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and services provided by it and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of MedPlus Health Services Limited for the year ended 31 March 2026 (Continued)

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount (₹ in million)	Period to which the amount relates	Forum where dispute is pending
Income-tax Act, 1961	Income-Tax	34.86	FY2020-21	Commissioner of Income tax (Appeals)
Goods and Service Tax Act, 2017	Good and Service Tax	0.93	FY 2021-22	Assistant Commissioner (ST) (FAC)

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of MedPlus Health Services Limited for the year ended 31 March 2026 (Continued)

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) Based on the information and explanations provided by the management of the Company, the Group to which the Company belongs (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any Core Investment Company as detailed in Note 45(ix) to the standalone financial statements. For reporting on this clause / sub clause, while we have performed audit procedures set out in the Guidance Note on CARO 2020, we have relied on and not been able to independently validate the information provided to us by the management of the Company with respect to the entities outside the consolidated group but covered in the Core Investment Companies (Reserve Bank) Directions, 2016.

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(viii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of MedPlus Health Services Limited for the year ended 31 March 2026 (Continued)

Also refer to the Other Information paragraph of our main audit report which explains that the other information comprising the information included in the Company's annual report is expected to be made available to us after the date of this auditor's report.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R and Co**
Chartered Accountants
Firm's Registration No.:128510W

Arpan Jain
Partner
Membership No.: 125710
ICAI UDIN:26125710QZCYAK6948

Place: Hyderabad
Date: 20 May 2026

Annexure B to the Independent Auditor's Report on the standalone financial statements of MedPlus Health Services Limited for the year ended 31 March 2026

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

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

Opinion

We have audited the internal financial controls with reference to financial statements of MedPlus Health Services Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

The Comp Management's and Board of Directors' Responsibilities for Internal Financial Controls

any's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence tothe 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

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not

Annexure B to the Independent Auditor's Report on the standalone financial statements of MedPlus Health Services Limited for the year ended 31 March 2026 (Continued)

be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R and Co**
Chartered Accountants
Firm's Registration No.:128510W

Arpan Jain
Partner
Membership No.: 125710
ICAI UDIN:26125710QZCYAK6948

Place: Hyderabad
Date: 20 May 2026

Standalone **Balance Sheet** as at March 31st , 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	Notes	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3a	911.04	1,007.21
Capital work-in-progress	3b	17.35	12.29
Other Intangible assets	3c	9.22	17.57
Right-of-use assets	4	748.98	814.80
Financial assets			
Investments	5	9,306.44	9,282.31
Other financial assets	7a	43.50	53.75
Deferred tax assets (net)	32	53.31	35.97
Other tax assets (net)	8	6.44	17.03
Other non-current assets	9a	2.12	0.85
		11,098.40	**11,241.78**
Current assets			
Inventories	10	267.71	183.23
Financial assets			
Trade receivables	13	1,326.06	1,216.21
Cash and cash equivalents	11	464.53	113.00
Bank balances other than cash and cash equivalents	12	925.86	457.22
Loans	6	-	-
Other financial assets	7b	470.76	688.77
Other current assets	9b	96.63	94.29
		3,551.55	**2,752.72**
Total Assets		**14,649.95**	**13,994.50**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	14	240.11	239.39
Other equity	15	12,921.02	12,164.08
Total Equity		**13,161.13**	**12,403.47**
Liabilities			
Non-current liabilities			
Financial liabilities			
Lease liabilities	17a	842.72	886.41
Provisions	19a	11.13	16.66
		853.85	**903.07**
Current liabilities			
Financial liabilities			
Lease liabilities	17b	72.75	58.69
Trade payables	16		
- Total outstanding dues of micro enterprises and small enterprises; and		70.53	28.91
- Total outstanding dues of creditors other than micro enterprises and small enterprises		269.80	422.74
Other financial liabilities	18	49.55	37.89
Other current liabilities	20	22.15	33.89
Contract liabilities	21	110.95	82.74
Provisions	19b	39.24	23.10
		634.97	687.96
Total Liabilities		**1,488.82**	**1,591.03**
Total Equity and Liabilities		**14,649.95**	**13,994.50**

Summary of material accounting policies 2.2

The accompanying notes are an integral part of the standalone financial statements.
As per our report of even date attached.

For **B S R and Co**
Chartered Accountants
ICAI Firm Registration Number 128510W
Arpan Jain
Partner
Membership Number: 125710

For and on behalf of the Board of Directors of
MedPlus Health Services Limited

G. Madhukar Reddy
Managing Director & CEO
DIN: 00098097

C. Bhaskar Reddy
Whole time Director
DIN:00926550

Place : Hyderabad
Dated :May 20,2026

Sujit Kumar Mahato
Chief Financial Officer

Manoj Kumar Srivastava
Company Secretary

Standalone Statement of **Profit & Loss** as at March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	Notes	For the year ended March 31, 2026	For the year ended March 31, 2025
Income			
Revenue from operations	22	8,605.66	7,130.97
Other income	23	107.66	89.35
Total income (I)		**8,713.32**	**7,220.32**
Expenses			
Purchases of stock-in-trade	24	5,703.85	4,860.25
Cost of materials consumed	25	812.41	616.18
Changes in inventories of finished goods, work-in-progress and stock-in-trade	26	7.19	(10.90)
Employee benefits expense	27	542.99	472.20
Finance costs	29	83.14	86.25
Depreciation and amortisation expense	28	263.86	269.37
Other expenses	30	468.15	415.25
Total expenses (II)		**7,881.59**	**6,708.60**
Profit before tax (III) = (I)-(II)		**831.73**	**511.72**
Tax expense	32		
- Current tax expense		226.14	109.22
- Deferred tax benefit		(18.53)	(0.85)
Total tax expense (IV)		**207.61**	**108.37**
Profit for the year (V) = (III)-(IV)		**624.12**	**403.35**
Other comprehensive income (OCI)			
Items that will not to be reclassified subsequently to statement of profit or loss:			
Remeasurement gain on net defined benefit plans **(VI)**	33	4.94	2.67
Income tax effect on the above **(VII)**		(1.19)	(0.67)
Other comprehensive income for the year (VIII) = (VI)+(VII)		**3.75**	**2.00**
Total comprehensive income for the year (IX) = (V)+(VIII)		**627.87**	**405.35**
Earnings per share (EPS) (In absolute ₹ terms)	31		
Basic		5.21	3.37
Diluted		5.20	3.36

Summary of material accounting policies 2.2

The accompanying notes are an integral part of the standalone financial statements.
As per our report of even date attached.

For **B S R and Co**
Chartered Accountants
ICAI Firm Registration Number 128510W
Arpan Jain
Partner
Membership Number: 125710

For and on behalf of the Board of Directors of
MedPlus Health Services Limited

G. Madhukar Reddy
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Whole time Director
DIN:00926550

Place : Hyderabad
Dated :May 20,2026

Sujit Kumar Mahato
Chief Financial Officer

Manoj Kumar Srivastava
Company Secretary

Standalone Statement of **Cash Flows** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Cash flow from operating activities		
Profit before tax	831.73	511.72
Adjustments for:		
Depreciation on property, plant and equipment and Amortisation on Intangible assets	160.54	164.31
Depreciation on right-of-use assets	103.32	105.06
Provision for employee benefits	28.49	17.14
Allowance on doubtful debts	-	0.07
Advances/debts written off	0.46	0.22
Interest on lease liabilities	83.11	86.25
Interest income	(89.64)	(67.44)
Liabilities no longer required written back	(0.92)	(2.56)
Profit on sale of Investments	(0.48)	-
Loss on sale of property, plant and equipment	0.06	2.44
Loss/(Gain) on de-recognition of right-of-use assets	3.35	(2.72)
Employees stock option compensation expenses	6.36	11.51
Operating profit before working capital changes	**1,126.38**	**826.00**
Change in assets and liabilities		
Increase in inventories	(84.48)	(43.62)
Increase in non-current financial assets	(16.64)	(6.34)
Increase in current financial assets	(90.59)	(520.33)
Increase in other assets	(2.55)	(3.92)
(Decrease)/increase in current financial liabilities	(72.12)	305.64
(Decrease)/increase in other current liabilities	(11.74)	6.54
Decrease in provisions	(12.94)	(9.84)
Cash generated from operations	**835.32**	**554.13**
Taxes paid (net of refund)	(215.55)	(87.31)
Net cash generated from operating activities (A)	**619.77**	**466.82**
Cash flow from investing activities		
Purchase of property, plant and equipment and intangibles including capital work-in-progress and capital advances	(60.58)	(92.37)
Proceeds from sale of property, plant and equipment	0.00	6.18
Investment in Mutual funds	(165.00)	-
Proceeds from sale of Investment in Mutual funds	165.48	-
Investment in bank deposits	(2,132.15)	(1,629.70)
Proceeds from maturity of bank deposits	1,880.89	1,272.42
Interest received	91.05	51.58
Net cash used in investing activities (B)	**(220.31)**	**(391.89)**

Standalone Statement of **Cash Flows *(Contd)*** for the year ended March 31st, 2026 (contd.)

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Cash flows from financing activities		
Proceeds from issue of equity shares under ESOP's (refer to note 34)	99.31	46.32
Interest payment on Lease liabilities (refer note b)	(83.11)	(86.25)
Principal repayment of lease liabilities	(64.13)	(59.20)
Net cash used in financing activities (C)	**(47.93)**	**(99.13)**
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	351.53	(24.20)
Cash and cash equivalents at the beginning of the year	113.00	137.20
Cash and cash equivalents at the end of the year	**464.53**	**113.00**
Components of cash and cash equivalents		
Cash on hand	0.15	0.68
Deposits with original maturity of less than three months	443.51	91.50
Balance in wallets	3.88	3.28
Balance with banks in current accounts	16.99	17.54
Total cash and cash equivalents (refer note no.11)	**464.53**	**113.00**

Summary of material accounting policies 2.2

Notes:

a. The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) Statement of cash flows.

b. Refer note 35 for change in lease liabilities raising from financing activities

c. Movement disclosure under Ind AS 7 with respect to borrowings are not applicable as the Company does not have any long term borrowings

The accompanying notes are an integral part of the standalone financial statements.
As per our report of even date attached.

For **B S R and Co**
Chartered Accountants
ICAI Firm Registration Number 128510W
Arpan Jain
Partner
Membership Number: 125710

For and on behalf of the Board of Directors of
MedPlus Health Services Limited

G. Madhukar Reddy
Managing Director & CEO
DIN: 00098097

C. Bhaskar Reddy
Whole time Director
DIN:00926550

Place : Hyderabad
Dated :May 20,2026

Sujit Kumar Mahato
Chief Financial Officer

Manoj Kumar Srivastava
Company Secretary

Standalone Statement of **Changes in Equity** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

A. Equity Share Capital:

Balance as at April 1, 2025	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2025	Changes in equity share capital during the year*	Balance as at March 31, 2026
239.39	-	239.39	0.72	240.11

Balance as at April 1, 2024	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2024	Changes in equity share capital during the year*	Balance as at March 31, 2025
239.07	-	239.07	0.32	239.39

* Refer note 14(a).

Equity Share Capital:

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of shares	Amount	Number of shares	Amount
Balance at beginning of the year	12,11,39,312	239.39	12,11,39,312	239.07
Increased on account of shares issued on ESOP	-	0.72	-	0.32
Balance at the end of the year	12,11,39,312	240.11	12,11,39,312	239.39
Amount recoverable from (ESOP Trust)	(52,121)	(0.00)	(55,811)	(0.00)
Net balance at the end of the year	**12,10,87,191**	**240.11**	**12,10,83,501**	**239.39**

Standalone Statement of **Changes in Equity *(Contd)*** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

B. Other equity

Particulars	Reserves and surplus						Total other equity
	Securities premium	Share based payment reserve	General reserve	Amalgamation adjustment account	Capital reserve	Retained earnings	
As at April 1, 2025	**12,246.31**	**263.02**	**358.37**	**(98.39)**	**7.62**	**(612.85)**	**12,164.08**
Employee stock compensation expenses for the year(refer note- 34)	-	30.48	-	-	-		30.48
Stock options lapsed	-	(4.40)	4.40	-	-	-	-
Transfer on account of exercise of share options	208.81	(208.81)	-	-	-	-	-
Proceeds from issue of equity shares under ESOP	98.59	-	-	-	-	-	98.59
Profit for the year	-	-	-	-	-	624.12	624.12
Actuarial gain on post-employment benefit obligations, net of tax	-	-	-	-	-	3.75	3.75
As at March 31, 2026	**12,553.71**	**80.29**	**362.77**	**(98.39)**	**7.62**	**15.02**	**12,921.02**
As at April 1, 2024	**12,086.51**	**303.62**	**356.28**	**(98.39)**	**7.62**	**(1,018.20)**	**11,637.44**
Employee stock compensation expenses for the year(refer note- 34)	-	68.69	-	-	-	-	68.69
Stock options lapsed	-	(2.09)	2.09	-	-	-	-
Offer Expense on actual basis	6.60						6.60
Transfer on account of exercise of share options	107.20	(107.20)	-	-	-	-	-
Proceeds from issue of equity shares under ESOP	46.00	-	-	-	-	-	46.00
Profit for the year	-	-	-	-	-	403.35	403.35
Actuarial loss on post-employment benefit obligations, net of tax benefit	-	-	-	-	-	2.00	2.00
As at March 31, 2025	**12,246.31**	**263.02**	**358.37**	**(98.39)**	**7.62**	**(612.85)**	**12,164.08**

The accompanying notes are an integral part of the standalone financial statements.
As per our report of even date attached.

For **B S R and Co**
Chartered Accountants
ICAI Firm Registration Number 128510W
Arpan Jain
Partner
Membership Number: 125710

Place : Hyderabad
Dated :May 20,2026

For and on behalf of the Board of Directors of
MedPlus Health Services Limited

G. Madhukar Reddy
Managing Director & CEO
DIN: 00098097

C. Bhaskar Reddy
Whole time Director
DIN:00926550

Sujit Kumar Mahato
Chief Financial Officer

Manoj Kumar Srivastava
Company Secretary

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

1. **Corporate information**

MedPlus Health Services Limited (the 'Company') is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The registered office of the Company is located at H.No:11-6-56, Survey No: 257 & 258/1, Opp: IDPL Railway Siding Road, (Moosapet), Kukatpally, Hyderabad. The Company is primarily engaged in the business of provision of diagnostic services, pathological services and laboratory testing services. Further, the Company is also engaged in the manufacturing, purchase and sale of pharmaceuticals and other general items and rendering of management services to group companies. The Board of Directors approved the standalone financial statements for the year ended March 31, 2026 and authorised for issue on May 20, 2026.

2. **Material accounting policies**

2.1 a. Statement of compliance

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

b. Basis of preparation

The standalone financial statements of a Company have been prepared and presented in accordance with the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time).

These financial statements have been prepared on a historical cost basis, except for the following:

(i) Financial assets and financial liabilities that are measured at amortised cost depending on the classification at the end of each reporting period,

(ii) employee defined benefit assets/(liability) are recognised as the net total of the fair value of plan assets, plus actuarial losses, less actuarial gains and the present value of the defined benefit obligation as stated in the accounting policies set out below.

(iii) Share-Based payments are measured at fair value.

(iv) The comparitive amount has been restated to give effect of merger its wholly owned subsidiary refer note 48.

c. Functional and presentation currency

These standalone financial statements are presented in Indian rupees (₹), which is also the functional currency of the Company. All financial information presented in Indian rupees has been rounded to the nearest millions (₹000,000), unless otherwise indicated. The amount reflected as "0.00" in financials are value with less than ten thousand.

2.2 Summary of material accounting policies

a. Material accounting, estimates and assumptions

The preparation of these standalone financial statements is in conformity with the recognition and measurement principles of Ind AS which requires the management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities as at the date of the standalone financial statements.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of those estimates. Changes in estimates are reflected in the standalone financial statements in the year in which changes are made, if material, their effects are disclosed in the notes to the standalone financial statements.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements are:

Leases:

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

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

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

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

Assumptions and estimation uncertainties

Information about significant areas of assumptions, estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the standalone financial statements are:

Impairment of trade receivables

The Company has measured the lifetime expected credit loss by using practical expedients. It has accordingly used a provision matrix derived by using a flow rate model to measure the expected credit losses for trade receivables. Further, need for incremental provisions have been evaluated on a case to case basis where forward looking information on the financial health of a customer is available and in cases where there is an ongoing litigation/dispute.

Useful lives of property, plant and equipment and intangible assets

The Company reviews the useful life of property, plant and equipment and intangible at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Valuation of deferred tax assets and liabilities

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilized business loss and depreciation carry-forwards and tax credits. Deferred tax assets are recognized to the extent there is reasonable certainty of future taxable income which will be available against the deductible temporary differences, unused tax losses and depreciation carry-forwards.

Defined benefit plans

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation, actuarial rates and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations. Due to complexities involved in the valuation and its long term nature, defined benefit obligation is sensitive to changes in these assumptions. All assumptions are reviewed at each reporting period.

Provisions and contingent liabilities

Provisions

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

Contingent liabilities

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

Fair value measurement of financial instruments

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

b. Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to chief operating decision maker (CODM). The Managing Director is the Company CODM within the meaning of Ind AS 108.

c. Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when :

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no right in substance as at the reporting date to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

d. Fair Value Measurement

In determining the fair value of its financial instruments, the Company uses following hierarchy and assumptions that are based on market conditions and risks existing at each reporting date.

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

When the fair values of financial assets and financial liabilities recorded in the financial statements cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgements is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk volatility and discount rates. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

e. Revenue recognition

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. However Goods and Service Tax (GST) is not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

The specific recognition criteria described below must also be met before revenue is recognised.

Sale of general and pharmaceutical items

Revenue from sale of goods is recognized when it transfers the control of goods to the buyer, usually on delivery of the goods. Revenue from the sale of goods is measured at the transaction price received or receivable, netf returns and allowances, trade discounts and volume rebates.Invoices are as issued according to contractual terms and are usually payable with between 60 – 90 days.

Brand Fee

Brand fee is a percentage on revenue generated by the subsidiaries, recognised on accrual basis in accordance with the terms of the relevant agreement and there is significant certainty as to its collectability. Invoices are as issued according to contractual terms and are usually payable with in 30 days.

Notes to Standalone Financial Statements for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Management and administrative fee Income

Management fee is recognised based on the services rendered and as per the terms of agreement and there is significant certainty as to its collectability. Invoices are as issued according to contractual terms and are usually payable with in 30 days.

Sale of Services

Revenue from diagnostics services is recognized on amount billed net of discounts/ concessions if any and inclusive of the amount of GST. No element of financing is deemed present as the sales are made primarily on cash and carry basis. The Company recognises revenue when the underlying tests are conducted, samples are processed for requisitioned diagnostic tests. Each diagnostic service is generally a separate performance obligation and therefore revenue is recognised at a point in time when the tests are conducted, samples are processed. For multiple tests, the Company measures the revenue in respect of each performance obligation at its relative stand alone selling price and the transaction price is allocated accordingly. The price that is regularly charged for a test separately registered is considered to be the best evidence of its stand alone selling price.

The amount collected on sale of is recognised as unearned revenue initially and transferred to revenue when redeemed against diagnostic services as per the terms of the contract or when expired.

Revenue contracts are on principal-to-principal basis and the Company is primarily responsible for fulfilling the performance obligation. A contract liability is the obligation to transfer services to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Company performs its obligation under the contract.

f. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the income tax authority. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Management periodically evaluates positions taken in the tax return with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the balance sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except, when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except, When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside the standalone statement of profit or loss is recognised outside the standalone statement ofprofit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. Acquired deferred tax benefits recognised within the measurement period reduce goodwill related to that acquisition if they result from new information obtained about facts and circumstances existing at the acquisition date. If the carrying amount of goodwill is zero, any remaining deferred tax benefits are recognised in OCI/ capital reserve depending on the principle explained for bargain purchase gains. All other acquired tax benefits realised are recognised in profit or loss.

g. Property, Plant and Equipment

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. Plant and equipment are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. Cost includes purchase price, non-refundable taxes and duties, labour cost and direct overheads for self-constructed assets and other direct costs incurred up to the date the asset is ready for its intended use. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a **major** inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Land is carried at historical cost less any accumulated impairment losses.

Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

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

The cost of property, plant and equipment at April 01, 2016, the Company's date of transition to Ind AS, was determined with reference to its carrying value recognised as per previous GAAP (deemed cost), as at the date of transition to Ind AS.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably.

Depreciation

Depreciation on property, plant and equipment other than leasehold improvements is calculated on a straight-line basis using the following rates arrived at based on the useful lives estimated by the management which coincide with the lives prescribed under the Schedule II to the Companies Act, 2013, except for depreciation on Leasehold Improvements:

Asset class	Useful lives estimated by the management (years)	Estimated useful as per schedule III
Furniture and fixtures	10	10
Vehicles	8-10	8-10
Data Processing Equipment	3-6	3-6
Buildings	30	30
Plant and Equipment	5-15	5-15

Depreciation on leasehold improvements is provided over the lease term or 5 years, whichever is shorter, which is higher than the rates prescribed under the schedule II to the Companies Act, 2013.

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The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate

h. Intangibles

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The intangible assets as at April 01, 2016, the Company's date of transition to Ind AS, was determined with reference to its carrying value recognised as per previous GAAP (deemed cost), as at the date of transition to Ind AS.

Amortisation

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets of the Company represents having finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on these intangible assets is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

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

Intangible assets consist of rights under licensing agreement and software licences which are amortised over licence period which equates the economic useful life ranging between 2-5 years on a straight-line basis over the period of its economic useful life.

i. Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative standalone price of the lease component and the aggregate standalone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with

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reasonably similar characteristics, the Company, on a lease-by-lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in standalone statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

Company as a lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, the Company applies Ind AS 115 Revenue from contracts with customers to allocate the consideration in the contract.

j. Inventories

Inventories comprise of raw materials, packing materials, finished goods, stock-in-trade and stores and consumables and are valued at lower of cost or net realizable value. Cost includes cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

Cost is determined on weighted average basis. Net realizable value is the estimated selling price in the ordinary course of business reduced by the estimated costs of completion and estimated costs necessary to make the sale. Stores and spares which do not meet the definition of property, plant and equipment are accounted as inventories until expected to be capitalised. The factors that the Company considers in determining the valuation of inventory includes shelf life and ageing of Inventory. The Company considers these factors and adjust valuation to reflect actual value of inventory. The comparision of cost and NRV is made on item by item basis

k. Impairment of Non-Financial Assets

The Company assesses at each reporting date whether there is an indication that non-financial assets (other than inventories and deferred tax assets) may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses, including impairment on inventories, are recognised in the standalone statement of profit and loss.After impairment, depreciation is

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provided on the revised carrying amount of the asset over its remaining useful life.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the company estimates the asset's or cash-generating unit's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

l. Provisions, contingent liabilities and contingent assets

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the standalone statement of profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the standalone financial statements.

Contingent assets

Contingent assets has to be recognised in the financial statements in the period in which if it is virtually certain that an inflow of economic benefits will arise. Contingent assets are assessed continually, and no such benefits were found for the current financial year.

m. Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises the contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset.

The Company operates a defined benefit plan for its employees, viz., gratuity. The costs of providing benefits under the plan are determined on the basis of actuarial valuation at each year-end using the projected unit credit method consistent with the advice of qualified actuaries.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the standalone statement of profit and loss in the subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The

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Company recognises the following changes in the net defined benefit obligation as an expense in the standalone statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements.

- Net interest expense or income

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/ losses are immediately taken to the statement of profit and loss and are not deferred. The company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

n. Employee share-based payments

Employees (including senior executives) of the Company receive remuneration in the form of share based payment transactions, whereby employees render services as consideration for equity instruments.

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/ or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest.

The standalone statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

The amount of expenses pertaining to options granted to employees of the Company's subsidiaries are treated as Deemed Investments in respective subsidiaries to which employees belong and are recognised at each reporting period date until the vesting date, with corresponding impact in Share-based payment reserve.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value.

Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through statement of profit and loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share, unless its anti-dilutive to Company's earnings in nature.

Shares allotted to Trust:

The Company has created an Employees benefit trust (Trust) for implementation of the schemes that are notified or may be notified from time to time by the Company under the plan, providing share based payment to its employees. The company allocated shares to Trust at the time of formation of trust. The Company treats trust as its extension and these equity

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instruments are recognised at cost and deducted from equity.

o. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus except for trade receivables, less transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

i) Debt instruments at amortised cost

ii) Debt instruments at fair value through other comprehensive income (FVTOCI)

iii) Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)

iv) Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss. This category generally applies to trade and other receivables.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- the rights to receive Cash flows from the asset have expired, or

- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it valuates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) financial assets that are debt instruments, and are measured at amortized cost e.g., loans, debt securities, deposits, trade receivables and bank balance.

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b) Financial assets that are debt instruments and are measured as at FVTOCI.

The Company recognises loss allowances for expected credit losses on:

- financial assets measured at amortised cost.

At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

The Company measures loss allowances at an amount equal to lifetime expected credit losses. In case of loss allowance of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognised as loss allowance. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 180 days past due.

The Company considers a financial asset to be in default when:

- the debtor is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- the financial asset is more than 365 days past due.

Measurement of expected credit losses:

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

Presentation of allowance for expected credit losses in the balance sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the as sets.Presentation of allowance for expected credit losses in the balance sheetThe gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering the financial asset in its entirety or a portion thereof. A write-off constitutes a derecognition event.

Equity and Compound Financial Instruments

The debt and equity instruments that are issued are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs .

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts.

Equity:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the company are recognised at the proceeds received, net of direct issue costs.

A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Company's own equity instruments is an equity instrument.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

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Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Gains or losses on liabilities held for trading are recognised in the standalone statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognised in OCI. These gains/ losses are not subsequently transferred to the statement of profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the standalone statement of profit and loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the standalone statement of profit and loss.

Derecognition

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

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different.

Offsetting of financial instruments

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

p. Financial Guarantee

In a financial guarantee where the parent company has provided guarantee to its subsidiaries, Company treats the fair value of the guarantee as an equity infusion at the time of initial recognition and subsequently recognize the Guarantee premium over the period of guarantee.

q. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the standalone statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

r. Investment in subsidiaries

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount.

On disposal of investments in subsidiaries, the difference between net disposal proceeds and the carrying amounts are recognised in the standalone statement of profit and loss.

s. Interest income

Interest income from financial instruments measured either at amortised cost or at fair value through other comprehensive income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is

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included in other income in the standalone statement of profit and loss.

t. Rental Income

Rental income arising from operating leases on building is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit and loss due to its operating nature.

u. Earnings per equity share

Basic earnings equity per share is calculated by dividing the net profit or loss attributable to equity holder of parent company (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. Equity shares that will be issued upon the conversion of a mandatorily convertible instrument are included in the calculation of basic earnings per share from the date the contract is entered into. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

v. Cash flow statement

Cash flow statement is prepared in accordance with the indirect method prescribed in Ind AS 7 'Statement of Cash Flows.

w. events after Reporting date

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the standalone financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

x. Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year ended 31 March 2026, MCA has notified amendment to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, Ind AS 1 - Presentation of Financial Statements, Ind AS 7 - Statement of Cash Flows, Ind AS 107 - Financial Instruments, Ind AS 12 -Income Taxes, applicable to the Company w.e.f. April 1, 2025. The Company has reviewed the amendments and based on its evaluation has determined that these amendments will not have any significant impact in its financial statements.

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

3a. Property, plant and equipment

Particulars	Land	Building	Leasehold improvements	Plant and equipment	Data processing equipment	Furniture and fixtures	Vehicles	Total
Gross carrying amount								
As at April 01, 2024	151.07	21.91	199.65	866.43	42.62	37.34	7.50	1,326.52
Additions	-	-	16.73	54.40	2.09	6.96	0.82	81.00
Disposals	-	-	(8.26)	(4.94)	(5.24)	(2.86)	-	(21.30)
As at March 31, 2025	**151.07**	**21.91**	**208.12**	**915.89**	**39.47**	**41.44**	**8.32**	**1,386.22**
Additions	-	-	19.43	19.56	7.53	9.56	0.00	56.08
Disposals	-	-	(0.06)	(7.85)	-	(2.82)	-	(10.73)
As at March 31, 2026	**151.07**	**21.91**	**227.49**	**927.60**	**47.00**	**48.18**	**8.32**	**1,431.57**
Accumulated depreciation								
As at April 01, 2024	-	0.73	52.20	151.83	21.08	8.04	1.88	235.76
Charge for the year	-	0.73	40.37	96.60	12.71	4.52	1.00	155.93
Disposals	-	-	(3.98)	(2.51)	(4.93)	(1.26)	-	(12.68)
As at March 31, 2025	**-**	**1.46**	**88.59**	**245.92**	**28.86**	**11.30**	**2.88**	**379.01**
Charge for the year	-	0.73	43.73	93.13	9.47	4.12	1.01	152.19
Disposals	-	-	(0.01)	(7.84)	-	(2.82)	-	(10.67)
As at March 31, 2026	**-**	**2.19**	**132.31**	**331.21**	**38.33**	**12.60**	**3.89**	**520.53**
Net carrying amount								
As at March 31, 2025	**151.07**	**20.45**	**119.53**	**669.97**	**10.61**	**30.14**	**5.44**	**1,007.21**
As at March 31, 2026	**151.07**	**19.72**	**95.18**	**596.39**	**8.67**	**35.58**	**4.43**	**911.04**

Title deeds of immovable properties not held in name of the Company:

Particulars	Description of item of property	Gross carrying value as on March 31, 2026	Gross carrying value as on March 31, 2025	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/ director or employee of promoter/ director	Property held since	Reason for not held in the name of company
Property, plant and equipment	Land	5.51	5.51	NATCO Pharma Limited	No	December 21, 2020	Refer note below

Property has been transferred vide agreement of sale dated December 21, 2020. However, the Company is in the process of completing the registration of the same.

Notes:

1) For details of contractual commitments with respective property plant and equipment refer note no: 37
2) For details of purchase and sale of property plant and equipment from related parties refer note no: 39(b)
3) The Company has not revalued any property plant and equipment after initial recognition during the year ended March 31, 2026 and March 31, 2025.

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

3b. Capital work-in-progress

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	12.29	3.52
Additions during the year	61.14	89.78
Capitalised during the year	(56.08)	(81.01)
Closing balance	**17.35**	**12.29**

Note: The Company does not have any capital work-in-progress which is overdue or has exceeded its cost compared to its original plan as at March 31, 2026 and March 31, 2025.

Capital work-in-progress ageing schedule

As at March 31, 2026

Particulars	Amount in capital-work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	15.03	2.32	-	-	17.35
Projects temporarily suspended	-	-	-	-	-

As at March 31, 2025"

Particulars	Amount in capital-work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	12.29	-	-	-	12.29
Projects temporarily suspended	-	-	-	-	-

3c. Intangible assets

Particulars	Software	Total Intangible assets
Gross carrying amount		
As at April 01, 2024	41.82	41.82
Additions	0.18	0.18
Disposals	-	-
As at March 31, 2025	**42.00**	**42.00**
Additions	-	-
Disposals	-	-
As at March 31, 2026	**42.00**	**42.00**
Accumulated Amortisation		
As at April 01, 2024	16.05	16.05
Charge for the year	8.38	8.38
Disposals	-	-
As at March 31, 2025	**24.43**	**24.43**
Charge for the year	8.35	8.35
Disposals	-	-
As at March 31, 2026	**32.78**	**32.78**
Net carrying amount		
As at March 31, 2025	**17.57**	**17.57**
As at March 31, 2026	**9.22**	**9.22**

Note: The Company doesn't have intangible assets under development.

1) The Company has not revalued any Intangible asset after initial recognition during the year ended March 31, 2026 and March 31, 2025.

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

4. Right-of-use assets

Particulars	As at March 31, 2026	As at March 31, 2025
Right-of-use assets (refer note : 35a)	748.98	814.80
	748.98	**814.80**

5. Investments

Particulars		As at March 31, 2026	As at March 31, 2025
Investments in unquoted equity shares / fully paid carried at cost less provision for impairment (refer note : 1 below)			
a)	**In subsidiaries**		
	209,784,441 (March 31, 2025: 209,784,441) equity shares of ₹10 each fully paid-up in Optival Health Solutions Private Limited	8,271.15	8,271.15
	6,860,000 (March 31, 2025: 6,860,000) equity shares of ₹10 each fully paid-up in Nova Sud Pharmaceuticals Private Limited	68.60	68.60
	14,077,350 (March 31, 2025: 14,077,350) equity shares of ₹10 each fully paid-up in Wynclark Pharmaceuticals Private Limited	140.77	140.77
	20,000,000 (March 31, 2025: 20,000,000) equity shares of ₹10 each fully paid-up in MedPlus Insurance Brokers Private Limited	20.00	20.00
	10,000 (March 31, 2025: 10,000) equity shares of ₹10 each fully paid-up in Clearancekart Private Limited	0.10	0.10
	386,636 (March 31, 2025: 386,636) equity shares of ₹10 each fully paid-up in Kalyani Meditimes Private Limited	35.00	35.00
	Aggregate gross value of unquoted investments (A)	**8,535.62**	**8,535.62**
b)	**Deemed investments (refer note 39 (B))**		
	Optival Health Solutions Private Limited	796.29	772.40
	Venkata Krishna Enterprises Private Limited	8.88	8.68
	Sidson Pharma Distributors Private Limited	0.65	0.61
	Aggregate value of deemed investments (B)	**805.82**	**781.69**
	Aggregate value of unquoted investments including deemed investments (C=A+B)	**9,341.44**	**9,317.31**
	Less: Provision for permanent decline in value of investments	(35.00)	(35.00)
	Aggregate amount of provision for impairment in value of investments (D)	**(35.00)**	**(35.00)**
	Total (C+D)	**9,306.44**	**9,282.31**
	Aggregate value of unquoted investments including deemed investments	**9,341.44**	**9,317.31**
	Aggregate value of quoted investment and market value thereof	-	-
	Aggregate value of provision for impairment in value of investments	35.00	35.00
	Movement in provision for impairment:		
	Opening balance	(35.00)	(35.00)
	Add: Impairment loss recognised during the year	-	-
	Less: Reversals during the year	-	-
	Closing balance	**(35.00)**	**(35.00)**

Note 1: The Company holds 100% (31 March 2025: 100%) of the shareholding in all subsidiaries except for Optival Health Solutions Private Limited and Kalyani Meditimes Private Limited (KMT) wherein the Company's holding constitutes to 99.99% & 88.04% respectively (March 31, 2025: 99.99% and 88.04% respectively) of the paid-up capital of the subsidiaries.

Note 2: Deemed investments represents employee stock options issued to the employees of the subsidiary companies and corporate guarantee given on behalf of subsidiaries.

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

6. Loans

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered doubtful	-	-
Loan to related party (refer note below and 39(c))	17.82	17.82
	17.82	**17.82**
Less: Loss allowance	(17.82)	(17.82)
	-	-

Note:

(a) The Company has given loan to Kalyani Meditimes Private Limited ("Borrower") for utilisation of funds by the borrower towards its working capital and general corporate purposes and carries an interest rate of 18% p.a. and is payable monthly. The loan is repayable on demand within one working day of such demand. The outstanding balance of the loan as at March 31, 2026 is ₹4.50 millions (March 31, 2025 :₹4.50 millions)

(b) The Company has given loan to Kalyani Meditimes Private Limited ("Borrower") for utilisation of funds by the borrower towards its working capital and general corporate purposes and carries an interest rate of 18% p.a. and is payable annually. The loan is repayable in 12 months from the issue date. The outstanding balance of the loan as at March 31, 2026 is ₹13.32 millions (March 31, 2025 :₹13.32 millions)

(c) Movement in Loss allowance

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	17.82	17.82
Addition during the year	-	-
Closing balance	**17.82**	**17.82**

(d) In the absence of certainity over realisability of the principal amount of the loan, the Company has not recognised interest from 1 April 2023.

7. Other financial assets

Particulars		As at March 31, 2026	As at March 31, 2025
(a) Non-current			
Unsecured, considered good			
Bank deposits with remaining maturity of more than 12 months		-	23.37
Security deposits		43.50	30.38
	(A)	**43.50**	**53.75**
Unsecured, considered doubtful			
Security deposits		11.67	11.67
		11.67	11.67
Less: Loss allowance		(11.67)	(11.67)
	(B)	-	-
Total	**(A+B)**	**43.50**	**53.75**
Movement in loss allowance		**As at March 31, 2026**	**As at March 31, 2025**
Opening balance		11.67	11.60
Addition during the year		-	0.07
Closing balance		**11.67**	**11.67**
(b) Current			

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Bank deposits with remaining maturity of less than 12 months	438.92	637.24
Deposit with others*	30.77	30.74
Other receivables	0.09	0.46
Advance to employees	0.98	4.71
Share issue expense receivable**	-	15.62
Total	**470.76**	**688.77**

*Includes deposit of ₹30.00 paid to Bombay Stock Exchange Limited ('BSE') in connection with IPO.

**The Group has spent/ accrued towards IPO related expenses which includes legal expenses, certification fees, listing fees, audit expenses and others. These expenses are shared between the selling shareholders and the Company in proportion of their shares. The share issue expenses incurred by the Company on behalf of selling shareholders are considered to be recoverable from selling shareholders/ IPO public issue account and are classified as share issue expenses receivable under other current financial assets. During the previous financial year the Company has completed its reconciliation of offer expenses and arrived at receivable amount which is ₹15.62. The same has been settled in the current year.

There are no loans and advances given to promoters, Directors, KMPs and the related parties defined under the Companies act 2013, either severally or jointly with any other person or loans given to firms or private companies respectively in which any director is a partner, a director or a member.

8. Other tax assets (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Advance Tax (Net of provision of ₹224.86(March 31, 2025: ₹109.22)	6.44	17.03
Total	**6.44**	**17.03**

9. Other assets

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Non-current		
Unsecured, considered good		
Capital advances	1.66	0.60
Balance with government authorities	0.46	0.25
	2.12	**0.85**
Unsecured, considered doubtful		
Balance with government authorities	0.11	0.11
Advance to vendors	7.02	7.02
	7.13	7.13
	9.25	**7.98**
Less: Loss allowance	(7.13)	(7.13)
	2.12	**0.85**
(b) Current		
Unsecured, considered good		
Balance with government authorities	2.94	1.17
Advance to vendors	71.98	81.80

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026
(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Prepaid expenses	21.71	11.32
	96.63	**94.29**

There are no loans or advances given to promoters, directors, KMPs and the related parties defined under the Companies Act, 2013 either severally or jointly with any other person.

10. Inventories

Particulars	As at March 31, 2026	As at March 31, 2025
(Valued at lower of cost or net realisable value)		
Raw materials (including packing materials)	201.56	139.77
Work-in-progress	6.13	7.24
Finished goods	17.07	22.74
Stock-in-trade	0.36	0.77
Reagents, chemicals, surgicals and laboratory supplies	38.11	12.71
Stores and spares	4.48	-
	267.71	**183.23**

During the year ended March 31, 2026, the Company recorded provision for slow and non-moving inventory of ₹4.93 (March 31, 2025: ₹2.38) in the Statement of Profit and Loss.

11. Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks		
- On current accounts	16.99	17.54
- Bank deposits with original maturity of less than three months	443.51	91.50
Balances in wallets	3.88	3.28
Cash on hand	0.15	0.68
	464.53	**113.00**

12. Bank balances other than cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Bank deposits with original maturity of more than three months but less than twelve months	925.86	457.22
	925.86	**457.22**

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026
(All amounts in Indian Rupees in millions except for share data or otherwise stated)

13. Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Trade receivables considered good - unsecured*	1,326.06	1,216.21
Trade receivables - credit impaired	-	0.09
	1,326.06	**1,216.30**
Less: Loss allowance	-	(0.09)
Total	**1,326.06**	**1,216.21**

* Includes amount receivable from related parties (refer note 39 (C))

No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person or dues from firms or Private companies respectively in which any director is a partner, director or a member other than those disclosed in Note 39(C).

Trade receivables are non-interest bearing and are generally on terms of 30 to 60 days.

Refer note 41 for the companies exposure to credit risk and market risk.

No expense was recognised during the current year (March 31, 2025. Nil) in respect of bad debt due from related parties.

Ageing for trade receivables as at March 31, 2026 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	762.33	562.34	1.39	-	-	-	1,326.06
(ii) Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
(iii) Disputed trade receivables – considered good	-	-	-	-	-	-	-
(iv) Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
Total	**762.33**	**562.34**	**1.39**	**-**	**-**	**-**	**1,326.06**
Less: Loss allowance							-
							1,326.06

Ageing for trade receivables as at March 31, 2025 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	1,215.71	0.50	-	-	-	-	1,216.21
(ii) Undisputed trade receivables – credit impaired	-	-	-	0.08	0.01	-	0.09
(iii) Disputed trade receivables– considered good	-	-	-	-	-	-	-
(iv) Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
Total	**1,215.71**	**0.50**	**-**	**0.08**	**0.01**	**-**	**1,216.30**
Less: Loss allowance							**(0.09)**
							1,216.21

Note: There were no unbilled receivables outstanding as at March 31, 2026 and March 31, 2025.

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

14. Equity Share capital

Particulars	As at March 31, 2026	As at March 31, 2025
Authorised share capital		
(i) Equity shares of ₹2/- each		
305,933,000 (March 31, 2025: 305,933,000) equity shares of ₹2/- each	611.87	611.87
Total Authorised share capital	**611.87**	**611.87**
Issued, subscribed and fully paid up shares	120.06	119.70
(i) Equity shares of ₹2/- each		
120,054,642(March 31, 2025: 119,693,831)) equity shares of ₹2/- each	240.11	239.39
Less: Amount recoverable from MedPlus Employees Benefit Trust (ESOP Trust) 52,121 (March 31, 2025: 55,811) equity shares of ₹2/- each (refer note 34)	(0.00)	(0.00)
Total issued, subscribed and fully paid up equity share capital	**240.11**	**239.39**

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year

i) Equity shares	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount ₹	No. of shares	Amount ₹
At the beginning of the year	11,96,93,831	239.39	11,95,36,952	239.07
Add: Issued during the year on account of ESOP exercise (refer note below)	3,60,811	0.72	1,56,879	0.32
Outstanding at the end of the year	**12,00,54,642**	**240.11**	**11,96,93,831**	**239.39**
Less : Recoverable from ESOP trust	(52,121)	(0.00)	(55,811)	(0.00)
Net outstanding at the end of the year	**12,00,02,521**	**240.11**	**11,96,38,020**	**239.39**

Note : 36,579 equity shares were issued as a result of the exercise of vested options arising from the MedPlus Employee Stock Options and Shares Plan, 2021 (ESOP 2021) granted to key management personnel (31 March 2025: Nil) (see Note 34). Options were exercised at an average price of ₹549.03 per share.

(b) Terms and rights attached to equity shares

The Company has a single class of equity shares having par value of ₹2 per share (March 31, 2025: ₹2 per share). Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets on winding up. The equity shareholders are entitled to receive dividend as declared from time to time, subject to preferential right of preference shareholders to payment of dividend. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to the share of paid-up equity share capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid. Failure to pay any amount called up on shares may lead to their forfeiture. On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts, in proportion to the number of equity shares held.

(c) Details of shareholders holding more than 5% shares in the Company

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	% of holding	No. of shares	% of holding
Equity shares of ₹2 each fully paid up				
G.Madhukar Reddy	1,53,50,400	12.79%	1,53,50,400	12.82%
Lone Furrow Investment Private Limited	1,72,80,732	14.39%	1,72,80,732	14.44%
Agilemed Investments Private Limited	1,56,49,495	13.04%	1,56,49,495	13.07%
Nippon Life India Trustee Limited	90,53,730	7.54%	90,70,114	7.58%

As per records of the Company, including its register of shareholders/members, the above shareholiding represents both legal and beneficial ownership of shares.

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

(d) During the five years immediately preceding the year ended March 31, 2026, no equity shares have been bought back or issued for consideration other than cash except for bonus shares issued which has been disclosed in point (e) below

(e) Details of Bonus issue

	Details of Bonus issue	Number of shares
	During the year ended March 31, 2021 the following bonus shares were issued by way of capitalisation of securities premium balance:	
(i)	1.25 equity shares issued as bonus for every 1 equity share held by the equity share holders, rounded off to nearest number	2,54,674
(ii)	1.25 Series A Compulsorily Convertible Preference Shares ("CCPS") shares issued as bonus for every 1 Series A CCPS held by the Series A CCPS holders, rounded off to nearest number	38,434
(iii)	40 Series A CCPS shares issued as bonus for every 1 Series A CCPS held by the Series A CCPS holders after considering the impact of bonus issue as per (ii) above, rounded off to nearest number	27,67,240
(iv)	40 Series B CCPS shares issued as bonus for every 1 equity shares held by the equity share holders after considering the impact of bonus issue as per (i) above and except to Lone furrow investment private limited and Agilemed Investments Private Limited, rounded off to nearest number	1,19,51,680
(v)	40 Series B1 CCPS shares issued as bonus for every 1 equity shares held by Agilemed Investments Private Limited after considering the impact of bonus issue as per (i) above, rounded off to nearest number	30,53,560
(vi)	40 Series B2 CCPS shares issued as bonus for every 1 equity shares held by Lone furrow investment private limited after considering the impact of bonus issue as per (i) above, rounded off to nearest number	33,31,120
		2,13,96,708

Note: The above mentioned CCPS were converted into equity shares during the year ended March 31, 2022.

(f) Shares reserved for issue under options

For details of shares reserved for issue under the MedPlus Employee Stock Options and Shares Plan, 2009 (ESOP 2009) of the Company and MedPlus Employee Stock Options and Shares Plan, 2021 (ESOP 2021) of the Company (Refer Note 39 and 34)

(g) Details of Promoter shareholding

Promoter Name	As at March 31, 2026			As at March 31, 2025	
	No. of Shares	% of total shares	% Increase/ (decrease) during the year	No. of Shares	% of total shares
Madhukar Reddy Gangadi	1,53,50,400	12.79%	(0.03%)	1,53,50,400	12.82%
Agilemed Investments Private Limited	1,56,49,495	13.04%	(0.03%)	1,56,49,495	13.07%
Lone Furrow Investment Private Limited	1,72,80,732	14.39%	(0.03%)	1,72,80,732	14.44%

15. Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Securities premium		
Opening balance	12,277.42	12,127.54
Add: Reversal of excess offer expenses previously adjusted on estimated basis*	-	6.60
Add: Transferred from share based payment reserve upon exercise of options	208.81	107.20
Add: Proceeds from issue of equity shares issued under ESOP	98.59	36.08
	12,584.82	**12,277.42**
Less: Amount recoverable from ESOP trust (refer note 34)	(77.44)	(77.44)
Add: Proceeds from issue of equity shares under ESOP	46.33	46.33
	(31.11)	**(31.11)**
Closing Balance	**12,553.71**	**12,246.31**

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
* During the year ended March 31,2025, the Company finalized the allocation of actual share issue expenses. As the actual expenses were lower than the amounts previously estimated and adjusted against the securities premium account, a reversal of ₹6.60 million has been made and credited back to the securities premium.		
(ii) Share based payment reserve		
Opening balance	263.02	303.62
Add: Gross compensation for options granted during the year	30.48	68.69
Less: Transfer to Security premium account	(208.81)	(107.20)
Less: Stock options lapsed	(4.40)	(2.09)
Closing balance	**80.29**	**263.02**
(iii) General reserve		
Balance at the beginning of the year	358.37	356.28
Add: Stock options lapsed	4.40	2.09
Balance at the end of the year	**362.77**	**358.37**
(iv) Capital reserve		
Balance at the beginning and end of the year	7.62	7.62
Add: During the year	-	-
Closing balance	**7.62**	**7.62**
(v) Amalgamation adjustment account		
Balance at the beginning and end of the year	(98.39)	(98.39)
Closing balance	**(98.39)**	**(98.39)**
(vi) Retained earnings		
Opening balance	(612.85)	(1,018.20)
Profit for the year	624.12	403.35
Add: Re-measurement gain on defined benefit plan	3.75	2.00
Closing balance	**15.02**	**(612.85)**
Total Other equity ((i)+(ii)+(iii)+(iv)+(v)+(vi))	**12,921.02**	**12,164.08**

Nature and purpose of reserves

a) Securities premium

Securities premium is used to record the premium on issue of shares. The premium will be utilised in accordance with the provisions of the Act.

b) Share based payment reserve

The Company has granted equity settled share based payment plans for certain categories of employees of the Company. (refer note 34).

c) General Reserve

General reserve is used from time to time to transfer profit from reserves, for appropriation purposes.

d) Retained earnings

Retained earnings are profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

e) Capital reserve

Capital reserve represents reserve created as part of common control business combination during the financial year FY 2020-21.

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

f) Amalgamation adjustment account

Represents reserve created as part of common control transaction business combination during the financial year FY 2020-21.

16. Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
- Total outstanding dues of micro and small enterprises ('MSME') (refer note 38)	70.53	28.91
- Total outstanding dues of creditors other than micro and small enterprises:		
- to related parties (refer note 39(C))	1.25	0.75
- to others	268.55	421.99
	340.33	**451.65**

Ageing of trade payables outstanding as at March 31, 2026 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	70.46	0.06	-	-	-	70.52
(ii) Others	216.69	31.98	1.65	0.59	-	250.91
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	**287.15**	**32.04**	**1.65**	**0.59**	**-**	**321.43**
Accrued expenses						18.90
						340.33

Ageing of trade payables outstanding as at March 31, 2025 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	27.64	1.27	-	-	-	28.91
(ii) Others	338.60	64.38	1.02	0.96	0.05	405.01
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	**366.24**	**65.65**	**1.02**	**0.96**	**0.05**	**433.92**
Accrued expenses						17.73
						451.65

17. Lease liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Non-current		
Lease liabilities (refer note 35 c)	842.72	886.41
	842.72	**886.41**
(b) Current		
Lease liabilities (refer note 35 c)	72.75	58.69
	72.75	**58.69**

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

18. Other financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Creditors for capital goods	2.54	0.92
Employee dues payable	47.01	36.97
	49.55	**37.89**

19. Provisions

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Non-current		
Provision for gratuity, partly funded (refer note 33 & 39)	11.13	16.66
	11.13	**16.66**
(b) Current		
Provision for gratuity, partly funded (refer note 33 & 39)	7.68	1.50
Provision for compensated absences, unfunded	31.56	21.60
	39.24	**23.10**

20. Other current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory liabilities	22.15	33.89
	22.15	**33.89**

21. Contract liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Advance from customers	6.16	4.04
Unearned revenue (refer note 22)	104.79	78.70
	110.95	**82.74**
Movement in unearned revenue		
As at beginning of the year	78.70	53.82
Billed during the year	293.55	245.74
Revenue recognised during the year	(267.46)	(220.86)
As at end of the year	**104.79**	**78.70**

22. Revenue from Operations

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a. Revenue from contract with customers		
Sale of goods	7,170.00	5,928.69
Sale of services	1,309.87	1,081.07
	8,479.87	**7,009.76**
b. Other operating revenue		
Management and administrative fees income	28.10	32.54
Brand fee	97.69	88.67
	125.79	**121.21**
Total	**8,605.66**	**7,130.97**

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Refer note 39(B) for transactions with related parties

Disclosures as per Ind AS 115 - Revenue from contract with customers

a. Revenue streams

The Company generates revenue primarily from the sale of general and pharmaceutical items and diagnostic services. Other sources of revenue include management and administrative fees and brand fees.

Reconciliation of revenue recognised with contract price

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from contract with customers at contracted price	8,997.39	7,405.65
Sale of Lab coupon	267.46	220.86
Adjustment: Discounts offered	(784.98)	(616.75)
Revenue from contract with customers	**8,479.87**	**7,009.76**

b. Disaggregation of revenue from contract with customers

(i) Based on geography: Entire revenue from contract with customers is from India.

(ii) Based on segment: The Company disaggregates revenue from contracts with customers by nature of services, geography and timing of revenue recognition.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Diagnostic services	1,309.87	1,081.07
Sale of goods to related party	7,170.00	5,928.69
Revenue from contract with customers	**8,479.87**	**7,009.76**

(iii) Timing of revenue recognition

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Products and services transferred at a point in time	8,264.90	6,831.37
Services transferred over time	214.97	178.39
	8,479.87	**7,009.76**
Other operating revenue	125.79	121.21
Total	**8,605.66**	**7,130.97**

c. Details of deferred revenue

Tabulated below is the reconciliation of deferred revenue for the year ended March 31, 2026 and March 31, 2025:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
As at beginning of the year	78.70	53.82
Billed during the year	293.55	245.74
Revenue recognised during the year	(267.46)	(220.86)
As at end of the year	**104.79**	**78.70**

The deferred revenue primarily relates to contract liabilities arising from discount coupons program of the company.

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

The amount of ₹78.70 included in contract liabilities at March 31, 2025 has been recognised as revenue during the year ended March 31, 2026 (March 31, 2025: ₹53.82).

d. Revenues from significant customers

Revenues from one customer amounts to ₹7,295.71 (March 31, 2025: ₹6,049.81) which is 85% of total revenue (March 31, 2025: 85%)

The following table provides information about contract assets and contract liabilities from contract with customers:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Trade receivables (refer note 13)	1,326.06	1,216.30
Advance from customers (refer note 21)	6.16	4.04
Unearned revenue on membership fees (refer note 21)	104.79	78.70

23. Other income

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income under effective interest rate method		
- on bank deposits	86.38	64.25
- financial assets measured at amortised cost	3.26	3.19
Rental income (refer notes 35(b) and 39(b))	10.37	7.74
Liabilities no longer required written back	0.92	2.56
Gain on de-recognition of right-of-use assets, net	-	2.72
Miscellaneous income	6.73	8.89
	107.66	**89.35**

24. Purchases of stock-in-trade

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Purchases of stock-in-trade	5,703.85	4,860.25
	5,703.85	**4,860.25**

25. Cost of materials consumed

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Raw materials (including reagents and packing materials) at the beginning of the year	152.48	119.76
Add: Purchases during the year	899.60	648.90
Less: Raw materials (including reagents and packing materials) at the end of the year	239.67	152.48
	812.41	**616.18**

26. Changes in inventories of finished goods, work-in-progress and stock-in-trade

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the beginning of the year		
Finished goods	22.74	10.59
Work-in-progress	7.24	9.26
Stock-in-trade	0.77	-

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
	30.75	**19.85**
Less : Inventories at the end of the year		
Finished goods	17.07	22.74
Work-in-progress	6.13	7.24
Stock-in-trade	0.36	0.77
	23.56	**30.75**
Change in inventories	**7.19**	**(10.90)**

27. Employee benefits expense

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries, wages and bonus	470.19	409.18
Contribution to provident fund and other funds (refer note 33)	30.19	25.52
Gratuity expense (refer note 33)	14.77	10.21
Employees stock option compensation expenses (refer note 34)	6.36	11.51
Staff welfare expenses	21.48	15.78
	542.99	**472.20**

28. Depreciation and amortisation expense

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment (refer note 3a)	152.19	155.93
Amortisation on Intangible asset (refer note 3c)	8.35	8.38
Depreciation on right-of-use assets (refer note 35(a))	103.32	105.06
	263.86	**269.37**

29. Finance costs

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expenses on lease liabilities (refer note 35c)	83.11	86.25
Interest on others	0.03	-
	83.14	**86.25**

30. Other expenses

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Rates and taxes	29.97	6.52
Electricity charges	58.08	53.12
Communication costs	3.56	2.26
Travelling and conveyance	13.53	12.03
Printing and stationary	2.06	1.77
Legal and professional charges - Doctors Fees	187.13	179.38
Legal and professional charges - Others	32.49	24.37
Payment to auditors (refer note (a) below)	2.02	2.02

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Directors sitting fees	3.50	4.25
Insurance	5.91	4.97
Repairs and maintenance on Plant and equipment	77.01	69.28
Advertisement and sales promotion	23.49	30.35
Management and administrative fees	10.72	10.64
Allowance for expected credit loss, net	-	0.07
Corporate Social Responsibility Expenses	3.95	0.89
Loss on sale of property, plant and equipment	0.06	2.44
Advances/debts written off	0.46	0.22
Loss on de-recognition of right-of-use assets, net	3.35	-
Miscellaneous expenses	10.86	10.67
	468.15	**415.25**

Note (a): Payment to Statutory auditor

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
As auditors:		
Statutory audit fee (including fee for limited review)	1.65	1.72
Certification fee	0.17	0.11
Reimbursement of expenses	0.20	0.19
	2.02	**2.02**

31. Earnings per share (EPS)

The following reflects the earnings and share data used in the basic and diluted EPS computations:

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit attributable to equity shareholders of the Company	624.12	403.35
Weighted average number of shares for considered for Basic EPS		
Number of shares at the beginning of the year	11,96,93,831	11,95,36,952
Add: Exercise of employee stock options during the period	1,33,249	50,403
Weighted average number of shares outstanding during the year	**11,98,27,080**	**11,95,87,355**
Add: Impact of dilutive potential equity shares on account of share options granted	2,71,289	4,35,573
Weighted average number of equity shares for diluted EPS	**12,00,98,369**	**12,00,22,928**
Face value of each equity share (In absolute ₹ terms)	2.00	2.00
Earnings per share (In absolute ₹ terms)		
- Basic	5.21	3.37
- Diluted	**5.20**	**3.36**

The average market value of the Company's shares for the purpose of calculating the dilutive effect of share options was based on quoted market prices for the year during which the options were outstanding.

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

32. Income tax

(a) Amount recognised in statement of profit and loss

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current income tax expenses	224.65	108.18
Current income tax expense in respect of prior years	1.28	-
Interest on income tax	0.21	1.04
Deferred tax benefit		
Deferred tax benefit	(23.94)	(0.85)
Deferred tax benefit in respect of prior year	5.41	-
Total income tax expense recognised in standalone statement of Profit and Loss	**207.61**	**108.37**

(ii) Other Comprehensive Income (OCI)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Remeasurement of gain on net defined benefit plans	(1.19)	(0.67)
Income tax expense charged to OCI	**(1.19)**	**(0.67)**

(b) Reconciliation of effective tax rate for the year ended March 31, 2026 and March 31, 2025:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit before tax	831.73	511.72
Enacted tax rate in India	25.17%	25.17%
Expected tax expenses	209.33	128.79
Reconciling items:		
Deferred tax benefit accounted on carry forward tax losses and unabsorbed depreciation	-	4.57
Tax benefits availed u/s 80JJAA of Income Tax Act	(8.97)	(7.78)
Deferred Tax benefits availed u/s 80JJAA of Income Tax Act	(0.48)	(7.67)
Others	1.04	(9.54)
Current taxes for earlier years	1.28	-
Deferred taxes for earlier years	5.41	-
Total Tax expense	**207.61**	**108.37**
Tax expense as per standalone Statement of Profit and Loss	**207.61**	**108.37**

(c) The components of deferred tax (liabilities)/assets arising on account of timing differences are as follows:

Particulars	As at March 31, 2025	Reconginsed in statement of Profit and Loss	Recognised in OCI	As at March 31, 2026
Deferred tax asset / (liability)				
Property, plant and equipment	(28.10)	7.48	-	(20.62)
Provision for expenses allowed for tax purpose on payment basis	9.10	7.06	1.19	14.97
Accrual for expenses	1.22	(0.26)	-	0.96
Lease liability	43.13	3.78	-	46.91
Others	2.95	(0.01)	-	2.94
Deduction under 80JJAA	7.67	0.48	-	8.15

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	As at March 31, 2025	Reconginsed in statement of Profit and Loss	Recognised in OCI	As at March 31, 2026
Deferred tax benefit/(expense)		**18.53**	**1.19**	
Deferred tax asset, net	**35.97**			**53.31**

(e) The components of deferred tax (liabilities)/assets arising on account of timing differences are as follows:

Particulars	As at March 31, 2024 (restated)	Reconginsed in statement of Profit and Loss	Recognised in OCI	As at March 31, 2025
Deferred tax asset / (liability)				
Property, plant and equipment	(26.39)	(1.71)	-	(28.10)
Provision for expenses allowed for tax purpose on payment basis	0.46	9.31	0.67	9.10
Accrual for expenses	14.13	(12.91)	-	1.22
Lease liability	27.79	15.34	-	43.13
Others	-	2.95	-	2.95
Deduction under 80JJAA	-	7.67	-	7.67
Carry forward of business losses	**19.80**	**(19.80)**	**-**	**-**
Deferred tax benefit/(expense)		**0.85**	**0.67**	
Deferred tax asset, net	**35.79**			**35.97**

Note 1: The Company had received a demand notice from the Income tax authorities pertaining to FY 2020-21, amounting to ₹32.37 due to certain disallowances and additions to the total income. The Company has filed an appeal with the Commissioner of Income Tax (Appeals) challenging the said demand. Based on the assessment of the notice and the underlying facts by an independent external consultant, the Company is confident that the matter will be settled in the Company's favour. Consequently, no adjustments have been made to the standalone financial statements in this regard.

33. Employee benefits

I. Post Employment Benefits

A. Defined benefits plan - Gratuity

Company has a defined benefit plan which provides for gratuity payments for its employees. Under the plan, every employee who has completed at least five years of service is entitled to gratuity equivalent fifteen days salary last drawn for each completed year of service in accordance with the Code on Social Security, 2020. The same is payable at the time of separation from the company. The scheme is partly funded in the form of a qualifying insurance policy managed by Life Insurance Corporation of India.

The defined benefit plan exposes the company to actuarial risks such as longevity risk, interest rate risk and market/investment risk.

Interest Rate risk: The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability.

Investment Risk: The probability or likelihood of occurrence of losses relative to the expected return on any particular investment.

Liquidity Risk: This is the risk that the Company is not able to meet the short-term gratuity payouts. This may arise due to non-availability of enough cash / cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

The Company has determined that, in accordance with the terms and conditions of the gratuity plan, and in accordance with statutory requirements (including minimum funding requirements) of the plan of the relevant jurisdiction, the present value of refund or reduction in future contributions is not lower than the balance of the total fair value of the plan assets less the total present value of obligations. As such, no decrease in the defined benefit asset is necessary at March 31, 2026 (March 31, 2025:

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

no decrease in defined benefit asset). Project unit credit method has been used for valuation.

The components of gratuity cost recognised in the standalone statement of profit and loss for the year ended March 31, 2026 and March 31, 2025 consist of the following:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Changes in the present value of defined benefit obligations are as follows:		
Defined benefit obligations at the beginning of the year	31.74	25.71
Current service cost	9.31	9.21
Past service cost	1.58	-
Interest on defined obligations	2.21	1.78
Benefits paid	(0.64)	(2.26)
Re-measurements due to:		
- change in assumptions	(6.46)	0.58
- due to experience adjustment	0.90	(3.28)
Defined benefit obligations at the end of the year	**38.64**	**31.74**
Changes in the fair value of plan assets are as follows:		
Fair value of plan assets at the beginning of the year	13.58	8.48
Employer contributions	9.00	6.57
Interest on plan assets	1.26	0.78
Benefits paid	(0.46)	(2.26)
Remeasurements-return on plan assets	(0.62)	(0.03)
Plan assets at the end of the year	**22.76**	**13.58**
Amount to be recognised in Statement of Profit and Loss:		
Current service cost	9.31	9.21
Past service cost	1.58	-
Interest on defined benefit liability	2.21	1.78
Excepted return on plan assets	(1.26)	(0.78)
Service cost pertaining to consultants	2.92	-
Gratuity expenses recognised in statement of profit and loss	**14.76**	**10.21**
Remeasurement on the net defined benefit plan recognised in OCI:		
Remeasurements - due to change in assumptions	(6.46)	0.58
Remeasurements - due to experience adjustment	0.90	(3.28)
Remeasurements - return on plan assets	0.62	0.03
Components of defined benefit costs recognised in other comprehensive income	**(4.94)**	**(2.67)**

Details of the employee defined benefits obligations and plan assets are provided below:

Particulars	As at March 31, 2026	As at March 31, 2025
Present value of defined benefit obligation	38.64	31.74
Fair value of plan assets	(22.76)	(13.58)
Present value of defined benefit obligation for consultants	2.93	-
Net defined benefit liability	**18.81**	**18.16**

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Bifurcation of net defined benefit liability disclosed under Provisions

Particulars	As at March 31, 2026	As at March 31, 2025
Current provision	7.68	1.50
Non-current provision	11.13	16.66
	18.81	**18.16**

Plan assets

Plan assets comprise of the following:

Particulars	As at March 31, 2026	As at March 31, 2025
Funds managed by Life Insurance Corporation of India	22.76	13.58
	22.76	**13.58**

The Company makes contribution to the Life Insurance Corporation ('LIC') of an amount advised by LIC through its Gratuity Trust created to administer the Gratuity scheme. The Company was not informed by LIC of the investments made by them or the breakup of the plan assets in to various type of investments.

The Company expects to contribute approximately ₹4.76 to the gratuity fund during the financial year ending March 31, 2027 (31 March 2025: ₹5.00).

Sensitivity Analysis: (Increase / (decrease) in obligation)

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions,holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Effect of 1% change in assumed discount rate		
- 1% increase	(1.65)	(2.59)
- 1% decrease	1.80	3.02
(b) Effect of 1% change in assumed salary escalation rate		
- 1% increase	1.76	2.76
- 1% decrease	(1.64)	(2.44)
(c) Effect of 1% change in assumed attrition rate		
- 1% increase	(0.35)	(0.57)
- 1% decrease	0.38	0.62
(d) Effect of 10% change in assumed mortality rate		
- 10% increase	0.01	(0.00)
- 10% decrease	0.01	0.00

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.There are no changes in the methods and assumptions used in preparing the sensitivity analysisfrom the previous year.

Key actuarial assumptions:

Principal actuarial assumptions at the reporting date (expressed as weighted averages)

Particulars	As at March 31, 2026	As at March 31, 2025
Discount rate	7.81%	7.04%
Attrition rate	23.00%	10.00%
Mortality Rate (as % of IALM (2012-14) Ult. Mortality Table)	100.00%	100.00%

Notes to Standalone Financial Statements for the year ended March 31st, 2026
(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Rate of compensation increase	10.00%	9.00%

The discount rate indicated above reflects the estimated timing and currency of benefit payments. It is based on the market yields of high quality corporate bonds on the valuation date.

The salary growth rate indicated above is the Company's best estimate of an increase in salary of the employees in future years, determined considering the general trend in inflation, seniority, promotions, past experience and other relevant factors such as demand and supply in employment market, etc.

Attrition rate indicated above represents the Company's best estimate of employee turnover in future (other than on account of retirement, death or disablement) determined considering various factors such as nature of business, retention policy, industry factors, past experience, etc.

The expected future cash flows in respect of gratuity were as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Expected future benefit payments		
Less than a year	4.76	1.50
Between 2-5 years	25.37	12.67
More than 5 years	29.18	56.73

The weighted average duration of the defined benefit obligation is 5.00 years (March 31, 2025 : 10 years)

B. Defined Contribution Plan

Provident fund and other funds

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund and Employee state insurance, which is defined contribution plan. The Company has no obligations other than to make specified contributions. The contributions are charged to the statement of profit and loss as they accrue.

The amount recognised as an expense towards contribution to provident fund and employee state insurance for the year aggregated to ₹30.19 (March 31, 2025: ₹25.52) (refer note 27).

II. Other benefits - Leave Encashment

The employees of the Company are entitled to leave encashment which are both accumulating and non-accumulating in nature. The expected cost of accumulating leave encashment is determined by actuarial valuation based on the additional amount expected to be paid as a result of the unused entitlement that has accumulated at the balance sheet date. Expense on non-accumulating leaves is recognized in the year in which the absences occur.

The amount recognised as an expense towards leave compensated absences for the year aggregated to ₹13.72 (March 31, 2025: ₹6.93).

III. Impact of new Labour Codes

During the year ended March 31, 2026, the Central Government of India notified the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020, collectively referred to as the 'New Labour Codes', effective from November 21, 2025 primarily impacting the wage definition to be considered for the purpose of defined benefit obligation relating to gratuity and defined benefit contribution relating to leave encashment.

As a result of this plan amendment, the Company's defined benefit obligation and defined benefit contribution increased by ₹1.58 and ₹0.47 respectively (March 31, 2025: Nil). A corresponding past service cost was recognized in the statement of profit and loss during the current year. The Company continues to monitor the Central / State Rules as notified and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

34. Employee stock option plan

(i) MedPlus Employees Stock Option and Shares Plan 2009 (ESOP 2009)

(a) The Company instituted MedPlus Employees Stock Option and Shares Plan 2009 (ESOP 2009). The Board of directors approved the plan on November 16, 2009. The plan is effective from November 1, 2009 which provided for issue of 9,673 stock options to eligible employees. The options vest over a period of four years or as approved by remuneration committee and would be settled by issue of fully paid equity shares.

Pursuant to a resolution passed by the Board of Directors on February 17, 2011, the Company had formed a trust (MedPlus Employee Benefit Trust) to implement and administer ESOP 2009 and had allotted 9,673 options to the Trust.

The Company has allotted (before giving impact of bonus and split) 4,110 equity options and 5,563 options to the trust at premium of ₹11,016 per Option and ₹5,781 per Option respectively, aggregating total securities premium of ₹77.44 millions

Amount receivable from the trust for options granted aggregating to ₹77.54 (Face value – ₹0.10 and Premium of ₹77.44) has been accounted as 'Amount recoverable from Trust in kind' and has been deducted from share capital and securities premium respectively as these are in the nature of own shares held. The same will be adjusted at the time of exercise of options by the employees.

During the year March 31, 2026 8 (March 31, 2025: 138) options were exercised by employees which resulted in

(i) increase in paid up capital by March 31, 2026 ₹0.00 (March 31, 2025: ₹0.00) and

(ii) increase of securities premium by March 31, 2026 ₹Nil (March 31, 2025: ₹Nil)

Further, recovery of ₹0.00 (March 31, 2025: ₹9.92) from ESOP trust was done on account of exercised options during the year ended March 31, 2026."

(b) The details of the activity have been summarized below

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
	(No. of options)	(No. of options)
Outstanding at the beginning of the year	13	151
Exercisable at the beginning of the year	1	11
Granted during the year	-	-
Forfeited during the year	1	-
Exercised during the year	8	138
Vested during the year	11	128
Expired during the year	-	-
Outstanding at the end of the year*	4	13
Exercisable at the end of the year	4	1
Weighted average remaining contractual life (in years)	-	-

*One option equals to 461.25 equity shares

(ii) MedPlus Employees Stock Option and Shares Plan 2021 (ESOP 2021)

(a) The Company instituted MedPlus Employees Stock Option and Shares Plan 2021 (ESOP 2021). The Board of directors approved the plan on August 9, 2021. The plan is effective from August 9, 2021 which provided for issue of 1,117,612 stock options to eligible employees. The options vest over a period of four years from the grant date at 10%, 25%, 25% and 40% respectively, as a % of options granted. Vesting period may be accelerated on deserving cases, subject to applicable law and minimum vesting period of at least one year. During the year ended March 31, 2026 the Company has granted Nil (March 31, 2025: Nil) Options.

Notes to Standalone Financial Statements for the year ended March 31st, 2026
(All amounts in Indian Rupees in millions except for share data or otherwise stated)

(b) The details of the activity have been summarized below

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
	(No. of options)	(No. of options)
Outstanding at the beginning of the year	3,94,305	6,68,824
Exercisable at the beginning of the year	1,80,096	1,06,251
Granted during the year	-	-
Forfeited during the year	10,151	40,409
Exercised during the year	3,60,811	1,56,879
Vested during the year	3,19,988	2,34,110
Expired during the year	6,789	3,386
Outstanding at the end of the year	64,166	3,94,305
Exercisable at the end of the year	1,32,484	1,80,096
Weighted average remaining contractual life (in years)	1.06	0.86

34. Employee stock option plan (continued)

Exercise price and fair value of stock options granted	March 31, 2026	March 31, 2025
Grant date	Amount in ₹	
Exercise price		
22-11-2021	232.00	
30-03-2023	541.98	
20-12-2023	628.00	
Fair value		
22-11-2021	609.70 to 642.50	
30-03-2023	132.60 to 237.00	
20-12-2023	176.73 to 312.48	

Also refer note 14.

Effect of the employee option plan on the standalone Statement of Profit and Loss and on its financial position

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Total employee compensation cost pertaining to stock option plan *	6.36	11.51
Reserves - employee stock option plan outstanding as at the period end	80.29	263.02

*Does not include ₹24.11 (March 31, 2025: ₹57.18) pertaining to ESOP issued to the employees of subsidiaries.

35. Leases

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

a Movement of right of use asset for the year ended March 31, 2026 and March 31, 2025:

Particulars	Machinery	Buildings	Total
Gross carrying amount			
As at April 01, 2024	57.21	952.77	1,009.98
Additions	-	150.60	150.60
Deletions	-	(70.05)	(70.05)
As at March 31, 2025	**57.21**	**1,033.32**	**1,090.53**
Additions	1.37	236.66	238.03
Deletions/modification	(6.24)	(211.66)	(217.90)
As at March 31, 2026	**52.34**	**1,058.32**	**1,110.66**
Accumulated Depreciation			
As at April 01, 2024	5.16	206.19	211.35
Charge for the year	6.69	98.37	105.06
Deletions	-	(40.68)	(40.68)
As at March 31, 2025	**11.85**	**263.88**	**275.73**
Charge for the year	5.71	97.58	103.29
Deletions/modification	-	(17.34)	(17.34)
As at March 31, 2026	**17.56**	**344.12**	**361.68**
Net carrying amounts			
Balance as at March 31, 2025	**45.36**	**769.44**	**814.80**
Balance as at March 31, 2026	**34.78**	**714.20**	**748.98**

* The aggregate depreciation expenses for the year on right -of-use assets is included under depreciation and amortisation expense in the Statement of profit and loss.

b The following is the rental expenses and income recorded for short term leases, variable leases and low value leases for the year ended March 31, 2026 and March 31, 2025:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Rental income from sub-lease	10.37	7.74

c Following are the changes in the lease liabilities for the year ended March 31, 2026 and March 31, 2025:

Particulars	Machinery	Buildings	Total
Balance as at April 01, 2024	49.58	838.80	888.38
Additions	0.00	148.01	148.01
Interest expenses on lease liabilities	4.38	81.87	86.25
Deletions	-	32.06	32.06
Payment of lease liabilities*	9.34	136.14	145.48
Balance as at March 31, 2025	**44.62**	**900.48**	**945.10**
Additions	1.37	230.25	231.62
Interest expenses on lease liabilities	3.37	79.74	83.11
Deletions/modification	6.24	190.88	197.12
Payment of lease liabilities*	8.04	139.20	147.24
Balance as at March 31, 2026	**35.08**	**880.39**	**915.47**

* Lease payments during the year have been disclosed under financing activities in the Statement of Cash flows.

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Bifurcation of lease liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current lease liabilities	842.72	886.41
Current lease liabilities	72.75	58.69

d The following is the cash outflow on leases during the year ended March 31, 2026 and March 31, 2025:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Payment of lease liabilities	147.24	145.48
Short-term lease expense	-	-
Total cash outflow on leases	**147.24**	**145.48**

e The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis :

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Less than 6 months	79.74	76.63
6 to 12 months	77.07	77.18
1 to 2 years	158.38	154.25
2 to 5 years	481.60	655.04
Over 5 years	552.20	605.45

The Company does not face a significant liquidity risk with regards to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when fall due.

ii. Leases as Lessor:

The Company has given certain properties under non-cancellable leases to various parties. The Company has classified these leases as operating leases because they do not transfer substantially all of the risks and rewards incidental to the ownership of the assets. Rental income recognised by the Company during the year ended March 31, 2026 was ₹10.37 (March 31, 2025: ₹7.74). The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Less than 1 year	10.65	10.43
1 to 2 years	11.02	10.65
2 to 3 years	12.03	11.02
3 to 4 years	11.85	12.03
4 to 5 years	10.27	11.85
Over 5 years	36.80	47.07

f The following is the amount recognised in profit or loss during the year ended March 31, 2026 and March 31, 2025:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense on lease liabilities	83.11	86.25
Short-term lease expense	-	-
Rental income from sub-lease	(10.37)	(7.74)

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

36. Operating segment

The Company has presented segment information in the consolidated financial statements. Accordingly, in terms of paragraph 3 of Ind AS 108 'Operating Segments', no disclosures related to segment are presented in these standalone financial statements.

37. Capital Commitments

Commitments

As at March 31, 2026 the Company has commitments of ₹11.97 relating to contracts remaining to be executed on capital account, net of advance. (March 31, 2025: ₹0.88)

38. Details of dues of micro enterprises and small enterprises as defined under the MSMED Act, 2006

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated August 26, 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filling the Memorandum. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at March 31, 2026 has been made in the standalone financial statements based on information received and available with the Company. The Company has not received any claim for interest from any supplier under the said Act.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
The amounts remaining unpaid to micro and small suppliers as at the end of the year		
- Principal	70.53	28.91
- Interest	-	-
The amount of interest paid by the buyer as per the MSMED Act, 2006	0.03	-
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act;	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises for the purposes of disallowances as a deductible expenditure under the MSMED Act, 2006	-	-

Note: This information is required to be disclosed under the MSMED Act and has been determined to the extent such parties have been identified on the basis of information available with the Company and has been relied upon by the auditors.

39. Related party Disclosure

a Nature of relationship and names of related parties

(i) Subsidiaries

1. Optival Health Solutions Private Limited
2. NovaSud Pharmaceuticals Private Limited
3. Wynclark Pharmaceuticals Private Limited
4. Kalyani Meditimes Private Limited
5. Sai Sridhar Pharma Private Limited – Subsidiary of Nova Sud Pharmaceuticals Private Limited
6. Venkata Krishna Enterprises Private Limited – Subsidiary of Nova Sud Pharmaceuticals Private Limited
7. Deccan Medisales Private Limited – Subsidiary of Nova Sud Pharmaceuticals Private Limited
8. Shri Banashankari Pharma Private Limited – Subsidiary of Nova Sud Pharmaceuticals Private Limited
9. Sidson Pharma Distributors Private Limited – Subsidiary of Nova Sud Pharmaceuticals Private Limited
10. Clearancekart Private Limited
11. Medplus Insurance Brokers Private Limited

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

(ii) Key management personnel

1. G. Madhukar Reddy – Managing Director
2. C. Bhaskar Reddy – Executive Director
3. Sujit Kumar Mahato- Chief Financial Officer
4. Manoj Kumar Srivastava- Company Secretary

(iii) Directors

1. Murali Sivaraman - Independent Director
2. Madhavan Ganesan - Independent Director
3. Hiroo Mirchandani - Independent Director (upto July 01,2024)
4. Aparna Surabhi - Independent Director (w.e.f July 01,2024)
5. Muralidharan Thyagarajan- Independent Director (w.e.f December 18, 2024)

(iv) Entities over which shareholders, key management personnel exercise control or significant influence

1. Hinshitsu Manufacturing Private Limited
2. Agilemed Investments Private Limited
3. Lone Furrow Investments Private Limited
4. Gangadi Investments Private Limited

(v) Employee Benefit Plans

1. MedPlus Employees Group Gratuity Assurance Scheme

b Related party transactions during the year ended

	(i) Subsidiaries	For the year ended March 31, 2026	For the year ended March 31, 2025
1.	**Optival Health Solutions Private Limited**		
	Rental income	10.29	7.62
	Lease payments	22.15	21.05
	Management services rendered	28.02	32.45
	Management services received	9.73	10.64
	Brand fee received	97.69	88.67
	Sale of goods (net of taxes)	7,130.94	5,910.85
	Sale of goods	35.09	15.74
	Purchase of stores and spares	0.17	-
	Sale of property plant and equipment	-	3.10
	Purchase of Property plant and equipment	7.92	8.24
	Collection commission expense paid	6.46	6.66
	Collection commission received	0.01	0.03
	Payment made on behalf of	2.09	1.41
	Amount collected on behalf of the company	7.54	19.14
	Software License fees paid	0.94	-
	Deemed investment		
	Share-based payment expense (refer note 34)	23.87	56.59
2.	**Wynclark Pharmaceuticals Private Limited**		
	Management services rendered	0.08	0.09
	Reimbursement of expenses	0.34	0.22

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

(i) Subsidiaries		For the year ended March 31, 2026	For the year ended March 31, 2025
3.	**Venkata Krishna Enterprises Private Limited**		
	Share-based payment expense (refer note 34)	0.20	0.49
4.	**Sidson Pharma Distributors Private Limited**		
	Share-based payment expense (refer note 34)	0.04	0.10
(ii)	**Entities over which shareholders, key management personnel exercise control or significant influence**		
1.	**Hinshitsu Manufacturing Private Limited**		
	Purchase of Property, plant and equipment (Moulds)	-	0.37
	Purchase of goods	-	0.06
	Other Repairs and Maintenance received	1.08	2.68
	Lease payments	1.24	2.97
2.	**Gangadi Investments Private Limited**		
	Lease payments	1.88	-
	Other Repairs and Maintenance received	1.51	-

(iii) Key Management Personnel		For the year ended March 31, 2026	For the year ended March 31, 2025
1.	**G. Madhukar Reddy**		
	a. Managerial remuneration		
	- Short-term employee benefits	4.00	4.00
	- Post employment benefits	0.45	0.37
	b. Rent	0.09	0.08
2.	**C. Bhaskar Reddy**		
	a. Managerial remuneration		
	- Short-term employee benefits	9.87	11.59
	- Post employment benefits	0.44	0.36
3.	**Sujit Kumar Mahato**		
	a. Remuneration		
	- Short-term employee benefits	12.94	14.01
	- Post employment benefits	0.39	0.44
	- Share based payments	3.95	6.03
4.	**Manoj Kumar Srivastava**		
	a. Remuneration		
	- Short-term employee benefits	4.74	4.84
	- Post employment benefits	0.11	0.18
	- Share based payments	1.26	1.62
5.	**Sitting fees paid to directors**	3.50	4.25
(iv)	**Employee Benefit Plans**		
1.	**MedPlus Employees Group Gratuity Assurance Scheme**		
	Employer contributions	9.00	6.57

Notes to Standalone Financial Statements for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

c	Balances outstanding receivable/ (payable)**	As at March 31, 2026	As at March 31, 2025
(i)	**Subsidiaries**		
1.	Optival Health Solutions Private Limited		
	Trade receivables	1,324.57	1,215.90
2.	Wynclark Pharmaceuticals Private Limited		
	Trade receivables	0.02	-
	Trade payables	-	(0.02)
3.	Kalyani Meditimes Private Limited** (refer note 6)		
	Loan receivable (fully provided)	17.82	17.82
	Interest receivable (fully provided for)	0.56	0.56
(ii)	**Key management personnel**		
1.	G. Madhukar Reddy	(1.87)	(1.58)
2.	C. Bhaskar Reddy	(2.16)	(3.78)
3.	Sujit Kumar Mahato	(1.13)	(1.00)
4.	Manoj Kumar Srivastava	(0.39)	(0.38)
(ii)	**Entities over which shareholders, key management personnel exercise control or significant influence**		
1.	Hinshitsu Manufacturing Private Limited	(1.25)	(0.75)
(iii)	**Employee Benefit Plans**		
1.	MedPlus Employees Group Gratuity Assurance Scheme		
	a. Group gratuity plan asset	22.76	13.58

* Excluding equity shares of the Company, investments and deemed investments. (refer note 5 & 14)

** Accrued interest of ₹3.20 (March 31, 2025 : ₹3.20) are not included

Note:

1. Outstanding balances for trade receivable, trade payable and other payables are unsecured, interest free and settlement occurs in cash. The Company has recorded impairment of balances relating to amounts owed by related party, provision for bad and doubtful debts will be made on an aggregate basis i.e. not specific to party. The assessment is undertaken each financial year through evaluating the financial position of the related party and the market in which the related party operates.
2. Managerial remuneration does not include post employment benefit which is determined for Company as whole.

40. Financial instruments Fair Values

Refer note 2.2 (o.) for accounting policy on Financial Instruments.

Set out below, is a comparison by class of the carrying amounts of the Company's financial instruments:

Particulars	Carrying amount	
	As at March 31, 2026	As at March 31, 2025
Financial assets measured at amortised cost*:		
a) Trade receivables	1,326.06	1,216.21
b) Cash and cash equivalents	464.53	113.00
c) Bank balances other than cash and cash equivalents	925.86	457.22
d) Loans	-	-
e) Other financial assets (current & non-current)	514.26	742.52
	3,230.71	**2,528.95**

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	Carrying amount	
	As at March 31, 2026	As at March 31, 2025
Financial liabilities measured at amortised cost:		
a) Trade payables	340.33	451.65
b) Lease liabilities (current & non-current)	915.47	945.10
c) Other financial liabilities	49.55	37.89
	1,305.35	**1,434.64**

*Financial assets does not include investment in subsdiaries.

The fair value of trade receivables, cash and cash equivalents, bank balances, other than cash and cash equivalents, loans, other financial assets, trade payables, lease liabilities and other financial liabilities approximate their carrying amount largely due to short time nature of these instruments.

Fair value hierarchy

Refer note 2.2d for accounting policy on Fair value.

There are no transfers between levels 1 and 2 during the year ended March 31, 2026 and March 31, 2025.

41. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

1. Credit risk
2. Liquidity risk"
3. Market risk

Risk management framework:

The Company's Board of Directors has overall responsibility for the establishment and deployment of risk management framework. The Board of Directors has adopted a Risk Policy, which empowers the management to access and monitoring the risk management parameters along with action taken and the same is updated to Board of Directors."

The Company's risk management policies are established to identify and analyse the risks being faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Company's audit committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risk faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the result of which are reported to the audit committee.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the credit, interest rate, liquidity and other market changes. The Company's Financial instruments are not affected by market risk.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, cash and cash equivalents, bank deposits and other financial assets. None of the financial instruments of the Company result in material concentration of credit risk, except for trade receivables.

Notes to Standalone Financial Statements for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Trade and other receivables

The Company primarily supplies goods to its subsidery companies which are made on credit. It generally operates on Cash and Carry model in the diagnostic services line, however sale to certain institutional customers are made on credit. Credit terms are generally 30 to 60 days. The customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on the individual credit limits as defined in accordance with this assessment and outstanding customer receivables are regularly monitored. The Company' receivables turnover is quick and historically, there was no significant defaults on account of those customer in the past. Ind AS requires an entity to recognise in profit or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised in accordance with Ind AS 109.

The Company assesses financial position at each reporting date whether a financial asset or a group of financial assets is impaired. Expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. Since 99.89% of the trade receivables are from related parties, no credit risk is observed.

Exposure to credit risk:

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was ₹1326.06, ₹1216.29 as of March 31, 2026 and March 31, 2025 respectively, being the total of the carrying amount of balances with trade receivables that includes receivable from subsidiaries amounting to ₹1,324.59 where no risk is associated.

The ageing analysis of trade receivables as of the reporting date is as follows:

Particulars	Less than 180 days	More than 180 days	Total
As at March 31, 2026	1,324.67	1.39	1,326.06
As at March 31, 2025	1,216.21	0.08	1,216.29

The following table summarizes the movement in the allowances for impairment in respect of trade receivables :

Particulars	As at March 31, 2026	Total
Balance at the beginning of the year	0.09	0.09
Loss allowance recognised / (reversed) during the year	(0.09)	-
Balance at the end of the year	-	0.09

Cash and cash equivalents and other bank balances

The cash and cash equivalents and other bank balances are held with banks. Credit risk on cash and cash equivalents and deposits with banks and financial institutions are generally low as the said deposits have been made with the banks and financial institutions who have been assigned high credit rating by international and domestic credit rating agencies.

Loans

The Company has advanced interest bearing long-term loan to its subsidiary Kalyani Meditimes Private Limited. An amount of impairment allowance of ₹17.82 (31 March 2025: ₹17.82) has been recognized.

Security deposits and other financial assets

Security deposits are primarily given for acquiring right to the leased asset. Recoverability of these deposits is probable and the Management considers them to be low credit risk. An amount of impairment allowance of ₹11.67 (31 March 2025: ₹11.67) has been recognized.

Liquidity risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

The Company aims to maintain the level of its cash and cash equivalents and other bank balances at an amount in excess of expected cash outflows on financial liabilities (other than trade payables). The Company also monitors the level of expected cash inflows on trade receivables with expected cash outflows on trade payables and other financial liabilities.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

Particulars	6 months or less	6-12 months	1 to 2 years	2 to 5 years	> 5 years
March 31, 2026:					
Trade payables	340.33	-	-	-	-
Lease liabilities	79.74	77.07	158.38	481.60	552.20
Other financial liabilities	49.55	-	-	-	-
	469.62	**77.07**	**158.38**	**481.60**	**552.20**

Particulars	6 months or less	6-12 months	1 to 2 years	2 to 5 years	> 5 years
March 31, 2025:					
Trade payables	451.65	-	-	-	-
Lease liability	76.63	77.18	154.25	655.04	605.45
Other financial liabilities	37.89	-	-	-	-
	566.17	**77.18**	**154.25**	**655.04**	**605.45**

Other risks

The Company has deployed its surplus funds into various financial instruments including liquid and overnight Mutual funds. The Company is exposed to price risk on such investments, which arises on account of movement in interest rates, liquidity and credit quality of underlying securities.

Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

In order to avoid excessive concentrations of risk, the Company's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly.

42. Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure in consideration to the changes in economic conditions. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, borrowings including interest accrued on borrowings less cash and short-term deposits.

Particulars	As at March 31, 2026	As at March 31, 2025
Total Borrowings net of cash and cash equivalents	-	-
Equity	240.11	239.39
Other Equity	12,921.02	12,164.08
Total Equity	**13,161.13**	**12,403.47**

Debt to equity ratio is zero, since the Company doesn't have borrowings as at March 31, 2026 and March 31, 2025.
No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2026.

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

43. Details of Corporate Social Responsibility expenses

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Gross amount required to be spent by the Company during the year	3.95	0.89
(b) Amount approved by the Board to be spent during the year	3.95	0.89
(c) Amount spent during the year (in cash)		
(i) Construction/acquisition of any asset	-	-
(ii) On purposes other than (i) above	3.95	0.89
(d) (Shortfall) / Excess at the end of the year	-	-
(e) Total of previous years shortfall	-	-
(f) Details of related party transactions	-	-
(g) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year.	-	-
(h) Reason for shortfall:		
Nature of CSR activities:		
i) Education		
ii) Health		
iii) Environmental sustainability		
iv) Eradicating hunger		

44. The Company does not have any has long term contracts or derivative contracts on which material foreseeable losses were noted.

45. Other statutory information

(i) Based on the available information, the Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013

(ii) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(iv) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(v) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall.

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Comapany shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries."

(vii) The Company is not declared as Wilful Defaulter by any Bank, financial Institution, governament or any regulatory authority.

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

(viii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(ix) The company is not part of any group (as per the provisions of Core Investment Companies (Reserve Bank) Directions, 2016 as amended).

(x) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(xi) The Company has complied with the number of layers of companies prescribed under clause (87) of Section 2 of the Companies Act, 2013 read with Companies (Restriction on number of layers) Rules, 2017.

46. Initial Public Offer and utilization of proceeds

The Company successfully completed its Initial Public Offering (IPO) during the financial year ended March 31, 2022, issuing 17,573,342 equity shares with a face value of ₹2 each. These shares were subsequently listed on the Bombay Stock Exchange Limited (BSE) and the National Stock Exchange of India Limited (NSE). The IPO consisted of a Fresh Issue of 7,544,511 equity shares, raising ₹6,000.00 million, and an Offer for Sale of 10,028,831 equity shares by existing shareholders, amounting to ₹7,982.95 million. Initially, the estimated Offer expenses were projected at ₹536.83 million in the Prospectus. However, during the year ended March 31, 2025, the final actual expenses were determined to be ₹521.16 million, slightly lower than the original estimate. These expenses have been allocated proportionately between the Company and the selling shareholders, based on their respective offer sizes. The Company's share of the final expenses, amounting to ₹210.67 million, has been adjusted against the Securities Premium account in accordance with the provisions of the Companies Act, 2013. The net proceeds received from the IPO will be utilized for investment in a subsidiary to meet its working capital requirements and for general corporate purposes.

The utilization of IPO proceeds received by the holding Company (Net of IPO related expense) is summarized below:

	Objects as per Prospectus	Planned utilisation as per Prospectus	Utilisation up to March 31, 2026	Unutilised amount as on March 31, 2026
i)	Investment in Subsidiary, Optival Health Solutions Private Limited towards their working capital requirements	4,671.70	4,671.70	-
ii)	General Corporate Purposes	1,117.63	1,117.63	-
	Total	5,789.33	5,789.33	-

47 Ratios as per the Schedule III requirements

a) Current Ratio = Current Assets divided by Current Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Current assets	3,551.55	2,752.72
Current Liabilities	634.97	687.96
Ratio	5.59	4.00
% Change from previous year	**40%**	

Reason for change more than 25%

The ratio has increased from 4.00 in March 2025 to 5.59 in March 2026 mainly due to increase in cash generated from operations.

b)	**Debt Equity ratio = Total debt divided by Total shareholders equity where total debt refers to sum of current and non current borrowings**	This ratio has not been computed as there are no borrowings on reporting dates
c)	**Debt Service Coverage Ratio = Earnings available for debt services divided by Total interest and principal repayments**	This ratio has not been computed as there are no borrowings on reporting dates

d) Return on Equity Ratio / Return on Investment Ratio = Net profit after tax divided by average Equity

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Net profit after tax	624.12	403.35
Average Equity	12,782.30	12,139.99
Ratio	0.05	0.03
% Change from previous year	**47%**	

Reason for change:

The ratio has increased from 0.03 in March 2025 to 0.05 in March 2026 mainly due to increase in net profit after tax, which is on account of increase in operations of the Company.

e) Inventory Turnover Ratio = Cost of materials consumed divided by average inventory

Particulars	As at March 31, 2026	As at March 31, 2025
Cost of materials consumed	812.41	616.18
Average inventory	205.57	144.76
Inventory Turnover Ratio	3.95	4.26
% Change from previous year	**-7%**	

f) Trade Receivables turnover ratio = Credit Sales divided by average trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
Sales	8,605.66	7,130.97
Average trade receivables	1,271.18	955.88
Ratio	6.77	7.46
% Change from previous year	**-9%**	

g) Trade payables turnover ratio = Purchases divided by average trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Credit Purchases	6,603.45	5,509.15
Average trade payables	395.99	315.67
Ratio	16.68	17.45
% Change from previous year	**-4%**	

h) Net capital Turnover Ratio = Sales divided by Net Working capital whereas net working capital = current assets - current liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Revenue from operations	8,605.66	7,130.97
Net working capital (Current assets - Current liabilities)	2,916.58	2,064.76
Ratio	2.95	3.45
% Change from previous year	**-14%**	

Notes to Standalone **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

i) Net profit ratio = Net profit after tax divided by Sales

Particulars	As at March 31, 2026	As at March 31, 2025
Net profit /(loss) after tax	624.12	403.35
Sales	8,605.66	7,130.97
Ratio	0.07	0.06
% Change from previous year	**17%**	

Reason for change:

The ratio has increased from 0.06 in March 2025 to 0.07 in March 2026 mainly due to increase in revenue from operations and net profit.

j) Return on Capital employed = Earnings before interest and taxes (EBIT) divided by Capital Employed

Particulars	As at March 31, 2026	As at March 31, 2025
Profit after tax (A)	624.12	403.35
Finance Costs (B)	83.14	86.25
Tax expenses (C)	207.61	108.37
EBIT (D) = (A)+(B)+(C)	914.87	597.97
Total Equity (E)	13,161.13	12,403.47
Other Intangible assets (F)	9.22	17.57
Tangible Net worth (G)=(E)-(F)	13,151.91	12,385.90
Total Debt (H)	-	-
Deferred Tax asset (I)	53.31	35.97
Capital Employed (J)=(G)+(H)-(I)	13,098.60	12,349.93
Ratio (D)/(J)	0.07	0.05
% Change from previous year	**44%**	

The ratio has increased from 0.05 in March 2025 to 0.07 in March 2026 mainly due to significant increase in profit.

k) Return on Equity Ratio / Return on Investment Ratio = Net profit after tax divided by Average Equity

Particulars	As at March 31, 2026	As at March 31, 2025
Net profit after tax	624.12	403.35
Average equity	12,782.30	12,139.99
Ratio (percentage)	5%	3%
% Change from previous year	47%	
Average equity means Average of Equity as on beginning and end of the year		

Notes to Standalone Financial Statements for the year ended March 31st, 2026
(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Reason for change:

The ratio has increased from 0.03 in March 2025 to 0.05 in March 2026 mainly due to increase in net profit after tax, which is mainly on account of increase in operations of the Company.

Note: Explanations for movement in ratios have been given only where the movement is more than 25%.

48. The Company does not have any contingent liabilities as on March 31, 2026 and March 31, 2025.

As per our report of even date attached.

For **B S R and Co**
Chartered Accountants
ICAI Firm Registration Number 128510W
Arpan Jain
Partner
Membership Number: 125710

Place : Hyderabad
Dated :May 20,2026

For and on behalf of the Board of Directors of
MedPlus Health Services Limited

G. Madhukar Reddy
Managing Director & CEO
DIN: 00098097

C. Bhaskar Reddy
Whole time Director
DIN:00926550

Sujit Kumar Mahato
Chief Financial Officer

Manoj Kumar Srivastava
Company Secretary

INDEPENDENT AUDITOR'S REPORT

To the Members of MedPlus Health Services Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of MedPlus Health Services Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated balance sheet as at 31 March 2026, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements of such subsidiaries as were audited by the other auditors, 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, of the consolidated state of affairs of the Group as at 31 March 2026, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of reports of the other auditors referred to in paragraph (a) of the "Other Matters" section below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Timing of recognition of Revenue

See Note 26 to consolidated financial statements

The key audit matter	How the matter was addressed in our audit
• Revenue from the sale of goods is recognised when the control of the products sold is transferred to the customer. • A large portion of the Group's revenue comes from retail sales at leased outlets, involving high volume, small transactions on a cash and carry basis, increasing the risk of improper revenue recognition during the year. • Revenue is a key performance indicator for the Group. Accordingly, there could be pressure to meet the expectations of investors/other stakeholders for a reporting period. • We have considered that there is a risk of fraud related to overstatement/ understatement of revenue by recognition in the wrong period or before the control has passed. In view of the above, we have identified revenue recognition as a key audit matter.	In view of the significance of the matter, we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence: • Assessed the appropriateness of the Group's accounting policies in respect of revenue recognition by comparing with applicable accounting standards. • Evaluated the design and implementation of key financial controls for revenue recognition and tested their operating effectiveness, including those related to sales reconciliation to cash/ card/ online/ wallet receipts. • Tested the reconciliation of revenue generated through cash/ card/ online/ wallet receipts and the amount deposited with banks. • Performed substantive audit procedures by statistically sampling revenue transactions recorded during the year and verifying the sales invoices. • Tested the periodic reconciliation of the retail sales recognised during the period with the statutory filings (goods and services tax returns). • On a sample basis, performed cash counts at selected stores and examined if the cash balances are in agreement with the books of account. • Examined journal entries impacting revenue recognition throughout the year, selecting them basis risk- based crtieria to detect any irregularities or unusual transactions. • Carried out analytical procedures on revenue recognised during the year to identify unusual variances. • Verified through the bank statement that the cash balance at the outlet, including period-end cash sales, was subsequently deposited. • Assessed adequacy of disclosures in respect of revenue in the financial statements.

Other Information

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we will 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 identified above when it becomes available 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.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

Management's and Board of Directors'/Trustee's Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies/Trustee of the trust are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each Company/Trust and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the Companies/Trustee of the Trust are responsible for assessing the ability of each Company/Trust to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors/Trustee either intends to liquidate the Company/Trust or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Companies/Trustee of the Trust are responsible for overseeing the financial reporting process of each Company/Trust.

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

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 SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the 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 company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. 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 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.

- Obtain sufficient appropriate audit evidence regarding the financial statements of such entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph (a) of the section titled "Other Matter" in this audit report.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

a. We did not audit the financial statements of ten subsidiaries, whose financial statements reflect total assets (before consolidation adjustments) of ₹1,689.61 million as at 31 March 2026, total revenues (before consolidation adjustments) of ₹9,623.24 million and net cash outflows (before consolidation adjustments) amounting to ₹18.16 million for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of thesesubsidiaries, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

   Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of this matter with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements of such subsidiaries, as were audited by other auditors, as noted in the "Other Matter" paragraph, 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 purposes 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 reports of the other auditors, except for the matter stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 and that the back-up of key Microsoft Excel Spreadsheets which form part of the 'books of account and other relevant books and papers in electronic mode' have not been maintained on the servers physically located in India on a daily basis during the period from 01 April 2025 till 30 May 2025.

   c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows 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 Ind AS specified under Section 133 of the Act.

   e. On the basis of the written representations received from the directors of the Holding Company as on 1 April 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f. the qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) and paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. 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, 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 of the subsidiaries, as noted in the "Other Matter" paragraph:

   a. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2026 on the consolidated financial position of the Group. Refer Note 36 & 41(B) to the consolidated financial statements.

   b. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March 2026.

   c. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Holding Company or its subsidiary companies incorporated in India during the year ended 31 March 2026.

   d (i) The respective management of the Holding Company and its subsidiary companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary companies respectively that, to the best of its knowledge and belief, as disclosed in the Note 52(v) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiary companies to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiary companies ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (ii) The respective management of the Holding Company and its subsidiary companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary companies respectively that, to the best of its knowledge and belief, as disclosed in the Note 52(vi) to the consolidated financial statements, no funds have been received by the Holding Company or any of such subsidiary companies from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiary companies shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances by us and that performed by the auditors of the subsidiary companies incorporated in India whose financial statements have been audited under the Act nothing has come to our or the other auditors notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Holding Company and its subsidiary companies incorporated in India have neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, except for the instances mentioned below, the Group has used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective softwares:

(i) The feature of recording audit trail (edit log) facility was not enabled for one root user at the database level for the period 01 April to 03 April 2025, to log any direct data changes in the Finance module of the accounting software used for maintaining the books of account relating to all general ledgers.

(ii) The feature of recording audit trail (edit log) facility was not enabled for an archiving user at the database level throughout the year, except for the period 09 September to 20 September 2025, to log any direct data changes in the accounting software used for maintaining the books of account relating to all general ledgers.

(iii) The feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for the accounting software used for maintaining the books of accounts relating to leases.

Further, for the periods where audit trail (edit log) facility was enabled and operated for the respective accounting softwares, we did not come across any instance of the audit trail feature being tampered with. Additionally, except where audit trail (edit log) facility was not enabled in the

previous year and lease software referred in (iii) above which was implemented in the current year, the audit trail has been preserved by the Group as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid/ payable during the current year by the Holding Company and its subsidiary companies to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid/payable to any director by the Holding Company and its subsidiary companies is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R and Co**
Chartered Accountants
Firm's Registration No.:128510W

Arpan Jain
Partner
Membership No.: 125710
ICAI UDIN:26125710WVIKEO7184

Place: Hyderabad
Date: 20 May 2026

Annexure A to the Independent Auditor's Report on the Consolidated Financial Statements of MedPlus Health Services Limited for the year ended 31 March 2026

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

(xxi) In our opinion and according to the information and explanations given to us, following companies incorporated in India and included in the consolidated financial statements, have unfavourable remarks, qualification or adverse remarks given by the respective auditors in their reports under the Companies (Auditor's Report) Order, 2020 (CARO):

Sr. No.	Name of the entities	CIN	Holding Company/Sub sidiary/ JV/ Associate	Clause number of the CARO report which is unfavourable or qualified or adverse
1	MedPlus Health Services Limited	U85110TG2006PLC051845	Holding Company	Clause (i)(c),(iii)(c),(iii)(d), (iii)(f), (vii)(b),(xvi)(d)
2	Optival Health Solutions Private Limited	U85110TG2005PTC046821	Subsidiary Company	Clause (iii)(c),(iii)(d), (vii)(b), (xvi)(d)
3	Kalyani Meditimes Private Limited	U74999TN2016PTC111701	Subsidiary Company	Clause (ix)(a),(xvii), (xix)
4	Deccan Medisales Private Limited	U51397KA2011PTC059204	Subsidiary Company	Clause (vii)(b)
5	Shri Banashankari Pharma Private Limited	U74900KA2014PTC074302	Subsidiary Company	Clause (xvii),(xix)
6	ClearanceKart Private Limited	U52100TG2021PTC149432	Subsidiary Company	Clause (xix)
7	Nova Sud Pharmaceuticals Private Limited	U24232TG2007PTC055895	Subsidiary Company	Clause (xvii)

For **B S R and Co**
Chartered Accountants
Firm's Registration No.:128510W

Arpan Jain
Partner
Membership No.: 125710
ICAI UDIN:26125710WVIKEO7184

Place: Hyderabad
Date: 20 May 2026

Annexure B to the Independent Auditor's Report on the consolidated financial statements of MedPlus Health Services Limited for the year ended 31 March 2026

Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

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

Opinion

In conjunction with our audit of the consolidated financial statements of MedPlus Health Services Limited (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2026, we have audited the internal financial controls with reference to financial statements of the Holding Company and such companies incorporated in India under the Act which are its subsidiary companies, as of that date.

In our opinion and based on the consideration of reports of the other auditors on internal financial controls with reference to financial statements of subsidiary companies, as were audited by the other auditors, the Holding Company and such companies incorporated in India which are its subsidiary companies, have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The respective Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the respective company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective 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

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the relevant subsidiary companies 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 internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Annexure B to the Independent Auditor's Report on the consolidated financial statements of MedPlus Health Services Limited for the year ended 31 March 2026 (Continued)

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements insofar as it relates to ten subsidiary companies, is based on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of this matter.

For **B S R and Co**
Chartered Accountants
Firm's Registration No.:128510W

Arpan Jain
Partner
Membership No.: 125710
ICAI UDIN:26125710WVIKEO7184

Place: Hyderabad
Date: 20 May 2026

Consolidated **Balance Sheet** as at March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	Notes	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	4	3,183.61	2,906.71
Capital work-in-progress	5	319.80	131.76
Goodwill	6	414.51	414.51
Other intangible assets	6	78.79	63.46
Intangible assets under development	6a	-	30.98
Right-of-use assets	7	12,268.37	9,579.05
Financial assets			
Loans	8	-	-
Trade receivables	13	-	-
Other financial assets	9	1,044.16	920.80
Deferred tax assets (net)	36	1,212.48	998.28
Other tax assets (net)	10	91.10	101.50
Other non-current assets	11	25.94	18.74
		18,638.76	**15,165.79**
Current Assets			
Inventories	12	13,816.94	13,450.99
Financial assets			
Trade receivables	13	269.59	132.71
Cash and cash equivalents	14	1,984.12	860.52
Bank balances other than cash and cash equivalents	15	2,637.50	2,811.66
Other financial assets	9	1,507.86	814.10
Current tax assets (net)	10	0.42	0.43
Other current assets	11	470.07	364.75
		20,686.50	**18,435.16**
Total Assets		**39,325.26**	**33,600.95**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	16	240.11	239.39
Other equity	17	19,513.48	17,166.22
Total equity attributable to the owners of the Company		**19,753.59**	**17,405.61**
Non-controlling interest		**(7.05)**	**(6.62)**
Total Equity		**19,746.54**	**17,398.99**
Liabilities			
Non-current liabilities			
Financial liabilities			
Lease liabilities	20	12,331.24	10,080.14
Other financial liabilities	19	18.50	4.58
Provisions	21	336.07	351.30
		12,685.81	**10,436.02**
Current Liabilities			
Financial liabilities			
Borrowings	18	-	-
Lease liabilities	20	1,912.59	1,117.88
Trade payables	22		
- total outstanding dues of micro enterprises and small enterprises; and		307.49	163.92
- total outstanding dues of creditors other than micro enterprises and small enterprises		2,762.01	2,825.67
Other financial liabilities	19	799.58	833.87
Other current liabilities	23	179.52	200.09
Provisions	21	492.60	360.97
Contract liabilities	24	410.82	260.56
Current tax liabilities (net)	25	28.30	2.98
		6,892.91	**5,765.94**
Total Liabilities		**19,578.72**	**16,201.96**
Total Equity and Liabilities		**39,325.26**	**33,600.95**
Summary of Material accounting policies	2.2		

The accompanying notes are an integral part of the consolidated financial statements.
As per our report of even date attached.

For **B S R and Co**
Chartered Accountants
ICAI Firm Registration Number 128510W
Arpan Jain
Partner
Membership Number: 125710

For and on behalf of the Board of Directors of
MedPlus Health Services Limited

G. Madhukar Reddy
Managing Director & CEO
DIN: 00098097

C. Bhaskar Reddy
Whole time Director
DIN:00926550

Place : Hyderabad
Dated : May 20, 2026

Sujit Kumar Mahato
Chief Financial Officer

Manoj Kumar Srivastava
Company Secretary

Consolidated Statement of **Profit & Loss** as at March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	Notes	For the year ended March 31, 2026	For the year ended March 31, 2025
Income			
Revenue from operations	26	68,924.66	61,360.53
Other income	27	713.24	486.16
Total income (I)		**69,637.90**	**61,846.69**
Expenses			
Purchases of stock-in-trade		50,304.70	45,724.81
Cost of materials consumed	28	887.30	617.19
Changes in inventories of finished goods, work-in-progress, stock-in-trade and right to recover returned goods	29	(345.93)	64.61
Employee benefits expense	30	8,845.28	7,260.17
Finance costs	32	1,204.93	1,025.86
Depreciation and amortisation expense	31	2,828.68	2,498.43
Other expenses	33	3,159.64	2,822.73
Total expenses (II)		**66,884.60**	**60,013.80**
Profit before tax (III) = (I)-(II)		**2,753.30**	**1,832.89**
Tax expenses	36		
- Current tax (IV)		776.63	479.49
- Deferred tax benefit (V)		(219.39)	(148.93)
Total tax expenses (VI) = (IV)+(V)		557.24	330.56
Profit for the year (VII) = (III)-(VI)		**2,196.06**	**1,502.33**
Other Comprehensive Income (OCI)			
Items that will not to be reclassified to profit or loss:			
Re-measurement gain on employee defined benefit plans (VIII)	38	26.91	2.02
Income tax effect on the above (IX)	36	(5.20)	(0.56)
Other comprehensive income for the year (X) = (VIII)+(IX)		**21.71**	**1.46**
Total comprehensive income for the year (XI) = (VII)+(X)		**2,217.77**	**1,503.79**
Profit for the year attributable to:			
Equity Holders of the Parent Company		2,196.49	1,503.22
Non-controlling interest		(0.43)	(0.89)
		2,196.06	**1,502.33**
Total comprehensive income attributable to:			
Equity Holders of the Parent Company		2,218.20	1,504.68
Non-controlling interest		(0.43)	(0.89)
		2,217.77	**1,503.79**
Earnings per share (EPS) (In absolute ₹ terms)	35		
Basic		18.33	12.57
Diluted		18.29	12.52
Summary of Material accounting policies	2.2		

The accompanying notes are an integral part of the consolidated financial statements.
As per our report of even date attached.

For **B S R and Co**
Chartered Accountants
ICAI Firm Registration Number 128510W
Arpan Jain
Partner
Membership Number: 125710

For and on behalf of the Board of Directors of
MedPlus Health Services Limited

G. Madhukar Reddy
Managing Director & CEO
DIN: 00098097

C. Bhaskar Reddy
Whole time Director
DIN:00926550

Place : Hyderabad
Dated : May 20, 2026

Sujit Kumar Mahato
Chief Financial Officer

Manoj Kumar Srivastava
Company Secretary

Consolidated Statement of **Cash Flows** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Cash flow from operating activities		
Profit before tax	2,753.30	1,832.89
Adjustments for:		
Depreciation of property, plant and equipment	752.75	736.28
Amortisation of intangible assets	36.96	34.97
Depreciation of right-of-use assets	2,038.97	1,727.18
Provision for gratuity and leave benefits	357.42	243.49
Loss allowance on doubtful debts, deposits and advances	3.61	18.30
Finance costs	0.49	0.59
Interest on lease liabilities	1,204.44	1,025.27
Loss on sale/ discard of property, plant and equipment	7.87	8.47
Advances/ debts written off	3.15	4.11
Interest income	(433.68)	(259.91)
Profit on sale of current investment	(0.48)	-
Employees stock option compensation expenses	30.47	68.69
Gain on de-recognition of right-of-use assets	(34.97)	(66.67)
Liabilities no longer required written back	(30.68)	(3.21)
Operating profit before working capital changes	**6,689.63**	**5,370.45**
Change in assets and liabilities		
Increase in inventories	(365.95)	(48.65)
Increase in non-current financial assets	(248.12)	(131.22)
(Increase)/ decrease in current financial assets	(257.58)	41.21
(Increase) / decrease in other assets	(106.62)	1.34
Increase in financial liabilities	69.78	621.43
Increase in other current liabilities	129.69	162.80
Decrease in provisions	(214.11)	(160.82)
Cash generated from operations	**5,696.71**	**5,856.54**
Income tax paid, net	(740.90)	(452.25)
Net cash generated from operating activities (A)	**4,955.81**	**5,404.29**
Cash flow from investing activities		
Purchase of property, plant and equipment and intangibles including capital work-in-progress and capital advances	(1,230.30)	(594.50)
Proceeds from sale of property, plant and equipment	4.21	10.48
Investment in Mutual funds	(165.00)	-
Proceeds from sale of Investment in Mutual funds	165.48	-
Proceeds from maturity of bank deposits	7,707.31	3,596.22
Investment in bank deposits	(8,073.47)	(6,328.65)
Interest received	314.61	140.37
Net cash used in investing activities (B)	**(1,277.17)**	**(3,176.08)**

Consolidated Statement of **Cash Flows *(Contd)*** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Cash flows from financing activities		
Proceeds from exercise of stock options	99.30	46.32
Interest payment on lease liabilities	(1,204.44)	(1,025.27)
Principal payment of lease liabilities	(1,449.42)	(1,300.24)
Interest paid	(0.49)	(0.59)
Net cash used in financing activities (C)	**(2,555.05)**	**(2,279.78)**
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	1,123.60	(51.57)
Cash and cash equivalents at the beginning of the year	860.52	912.09
Cash and cash equivalents at the end of the year	**1,984.12**	**860.52**
Components of cash and cash equivalents		
Cash on hand	107.66	111.38
Bank deposits with original maturity of less than three months	1,549.52	440.79
Balances in wallets	140.44	134.95
Balance with banks in current accounts	186.50	173.40
Total cash and cash equivalents	**1,984.12**	**860.52**

Summary of material accounting policies 2.2

Notes:

a. Movement disclosure under Ind AS 7 with respect to borrowings are not applicable as the Group does not have any long term borrowings.

b. Refer note 40 for change in lease liabilities arising from financing activities.

The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) statement of cash flows.

The accompanying notes are an integral part of these consolidated financial statements.
As per our report of even date attached.

For **B S R and Co**
Chartered Accountants
ICAI Firm Registration Number 128510W
Arpan Jain
Partner
Membership Number: 125710

For and on behalf of the Board of Directors of
MedPlus Health Services Limited

G. Madhukar Reddy
Managing Director & CEO
DIN: 00098097

C. Bhaskar Reddy
Whole time Director
DIN:00926550

Place : Hyderabad
Dated : May 20, 2026

Sujit Kumar Mahato
Chief Financial Officer

Manoj Kumar Srivastava
Company Secretary

Consolidated Statement of **Changes in Equity** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

A. Equity Share Capital:

Balance as at April 1, 2025	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2025	Changes in equity share capital during the year*	Balance as at March 31, 2026
239.39	-	239.39	0.72	240.11

Balance as at April 1, 2024	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2024	Changes in equity share capital during the year*	Balance as at March 31, 2025
239.07	-	239.07	0.31	239.39

*refer note 16

B. Other Equity

Particulars	Other Components of equity – Reserves and surplus: Securities premium	Share based payments reserve	General reserve	Capital reserve	Retained earnings	Total other equity	Attributable to Non controlling Interest	Total
As at April 1, 2025	**12,246.32**	**263.02**	**358.37**	**0.92**	**4,297.59**	**17,166.22**	**(6.62)**	**17,159.60**
Employee stock option compensation expenses for the year	-	30.48	-	-	-	30.48	-	30.48
Transfer on account of exercise of share options	208.81	(208.81)	-	-	-	-	-	-
Proceeds from equity shares under ESOP's	98.58	-	-	-	-	98.58	-	98.58
Stock option lapsed	-	(4.40)	4.40	-	-	-	-	-
Profit for the year	-	-	-	-	2,196.49	2,196.49	(0.43)	2,196.06
Actuarial loss on post-employment benefit obligations, net of tax benefit	-	-	-	-	21.71	21.71	-	21.71
As at March 31, 2026	**12,553.71**	**80.29**	**362.77**	**0.92**	**6,515.79**	**19,513.48**	**(7.05)**	**19,506.43**
As at April 1, 2024	**12,086.52**	**303.62**	**356.28**	**0.92**	**2,792.91**	**15,540.25**	**(5.73)**	**15,534.52**
Employee stock option compensation expenses for the year	-	68.69	-	-	-	68.69	-	68.69
Transfer on account of exercise of share options	107.20	(107.20)	-	-	-	-	-	-
Proceeds from equity shares under ESOP's	46.00	-	-	-	-	46.00	-	46.00
Less: Share issue expenses	6.60	(2.09)	2.09	-	-	6.60	-	6.60
Profit for the year	-	-	-	-	1,503.22	1,503.22	(0.89)	1,502.33
Actuarial loss on post-employment benefit obligations, net of tax benefit	-	-	-	-	1.46	1.46	-	1.46
As at March 31, 2025	**12,246.32**	**263.02**	**358.37**	**0.92**	**4,297.59**	**17,166.22**	**(6.62)**	**17,159.60**

As per our report of even date attached.
For **B S R and Co**
Chartered Accountants
ICAI Firm Registration Number 128510W
Arpan Jain
Partner
Membership Number: 125710

Place : Hyderabad
Dated :May 20,2026

For and on behalf of the Board of Directors of
MedPlus Health Services Limited

G. Madhukar Reddy
Managing Director & CEO
DIN: 00098097

C. Bhaskar Reddy
Whole time Director
DIN:00926550

Sujit Kumar Mahato
Chief Financial Officer

Manoj Kumar Srivastava
Company Secretary

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

1. Corporate information

MedPlus Health Services Limited (the 'Parent Company' or the 'Company') is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The registered office of the Parent Company is located at H.No:11-6-56, Survey No: 257 & 258/1, Opp: IDPL Railway Siding Road,(Moosapet), Kukatpally, Hyderabad. The Parent Company together with its subsidiaries (collectively termed as "the Group") are primarily engaged in retail trading of medicines and general items, wholesale cash and carry and diagnostic services, pathological services and laboratory testing services, wholesale trading and manufacturing of pharmaceutical products, fast-moving consumer goods and beauty products.

The consolidated financial statements were authorised for issue in accordance with a resolution of the directors on May 20, 2026.

2. Material accounting policies

2.1 a. Basis of preparation of consolidated financial statements

The Consolidated financial statements of the Group have been prepared and presented in accordance with the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time).

The consolidated Ind AS financial statements have been prepared on a historical cost basis:

(i) certain financial assets and financial liabilities that are measured at amortised cost depending on the classification at the end of each reporting period,

(ii) employee defined benefit assets/(liability) are recognised as the net total of the fair value of plan assets, plus actuarial losses, less actuarial gains and the present value of the defined benefit obligation as stated in the accounting policies set out below.

(iii) Share-Based payments are measured at fair value

b. Functional and presentation currency

The consolidated financial statements are presented in Indian Rupees ("INR"), which is also the functional currency of the Group, and all values are rounded to the nearest millions (₹000,000), unless otherwise indicated. The amount reflected as "0.00" in financials are valued with less than ten thousand.

c. non-controlling interests (NCI)

NCI are measured initially at their proportionate share of the acquiree's identifiable net assets at the date of acquisition. Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

d. Loss of control

When the group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

2.2 Summary of Material accounting policies

a. Statement of compliance

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

b. Basis of consolidation

1. Subsidiaries are all entities (including special purpose entities) that are controlled by the Group. Control exists when the Company is exposed to, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through power over the entity. In assessing control, potential voting rights are considered only if the rights are substantive. The financial statements of subsidiaries are included in these consolidated financial statements from the date that control commences until the date that control ceases. For the purpose of preparing these consolidated financial statements, the accounting policies of subsidiaries have been changed where necessary to align them with the policies adopted by the Company.

2. The group combines the financial statements of the parent company and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised losses are also eliminated unless the transaction provides evidence of an impairment of transferred asset. Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent Company of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. Subsidiaries considered in the consolidated financials statements:

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S. No	Name of the subsidiary company	Country of incorporation	Percentage of Ownership as at March 31, 2026	Percentage of Ownership as at March 31, 2025
1	Optival Health Solutions Private Limited ('OHSPL')	India	99.99%	99.99%
2	Wynclark Pharmaceuticals Private Limited (formerly known as Medsupply Distributors Private Limited) ('WPPL')	India	100%	100%
3	Nova Sud Pharmaceuticals Private Limited (formerly known as PanIndia Pharma Distributors Private Limited) ('NPPL')	India	100%	100%
4	Sai Sridhar Pharma Private Limited ('SSPPL')	India	100%	100%
5	Venkata Krishna Enterprises Private Limited ('VKEPL')	India	100%	100%
6	Deccan Medisales Private Limited ('DMPL')	India	100%	100%
7	Shri Banashankari Pharma Private Limited ('SBPPL')	India	100%	100%
8	Sidson Pharma Distributors Private Limited ('SPDPL')	India	100%	100%
9	Kalyani Meditimes Private Limited ('KMT')	India	89.11%	89.11
10	ClearanceKart Private Limited	India	100%	100%
11	Medplus Insurance Brokers Private Limited ('MIBPL')	India	100%	100%

c. Material accounting estimates and assumptions

The preparation of these consolidated financial statements is in conformity with the recognition and measurement principles of Ind AS which requires the management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities as at the date of the consolidated financial statements.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of those estimates. Changes in estimates are reflected in the consolidated financial statements in the year in which changes are made, if material, their effects are disclosed in the notes to the consolidated financial statements.

Judgements:

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is:

Leases:

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

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

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

Assumptions and estimation uncertainties:

Information about significant areas of assumptions, estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the consolidated financial statements are:

Impairment of trade receivables

The Group has measured the lifetime expected credit loss by using practical expedients. It has accordingly used a provision matrix derived by using a flow rate model to measure the expected credit losses for trade receivables. Further, need for incremental provisions have been evaluated on a case to case basis where

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forward looking information on the financial health of a customer is available and in cases where there is an ongoing litigation/dispute. Useful lives of property, plant and equipment and intangible assets. The Group reviews the useful life of property, plant and equipment and intangible at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Valuation of deferred tax assets and liabilities

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilized business loss and depreciation carry-forwards and tax credits. Deferred tax assets are recognized to the extent there is reasonable certainty of future taxable income which will be available against the deductible temporary differences, unused tax losses and depreciation carry-forwards.

Defined benefit plans

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation, actuarial rates and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations. Due to complexities involved in the valuation and its long term nature, defined benefit obligation is sensitive to changes in these assumptions. All assumptions are reviewed at each reporting period.

Provisions and contingent liabilities

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

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

Fair value measurement of financial instruments

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

Inventories

The Group estimates the net realisable value (NRV) of its inventories by taking into account their estimated selling price, estimated cost of completion, estimated costs necessary to make the sale, obsolescence by applying certain percentages over different age category of such inventories, expected loss rate considering the past trend and future outlook. Inventories are written down to NRV where such NRV is lower than their cost.

d. Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to chief operating decision maker (CODM).The Managing Director is the Group CODM within the meaning of Ind AS 108.

e. Current and non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

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- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no right in substance as at the reporting date to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

f. Fair Value Measurement

In determining the fair value of its financial instruments, the Group uses following hierarchy and assumptions that are based on market conditions and risks existing at each reporting date.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable."

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

When the fair values of financial assets and financial liabilities recorded in the financial statements cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgements is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk volatility and discount rates. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

g. Revenue recognition

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the group as part of the contract. However Goods and Service Tax (GST) is not received by the group on its own account. Rather,

it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

The specific recognition criteria described below must also be met before revenue is recognised.

Sale of general and pharmaceutical items

Revenue from sale of goods is recognized when it transfers the control of goods to the buyer, usually on delivery of the goods. Revenue from the sale of goods is measured at the transaction price received or receivable, net of returns and allowances, trade discounts and volume rebates. No element of financing is deemed present as the sales are made primarily on cash and carry basis.

The Group accounts for sales returns accrual by recording refund liability concurrent with the recognition of revenue at the time of a product sale. This liability is based on the Group's estimate of expected sales returns. Accordingly, the estimate of sales returns is determined primarily by the Group's historical experience of sales returns.

At the time of recognising the refund liability, the Group also recognises an asset, (i.e., the right to the returned goods) which is included in inventory for the products expected to be returned. The Group initially measures this asset at the former carrying amount of the inventory, less any expected costs to recover the goods, including any potential decreases in the value of the returned goods. Along with re-measuring the refund liability at the end of each reporting period, the Group updates the measurement of the asset recorded for any revisions to its expected level of returns, as well

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as any additional decreases in the value of the returned products.

Customer Loyalty Programme

Group operates a Flexi Rewards scheme (Customer loyalty programme), which allows customers to accumulate points when they purchase products in the Group's retail stores. These points can be redeemed for purchase of value plus items.

The consideration received or receivable in respect of the initial sale is allocated between the award credits and the other components of the sale. The amount allocated to award credits is deferred and is recognised as revenue when the award credits are redeemed and the Group has fulfilled its obligations to supply the discounted products under the terms of the programme or when it is no longer probable that the award credits will be redeemed.

Display and other business support service income

Revenue for display of advertisement and other business support income is accounted on accrual basis in accordance with the terms of the relevant contracts. Invoices are as issued according to contractual terms and are usually payable with in 30 days.

Sales returns - Sale of Services

Revenue from diagnostics services is recognized on amount billed net of discounts/ concessions if any. No element of financing is deemed present as the sales are made primarily on cash and carry basis. The Group recognises revenue when the underlying tests are conducted, samples are processed for requisitioned diagnostic tests. Each diagnostic service is generally a separate performance obligation and therefore revenue is recognised at a point in time when the tests are conducted, samples are processed. For multiple tests, the Group measures the revenue in respect of each performance obligation at its relative stand alone selling price and the transaction price is allocated accordingly. The price that is regularly charged for a test separately registered is considered to be the best evidence of its stand alone selling price.

The amount collected on sale of discount coupon is recognised as liability and transferred to revenue when redeemed against diagnostic services as per the terms of the contract or when expired.

Revenue contracts are on principal to principal basis and the Group is primarily responsible for fulfilling the performance obligation. A contract liability is the obligation to transfer services to a customer for which the Group has received consideration from the customer. If a customer pays consideration before the Group transfers services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Group performs its obligation under the contract.

h. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the income tax authority. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax return with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the balance sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except, when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences

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associated with investments in subsidiaries, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised."

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. Acquired deferred tax benefits recognised within the measurement period reduce goodwill related to that acquisition if they result from new information obtained about facts and circumstances existing at the acquisition date. If the carrying amount of goodwill is zero, any remaining deferred tax benefits are recognised in OCI/ capital reserve depending on the principle explained for bargain purchase gains. All other acquired tax benefits realised are recognised in profit or loss.

i. Property, Plant and Equipment

"The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. Plant and equipment are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. Cost includes purchase price, non-recoverable taxes and duties, labour cost and direct overheads for self-constructed assets and other direct costs incurred up to the date the asset is ready for its intended use."

When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Land is carried at historical cost less any accumulated impairment losses.

Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories.

The Group identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal.

Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of profit and loss when the asset is derecognised."

The cost of property, plant and equipment at April 01, 2016, the group's date of transition to Ind AS, was determined with reference to its carrying value recognised as per previous GAAP (deemed cost), as at the date of transition to Ind AS.

Subsequent expenditure is capitalised only if it is

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probable that the future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably

Depreciation

Depreciation on property, plant and equipment other than leasehold improvements is calculated on a straight-line basis using the following rates arrived at based on the useful lives estimated by the management which coincide with the lives prescribed under the schedule II to the Companies Act, 2013, except for depreciation on Leasehold Improvements:

Asset class	Useful lives estimated by the management (years)	Estimated useful as per schedule II
Buildings	30-60	30-60
Furniture and fixtures - Plastic Boxes	2	2
Furniture and fixtures - Others	10	10
Vehicles	8-10	8-10
Data Processing Equipment	3-6	3-6
Plant and equipment	5-15	5-15

Depreciation on leasehold improvements is provided over the lease term or 5 years, whichever is shorter, which is higher than the rates prescribed under schedule II to the Companies Act, 2013.

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

j. Intangible assets

Intangibles

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The intangible assets as at April 01, 2016, the group's date of transition to Ind AS, was determined with reference to its carrying value recognised as per previous GAAP (deemed cost), as at the date of transition to Ind AS.

Amortisation

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets of the Group represents having finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on these intangible assets is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

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

Intangible assets consist of rights under licensing agreement and software licences which are amortised over licence period which equates the economic useful life ranging between 2-5 years on a straight-line basis over the period of its economic useful life.

"Intangible assets under development

Intangible assets under development are internally developed softwares for projects for use in day-to-day book keeping activities of the group in the future periods.

k. Leases

Group as lessee

The Group accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative standalone price of the lease

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component and the aggregate standalone price of the non-lease components. The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early."

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The Group recognises the lease payments associated with these leases as an expense in profit or loss on a straight-line basis over the lease terms."

Group as a lessor

"When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, the Group applies Ind AS 115 to allocate the consideration in the contract.

The Group recognises lease payments received under operating leases as income on a straight-line basis over the lease term as part of 'other income'.

The accounting policies applicable to the Group as a lessor in the comparative period were not different from Ind AS 116."

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l. Inventories

Inventories comprise of stock-in-trade and stores and consumables and are valued at lower of cost or net realisable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of fixed production overheads based on normal operating capacity.

Cost is determined on a weighted average basis. Net realisable value is the estimated selling price in the ordinary course of business reduced by the estimated costs to affect the sales. Stores and spares which do not meet the definition of property, plant and equipment are accounted for as inventory. The net realisable value of work-in-progress is determined with reference to the selling prices of related finished goods. The comparison of cost and NRV is made on item-by-item basis.

The factors that the Group considers in determining the valuation of inventory includes shelf life and ageing of Inventory. The Group considers these factors and adjusts valuation to reflect actual value of inventory.

Raw materials and consumables held for use in the production of finished goods are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished goods will exceed their net realisable value. Impairment losses, including impairment on inventories, are recognised in the consolidated statement of profit and loss.

m. Impairment of Non-Financial Assets

The Group assesses at each reporting date whether there is an indication that non-financial asset (other than inventories, contract assets and deferred tax assets) may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely

independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a post-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses, including impairment on inventories, are recognised in the consolidated statement of profit and loss. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash-generating unit's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the consolidated statement of profit and loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

n. Provisions and contingent liabilities

Provisions

"Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain".

The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more

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uncertain future events beyond the control of the Group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the consolidated financial statements.

o. Retirement and other employee benefits

Defined contribution plans

Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognises the contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset.

Defined benefit plans

The Group operates a defined benefit plan for its employees, viz., gratuity. The costs of providing benefits under the plan are determined on the basis of actuarial valuation at each year-end using the projected unit credit method consistent with the advice of qualified actuaries.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Group recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the consolidated statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income"

Other Short term employee benefits

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The Group presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

p. Employee share based payments

Employees (including senior executives) of the Group receive remuneration in the form of share based payment transactions, whereby employees render services as consideration for equity instruments.

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest.

The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense."

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Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share, unless its anti-dilutive to Group's earnings in nature.

Shares allotted to Trust:

The Company has created an Employees benefit trust (Trust) for implementation of the schemes that are notified or may be notified from time to time by the Company under the plan, providing share based payment to its employees.

The company allocated shares to Trust at the time of formation of trust. The Group treats trust as its extension and these equity instruments are recognised at cost and deducted from equity.

q Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset However, trade receivables that do not contain a significant financing component are measured at transaction price.

Subsequent measurement

"For purposes of subsequent measurement, financial assets are classified in four categories:

i) Debt instruments at amortised cost

ii) Debt instruments at fair value through other comprehensive income (FVTOCI)

iii) Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)

iv) Equity instruments measured at fair value through other comprehensive income (FVTOCI)"

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss. This category generally applies to trade and other receivables.

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(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's balance sheet) when:

- the rights to receive Cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) financial assets that are debt instruments, and are measured at amortized cost e.g., loans, debt securities, deposits, trade receivables and bank balance.

b) Financial assets that are debt instruments and are measured as at FVTOCI.

The Group recognises loss allowances for expected credit losses on:

- financial assets measured at amortised cost.

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

The Group measures loss allowances at an amount equal to lifetime expected credit losses. In case of loss allowance of trade receivables, the Group follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognised as loss allowance. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 180 days past due.

The Group considers a financial asset to be in default when:

- the debtor is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- the financial asset is more than 365 days past due.

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(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

Presentation of allowance for expected credit losses in the balance sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Presentation of allowance for expected credit losses in the balance sheet :

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering the financial asset in its entirety or a portion thereof. A write-off constitutes a derecognition event

Financial liabilities

Financial liability and Equity

The debt and equity instruments that are issued are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

Initial recognition and measurement

Financial liabilities:

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Group financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts.

Equity:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net of direct issue costs.

A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Group's own equity instruments is an equity instrument.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Gains or losses on liabilities held for trading are recognised in the consolidated statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognised in OCI. These gains/ losses are not subsequently transferred to the statement of profit and loss.However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the consolidated statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the consolidated statement of profit and loss.

Derecognition

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

The Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different.

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(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Offsetting of financial instruments

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

r. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management

s. Earnings per equity share

Basic earnings per equity share is calculated by dividing the net profit or loss attributable to equity holder of Parent Company (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. Equity shares that will be issued upon the conversion of a mandatorily convertible instrument are included in the calculation of basic earnings per equity share from the date the contract is entered into.

The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

t. Government Grants

Government grants, related to assets, are recognised in the Statement of Profit and Loss on a systematic basis over the periods in which the Group recognises the related costs for which the grants are intended to compensate.

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attached to them and that the grants will be received

u. Goodwill

Goodwill arising on the acquisition of subsidiaries is measured at cost less accumulated impairment losses.

Cash generating units to which goodwill is allocated are tested for impairment annually at each balance sheet date, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to that unit and then to the other assets of the unit pro rata on the basis of carrying amount of each asset in the unit. Goodwill impairment loss recognised is not reversed in subsequent period.

v. Interest income

Interest income from financial instruments measured either at amortised cost or at fair value through other comprehensive income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the consolidated statement of profit and loss.

w. Rental Income

Rental income arising from operating leases on building is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit and loss due to its operating nature.

x. Cash flow statement

Cash flow statement is prepared in accordance with the indirect method prescribed in Ind AS 7 'Statement of Cash Flows

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

y. Share issue expenses

The share issue expenses incurred by the Group on account of new shares issued are netted off from securities premium account . The share issue expenses incurred by the Company on behalf of selling shareholders are considered to be recoverable from selling shareholders and are classified as share issue expenses recoverable under other current financials assets.

z. Operating Segments

An operating segment is a component of the Group that engages in business activities from which it may earn revenue and incur expenses, including revenue and expenses that relate to transactions with any of the Group's other components, and for which discrete financial information is available. All operating segments operating results are reviewed regularly by the Chief Executive Officer(CEO) of the holding company to make decisions about resources to be allocated to the segments and assess their performance.

The group has the following two strategic divisions, which are its reportable segments. These divisions offer different products and services and are managed separately because they require different technology and marketing strategies.

The following summary describes the operations in each of the Group's reportable segments.

Reportable segments	Operations
1. Retail	Sale of pharmaceuticals and general items
2. Diagnostics	Pathology and radiology services
3. Others	Insurance broking business

aa. Events after Reporting date

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the consolidated financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

3. Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year ended 31 March 2026, MCA has notified amendment to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, Ind AS 1 - Presentation of Financial Statements, Ind AS 7 - Statement of Cash Flows, Ind AS 107 - Financial Instruments, Ind AS 12 -Income Taxes, applicable to the Group w.e.f. April 1, 2025. The Group has reviewed the amendments and based on its evaluation has determined that these amendments will not have any significant impact in its financial statements

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

4. Property, plant and equipment

Particulars	Land	Building	Plant and equipment	Data processing equipment	Furniture and fixtures	Vehicles*	Lease hold improvements	Total
Gross carrying amount								
As at April 01, 2024	**151.07**	**23.55**	**1,761.94**	**678.75**	**1,236.99**	**68.19**	**1,403.77**	**5,324.26**
Additions	-	-	141.73	79.82	117.98	3.73	136.00	479.26
Disposals	-	-	(59.17)	(188.89)	(5.09)	(3.86)	(24.52)	(281.53)
As at March 31, 2025	**151.07**	**23.55**	**1,844.50**	**569.68**	**1,349.88**	**68.06**	**1,515.25**	**5,521.99**
Additions	-	-	296.23	150.53	348.17	5.12	244.58	1,044.63
Disposals	-	-	(25.72)	(0.02)	(15.66)	(3.33)	(39.14)	(83.87)
As at March 31, 2026	**151.07**	**23.55**	**2,115.01**	**720.19**	**1,682.39**	**69.85**	**1,720.69**	**6,482.75**
Accumulated Depreciation								
As at April 01, 2024	-	0.48	590.54	438.54	362.44	31.86	714.58	2,138.55
Charge for the year	-	0.03	221.63	142.88	145.78	6.92	222.07	739.31
Disposals	-	-	(55.52)	(188.55)	(1.56)	(2.97)	(13.98)	(262.58)
As at March 31, 2025	**-**	**0.51**	**756.65**	**392.87**	**506.66**	**35.81**	**922.67**	**2,615.28**
Charge for the year	-	0.03	229.06	127.19	154.35	7.16	237.86	755.65
Disposals	-	-	(24.72)	(0.02)	(14.70)	(2.08)	(30.27)	(71.79)
As at March 31, 2026	**-**	**0.54**	**960.99**	**520.04**	**646.31**	**40.89**	**1,130.26**	**3,299.14**
Net carrying amount								
As at March 31, 2025	**151.07**	**23.04**	**1,087.85**	**176.81**	**843.22**	**32.25**	**592.58**	**2,906.71**
As at March 31, 2026	**151.07**	**23.01**	**1,154.02**	**200.15**	**1,036.08**	**28.96**	**590.43**	**3,183.61**

Notes:

1) For details of contractual commitment with respect to property, plant and equipment refer note no.41(A).
2) For details of purchase and sale of property, plant and equipment from related parties refer note no:43(B).
3) The Company has not revalued any property, plant and equipment after initial recognition during the year ended March 31, 2026 and March 31, 2025.
4) Details of immovable properties which are subject to pari passu charge to secure the cash credit facility obtained from banks are disclosed in note no 18.

Title deeds of immovable properties not held in name of the Group:

Particulars	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/ director or employee of promoter/ director	Property held since	Reason for not held in the name of company
Property, plant and equipment	Land	5.51	NATCO Pharma Limited	No	December 21, 2020	Refer note 1 below

Note 1: Property has been transferred vide agreement of sale deed dated December 21, 2020. However, the Group is in the process of completing the registration.

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

5. Capital work-in-progress (CWIP)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current, unsecured and considered doubtful		
Opening balances	131.76	54.69
Additions during the year*	1,232.67	158.94
Capitalised during the year	(1,044.63)	(81.87)
Closing balance	319.80	131.76

CWIP ageing schedule

As at March 31, 2026

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	307.24	12.56	-	-	319.80
Projects temporarily suspended	-	-	-	-	-

As at March 31, 2025

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	115.06	15.40	1.22	0.08	131.76
Projects temporarily suspended	-	-	-	-	-

*Includes ₹62.67 (March 31, 2025: ₹49.95) of employee cost and ₹10.96 (March 31, 2025: ₹8.06) of Depreciation and amortisation expense (refer note 31).

Note: The Group does not have any capital work-in-progress which is overdue or has exceeded its cost compared to its original plan as at March 31, 2026 and March 31, 2025, hence capital work-in-progress completion schedule is not applicable.

5. Goodwill & Other Intangible assets

Particulars	Software	Goodwill on consolidation
Gross carrying amount		
As at April 1, 2024	**124.91**	**414.51**
Additions	60.00	-
Disposals	-	-
As at March 31, 2025	**184.91**	**414.51**
Additions	52.37	-
Disposals	(12.98)	-
As at March 31, 2026	**224.30**	**414.51**
Accumulated Amortisation		
As at April 1, 2024	80.24	-
Charge for the year	41.21	-
Disposals	-	-
As at March 31, 2025	121.45	-
Charge for the year	37.05	-
Disposals	(12.99)	-
As at March 31, 2026	**145.51**	-
Net carrying amount		
As at March 31, 2025	**63.46**	**414.51**
As at March 31, 2026	**78.79**	**414.51**

(a) The Group has not revalued any intangible assets after initial recognition during the year ended March 31, 2026 and March 31, 2025.

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Impairment testing for cash generating unit (CGU) containing goodwill -

The Group has identified each entity as a separate CGU, breakup of entity wise goodwill is mentioned below -

Company's Name	As at March 31, 2026	As at March 31, 2025
Optival Health Solutions Private Limited	**387.85**	**387.85**
Venkata Krishna Enterprises Private Limited	0.71	0.71
Deccan Medisales Private Limited	3.07	3.07
Shri Banashankari Pharma Private Limited	1.26	1.26
Sidson Pharma Distributors Private Limited	20.55	20.55
Kalyani Meditimes Private Limited	1.07	1.07
Total	**414.51**	**414.51**

The Group has determined that goodwill on account of acquisition of subsidiaries has indefinite useful life. The recoverable amount has been determined based on a value in use model. Value-in-use is generally calculated as the net present value of the projected post-tax cash flows plus a terminal value. Key assumptions upon which the Group has based its determinations of value-in-use include:

a. Estimated cash flows for five years, based on management's projections

b. A terminal value arrived at by extrapolating the last forecasted year's cash flows to perpetuity, using a constant long-term growth rate of 5% (previous years: 5%). This long-term growth rate takes into consideration external macroeconomic sources of data. Such long-term growth rate considered does not exceed that of the relevant business and industry sector.

c. The after tax discount rates used are based on the Company's weighted average cost of capital.

d. The discount rates used for discounting free cash flows and terminal value is 15.00% (previous years: 15.00%) (post-tax discount rate).

e. Annual growth rate considered for 5 years (average) is 25.00% (previous years: 25%)

Weighted Average Cost of Capital % (WACC) = Risk free return + (Market premium x Beta for the company). The Group believes that any reasonably possible change in the key assumptions on which a recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amounts. Accordingly, no impairment charges were recognised during the year ended March 31, 2026 and March 31, 2025.

6a Intangible assets under development

Company's Name	As at March 31, 2026	As at March 31, 2025
Opening balance	**30.98**	**56.12**
Additions during the year	21.10	31.28
Capitalised during the year*	(52.08)	(56.42)
Closing balance	**-**	**30.98**

Note:

The Group does not have any Intangible assets under development which is overdue or has exceeded its cost compared to its original plan as at March 31, 2026 and March 31, 2025, hence Intangible assets under development completion schedule is not applicable.

Intangible assets under development ageing schedule

As at March 31, 2026

Particulars	Amount in intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-

As at March 31, 2025

Particulars	Amount in intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	27.52	-	3.46	-	30.98
Projects temporarily suspended	-	-	-	-	-

*Includes ₹21.10 (March 31, 2025: ₹31.28) of employee cost capitalised during the year (refer note 30).

7. Right-of-use assets

Particulars	As at March 31, 2026	As at March 31, 2025
Right-of-use assets (refer note :40b)	12,268.37	9,579.05
	12,268.37	**9,579.05**

8. Loans

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current, unsecured and considered doubtful		
Loans receivables- credit impaired		
Loans given to others (refer note below)	26.00	26.00
Less: Loss allowance	(26.00)	(26.00)
	-	-

Note - The loan is due for repayment from the party but not yet repaid. The Group has filed legal proceedings against the party and hence provision has been made by the Group during the previous years.

There are no loans given to directors, promoters or other officers of the Group either severally or jointly with any other person or loans given to firms or private companies respectively in which any director is a partner, a director or a member.

9. Other financial assets

Particulars		As at March 31, 2026	As at March 31, 2025
a Non-current			
Unsecured, considered good			
Security deposits		1,026.69	896.71
Bank Deposits with remaining maturity for more than 12 months (refer note 1 below)		17.47	24.06
Trade deposits		-	0.03
	(A)	**1,044.16**	**920.80**
Unsecured, considered doubtful			
Security deposits		27.64	27.26
Advance to employees		0.80	0.80
		28.44	**28.06**
Less: Loss allowance		(28.44)	(28.06)
	(B)	**-**	**-**
Total non-current	**(A+B)**	**1,044.16**	**920.80**

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Movement in Loss allowance

Particulars	As at March 31, 2026	As at March 31, 2025
At the beginning of the year	28.06	22.98
Provision created for the year	2.38	6.00
Unused amounts reversed	-2.00	-0.92
At the end of the year	**28.44**	**28.06**

b. Current

Unsecured, considered good

Particulars	As at March 31, 2026	As at March 31, 2025
Receivables from vendors	**170.31**	**30.48**
Bank deposits with remaining maturity of less than 12 months	1,302.99	726.32
Advance to employees	3.62	10.02
Deposit with others (refer note 2 below)	30.77	31.20
Other receivables	0.17	0.46
Share issue expenses receivable (refer note 3 below)	-	15.62
Total current	**1,507.86**	**814.10**

1) Includes deposits pledged with Tax authorities aggregating to ₹0.49 (March 31, 2025: ₹0.49).

2) Includes deposit of ₹30.00 made with Bombay Stock Exchange Limited ('BSE') for the purpose of IPO.

3) The Group has spent/ accrued towards IPO related expenses which includes legal expenses, certification fees, listing fees, audit expenses and others. These expenses are shared between the selling shareholders and Group in proportion of their shares. The share issue expenses incurred by the Group on behalf of selling shareholders are considered to be recoverable from selling shareholders/ IPO public issue account and are classified as share issue expenses receivable under other current financial assets. During the current financial year the Group has completed its reconcilliation of offer expenses and arrived at received amount which is ₹15.62.The same has been settled in current financial year.

4) There are no loans or advances given to promotors, directors, KMP's and the related parties defined under the Companies Act,2013 either severally or jointly with any other persion, or loans or advances given to firms or private companies respectively in which any director is a partner, a director or a member.

10. Other tax assets

Particulars	As at March 31, 2026	As at March 31, 2025
a. Non-current		
Advance Tax net of provision ₹776.63(March 31, 2025: ₹479.42)	91.10	101.50
	91.10	**101.50**
b. Current		
Advance tax	0.42	0.43
	0.42	**0.43**

11. Other assets

Particulars		As at March 31, 2026	As at March 31, 2025
(a) Non-current			
Unsecured, considered good			
Prepaid expense		6.39	6.24
Capital advances		12.12	6.22
Balance with government authorities		5.88	5.30
Other advances		1.55	0.98
	(A)	**25.94**	**18.74**
Unsecured, considered doubtful			
Other advances		3.51	3.51
Balance with government authorities		12.27	12.27
		15.78	**15.78**
Less: Loss allowance		(15.78)	(15.78)
	(B)	-	-
Total non-current	**(A+B)**	**25.94**	**18.74**

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Movement in loss allowance

Particulars	As at March 31, 2026	As at March 31, 2025
At the beginning of the year	15.78	4.73
Provision created for the year	-	11.05
At the end of the year	**15.78**	**15.78**

Particulars	As at March 31, 2026	As at March 31, 2025
b. Current		
Unsecured, considered good		
Advance to vendors	136.23	163.67
Balance with government authorities	169.69	64.18
Other receivable from vendors	11.61	16.05
Prepaid expenses	152.54	120.85
	470.07	**364.75**
Doubtful		
Unsecured, considered doubtful		
Balance with government authorities	1.23	1.01
	1.23	**1.01**
Less loss allowance	(1.23)	(1.01)
	-	-
Total current	**470.07**	**364.75**

There are no loans or advances given to promoters, directors, KMPs and the related paries defined under the Companies Act, 2013 either severally or jointly with any other person or loans given to firms or private companies respectively in which any director is a partner, a director or a member.

12. Inventories

Particulars	As at March 31, 2026	As at March 31, 2025
(Valued at lower of cost or net realisable value)	205.51	139.44
Raw materials (including packing materials)	6.13	7.24
Work-in-progress	18.26	22.74
Finished goods	13,333.09	12,992.26
Stock-in-trade (including goods in transit of ₹Nil (March 31, 2025: ₹0.02))	38.11	12.71
Reagents, chemicals, surgicals and laboratory supplies	36.56	25.88
Right to recover returned goods	179.28	250.72
Stores and spares	**13,816.94**	**13,450.99**

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

1) During the year ended March 31, 2026, the Group recorded inventory provision for expired/ near to expiry goods of ₹314.39 (March 31, 2025: ₹434.72) and provision for slow and non-moving inventory of ₹4.93 (March 31, 2025: ₹2.38) in the Statement of Profit and Loss.
2) Above goods-in-transit excludes goods transferred between stores/warehouses as at March 31, 2026 of ₹194.43.(March 31, 2025 ₹86.50)
3) Inventories of Optival Health Solutions Private Limited (subsidiary) as at March 31, 2026 and March 31, 2025 are subject to a pari passu charge to banks to obtain the cash credit facility (refer Note: 18(a))

13. Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
a. Non-Current, unsecured		
Trade receivables considered good	-	-
Trade receivables - credit impaired	-	1.51
	-	**1.51**
Less: Loss allowance for expected credit loss	-	(1.51)
Total	-	-
b. Current, unsecured		
Receivable from other than related parties		
Trade receivables considered good	269.59	132.71
Trade receivables - credit impaired	3.92	3.18
	273.51	**135.89**
Less: Loss allowance for expected credit loss	(3.92)	(3.18)
Total	**269.59**	**132.71**

There are no trade or other receivables due from directors or other officers of the group either severally or jointly with any other person or dues from firms or private companies respectively in which any director is a partner, a director or a member.

Trade receivables are non-interest bearing and are generally on terms of 7 to 90 days.

Refer note 46 for the group's exposure to credit risk and market risk.

Ageing of trade receivables as at March 31, 2026 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment: Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade receivables - billed							
(i) Undisputed trade receivables considered good	180.99	48.92	0.16	0.23	0.06	0.02	230.38
(ii) Undisputed trade receivables credit impaired	-	0.16	0.14	0.63	1.25	1.74	3.92
(iii) Disputed trade receivables– considered good	-	-	-	-	-	-	-
(iv) Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
Total	**180.99**	**49.08**	**0.30**	**0.86**	**1.31**	**1.76**	**234.30**
Less: Allowance for doubtful trade receivables - billed							**(3.92)**
							230.38
Trade receivables - unbilled							39.21
							269.59

Ageing of trade receivables as at March 31, 2025 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment: Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade receivables - billed							
(i) Undisputed trade receivables considered good	6.93	68.98	2.73	0.90	0.02	-	79.56
(ii) Undisputed trade receivables credit impaired	-	0.23	0.30	0.94	1.81	1.41	4.69
(iii) Disputed trade receivables– considered good	-	-	-	-	-	-	-
(iv) Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
Total	**6.93**	**69.21**	**3.03**	**1.84**	**1.83**	**1.41**	**84.25**
Less: Allowance for doubtful trade receivables - billed							**(4.69)**
							79.56
Trade receivables - unbilled							**53.15**
							132.71

14. Cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks		
- On current accounts	186.50	173.40
- Bank deposits with original maturity of less than three months	1,549.52	440.79
Balances in wallets	140.44	134.95
Cash on hand	107.66	111.38
	1,984.12	**860.52**

15. Bank balances other than cash and cash equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
Bank deposits with original maturity more than three months but less than twelve months	2,637.50	2,811.66
	2,637.50	**2,811.66**

16. Share capital

Particulars	As at March 31, 2026	As at March 31, 2025
Equity shares		
Authorised share capital		
Equity shares of ₹2/- each (March 31, 2025: ₹2/- each)		
305,933,000 (March 31, 2025: 305,933,000) equity shares of ₹2 /- each	611.87	611.87
Total Authorised share capital	**611.87**	**611.87**
Equity shares		
Issued, subscribed and fully paid up shares		

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Equity shares		
120,054,642 (March 31, 2025: 119,693,831) equity shares of ₹2/- each	240.11	239.39
Less: Amount recoverable from Medplus Employees Benefit Trust (ESOP Trust) 52,121 (March 31, 2025: 55,811) equity shares of ₹2/- each, allotted to Medplus Employees Benefit Trust (refer note 39)	(0.00)	(0.00)
Total Issued, subscribed and fully paid up equity share capital	**240.11**	**239.39**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the year

i) Equity shares	As at March 31, 2026		As at March 31, 2025	
	No. of shares	₹	No. of shares	₹
At the beginning of the year	11,96,93,831	239.38	11,95,36,952	239.07
Add: Issued during the year on account of ESOP exercise	3,60,811	0.72	1,56,879	0.31
Outstanding at the end of the year	**12,00,54,642**	**240.10**	**11,96,93,831**	**239.38**
Less : Recoverable from ESOP trust (refer to note 39)	(52,121)	(0.00)	(55,811)	(0.00)
Net outstanding at the end of the year	**12,00,02,521**	**240.10**	**11,96,38,020**	**239.39**

Note : 36,579 equity shares were issued as a result of the exercise of vested options arising from the MedPlus Employee Stock Options and Shares Plan, 2021 (ESOP 2021) granted to key management personnel (March 31, 2025: Nil) (see Note 39). Options were exercised at an average price of ₹549.03 per share.

(b) Terms/ rights attached to equity shares

The Company has only one class of equity shares having par value of ₹2 per share (March 31, 2025 ₹2 per share). Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets on winding up. The equity shareholders are entitled to receive dividend as declared from time to time, subject to preferential right of preference shareholders to payment of dividend. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to the share of paid-up equity share capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid. Failure to pay any amount called up on shares may lead to their forfeiture. On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts, in proportion to the number of equity shares held.

(c) Details of shareholders holding more than 5% shares in the Group

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	% of holding	No. of shares	% of holding
Equity shares of ₹2 each fully paid up				
G. Madhukar Reddy	1,53,50,400	12.79%	1,53,50,400	12.82%
Lone Furrow Investment Private Limited	1,72,80,732	14.39%	1,72,80,732	14.44%
Agilemed Investments Private Limited	1,56,49,495	13.04%	1,56,49,495	13.07%
Nippon life india trustee limited	90,53,730	7.54%	90,70,114	7.58%

As per records of the Company, including its register of shareholders/members, the above shareholiding represents both legal and beneficial ownership of shares.

(d) During the five years immediately preceeding the year, ended March 31, 2026, no shares have been bought back or issued for consideration other than cash except for bonus shares issued which have been disclosed in point (e) below.

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

(e) Details of Bonus issue		**Number of shares**
During the year ended March 31, 2021 the following bonus shares were issued by way of capitalisation of securities premium balance:		
(i)	1.25 equity shares issued as bonus for every 1 equity share held by the equity share holders, rounded off to nearest number	2,54,674
(ii)	1.25 Series A CCPS shares issued as bonus for every 1 Series A CCPS held by the Series A CCPS holders, rounded off to nearest number	38,434
(iii)	40 Series A CCPS shares issued as bonus for every 1 Series A CCPS held by the Series A CCPS holders after considering the impact of bonus issue as per (ii) above, rounded off to nearest number	27,67,240
(iv)	40 Series B CCPS shares issued as bonus for every 1 equity shares held by the equity share holders after considering the impact of bonus issue as per (i) above and except to Lone furrow investment private limited and Agilemed Investments Private Limited, rounded off to nearest number	1,19,51,680
(v)	40 Series B1 CCPS shares issued as bonus for every 1 equity shares held by Agilemed Investments Private Limited after considering the impact of bonus issue as per (i) above, rounded off to nearest number	30,53,560
(vi)	40 Series B2 CCPS shares issued as bonus for every 1 equity shares held by Lone Furrow Investment Private Limited after considering the impact of bonus issue as per (i) above, rounded off to nearest number	33,31,120
		2,13,96,708

Note: The above mentioned CCPS were converted into equity shares during the year ended March 31, 2022.

(f) Shares reserved for issue under options

For details of shares reserved for issue under the Employee Stock Options and Shares Plan, 2009 (ESOP 2009) of the Company and Employee Stock Options and Shares Plan, 2021 (ESOP 2021) of the Company (Refer Note 39 and 43).

(g) Details of Promoter shareholding

Promoter Name	As at March 31, 2026			As at March 31, 2025	
	No. of Shares	%of total shares	% Change during the year	No. of Shares	%of total shares
Equity shares					
Madhukar Reddy Gangadi	1,53,50,400	12.79%	-0.03%	1,53,50,400	12.82%
Agilemed Investments Private Limited	1,56,49,495	13.04%	-0.03%	1,56,49,495	13.07%
Lone Furrow Investment Private Limited	1,72,80,732	14.39%	-0.03%	1,72,80,732	14.44%

17. Other equity

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Securities premium		
Opening balance	12,277.43	12,127.55
Add: Reversal of excess offer expenses previously adjusted on estimated basis*	-	6.60
Add: Transferred from Share based payment reserve upon exercise of options	208.81	107.20
Add: Proceeds from equity shares issued under ESOP's	98.58	36.08
	12,584.82	**12,277.43**
Less: Amount recoverable from ESOP trust (refer note 39)	(77.44)	(77.44)
Add: Amount recovered from ESOP Trust	46.33	46.33
	(31.11)	**(31.11)**
Closing balance	**12,553.71**	**12,246.32**

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
* During the year ended March 31, 2025, the Group finalized the allocation of actual share issue expenses. As the actual expenses were lower than the amounts previously estimated and adjusted against the securities premium account, a reversal of ₹6.60 million has been made and credited back to the securities premium.		
(ii) Share based payments reserve		
Opening balance	263.02	303.62
Add: Gross compensation for options granted during the year	30.48	68.69
Less: Transfer to Security premium account	(208.81)	(107.20)
Less: Stock option lapsed	(4.40)	(2.09)
Closing balance	**80.29**	**263.02**
(iii) General reserve		
Balance at the beginning of the year	358.37	356.28
Add: Stock option lapsed	4.40	2.09
Balance at the end of the year	**362.77**	**358.37**
(iv) Capital reserve		
Balance at the beginning and at the end of the year	0.92	0.92
	0.92	**0.92**
(v) Retained earnings		
Opening balance	4,297.59	2,792.91
Profit for the year	2,196.49	1,503.22
Other comprehensive income for the year	21.71	1.46
	6,515.79	**4,297.59**
Total Other equity ((i)+(ii)+(iii)+(iv)+(v))	**19,513.48**	**17,166.22**

Nature and purpose of reserves

a) Securities premium

Securities premium is used to record the premium on issue of shares. The premium will be utilised in accordance with the provisions of the Act.

b) Share based payment reserve

The Group has granted equity settled share based payment plans for certain categories of employees of the Group (Refer note 39).

c) General reserve

General reserve is used from time to time to transfer profit from reserves, for appropriation purposes.

d) Capital reserve

The Group has acquired subsidiary through business combination resulting in bargain purchases.

e) Retained earnings

Retained earnings are profits that the Group has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

18. Current Borrowings

Particulars	As at March 31, 2026	As at March 31, 2025
Cash credit from banks (secured)*	-	-
	-	**-**

Notes

(a) Cash credit facility availed by Optival Health Solutions Private Limited from Axis bank and HDFC bank are secured by the following:

(i) Pari Passu charge on the entire present and future inventories.

(ii) Pari Passu charge on the entire present and future immovable Property, Plant and equipment except the following building: "Unfinished Shop no: G1 in the ground floor of Karna Nilayam in H No:10-1/6 on plot no:3/c at P&T Colony, Gaddiannarm Village, Saroor nagar revenue Mandal, Ranga Reddy District"".

Interest rate on cash credit during the year carries floating interest rate ranging from MCLR + 0.45% to 0.55% per annum, MCLR ranges from 7.20% to 7.30% per annum (March 31, 2025: MCLR + 0.45% to 0.55% per annum, MCLR ranges from 7.20% to 7.30% per annum)

(b) The Group has complied with the requirement of filing of quarterly returns/statements of current assets with the banks or financial institutions, wherever applicable, and these returns were in agreement with the books of accounts for the year ended March 31, 2026 and March 31, 2025. There are no material discrepancies between books of accounts and quarterly statements submitted to banks, where borrowings have been availed based on security of current assets.

* The cash credit facility has been availed from the bank for working capital requirements of Optival Health Solutions Private Limited. Further, no amount has been utilised during the year.

Note: As the financing activities of the Group comprises only of lease liabilities, refer note 40 for details of movement in the same.

19. Other financial liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
a. Non-Current		
Security deposits	18.50	4.58
	18.50	**4.58**
b. Current		
Payable for capital goods	41.19	22.57
Employee dues payable	758.39	811.30
	799.58	**833.87**

20. Lease liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
a. Non-Current		
Lease liabilities (refer note no: 40d)	12,331.24	10,080.14
	12,331.24	**10,080.14**
b. Current		
Lease liabilities (refer note no: 40d)	1,912.59	1,117.88
	1,912.59	**1,117.88**

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

21. Provisions

Particulars	As at March 31, 2026	As at March 31, 2025
a. Non-current		
Provision for gratuity, partly funded (refer note 38 and 43)	336.07	351.30
	336.07	**351.30**
b. Current		
Provision for gratuity, partly funded (refer note: 38 and 43)	106.97	74.26
Provision for compensated absences, unfunded	343.55	256.79
Provision for refund liability (refere note 2.2g)	42.08	29.92
	492.60	**360.97**

Refund liability is accounted based on Group's estimation of expected sales returns. Refer note no: 2.2g of the consolidated financial statements for Group's accounting policies on refund liabilities.

Movement in unearned revenue

Particulars	As at March 31, 2026	As at March 31, 2025
Balance as at beginning of the year	29.92	27.14
Add: Provision created during the year	906.68	838.11
Less: Utilised during the year	(894.52)	(835.33)
Balance as at end of the year	42.08	29.92

22. Trade payables

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payables		
- total outstanding dues to micro and small enterprises (refer Note 42)	307.49	163.92
- total outstanding dues of creditors other than micro and small enterprises	2,762.01	2,825.67
	3,069.50	**2,989.59**

There are no disputed trade payables.

Trade payables are non-interest bearing and are normally settled on 01-60 days credit terms.

For explanations on the Group's credit risk management processes (refer to note.46).

Ageing of trade payables outstanding as at March 31, 2026 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	296.00	11.26	0.15	0.08	-	307.49
(ii) Others	2,259.42	387.65	4.91	2.34	0.03	2,654.35
(iii) Disputed - MSME	-	-	-	-	-	-
(iv) Disputed - Others	-	-	-	-	-	-
Total	**2,555.42**	**398.91**	**5.06**	**2.42**	**0.03**	**2,961.84**
Accrued expenses						**107.66**
						3,069.50

Ageing of trade payables outstanding as at March 31, 2025 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	134.98	28.94	-	-	-	163.92
(ii) Others	2,043.21	668.81	7.36	3.91	1.63	2,724.92
(iii) Disputed - MSME	-	-	-	-	-	-
(iv) Disputed - Others	-	-	-	-	-	-
Total	**2,178.19**	**697.75**	**7.36**	**3.91**	**1.63**	**2,888.84**
Accrued expenses						**100.75**
						2,989.59

23. Other current Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory liabilities	177.70	197.92
Other payables	1.82	2.17
	179.52	**200.09**

24. Contract liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Advance from customers	90.64	38.90
Deferred revenue (refer note 26)	320.18	221.66
	410.82	**260.56**
a. Reconciliation of Deferred revenue		
Balance as at beginning of the year	221.66	131.97
Billed during the year	664.66	466.30
Revenue recognised during the year	(566.14)	(376.61)
Balances as at end of the year	**320.18**	**221.66**

25. Current tax liabilities (net)

Particulars	As at March 31, 2026	As at March 31, 2025
Current tax liabilities (Net of advance tax ₹746.10 (March 31, 2025: ₹479.78)	28.30	2.98
	28.30	**2.98**

26. Revenue from Operations

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a. Revenue from contracts with customers		
Sale of goods	67,029.71	59,782.97
Sale of services	1,323.60	1,091.67
	68,353.31	**60,874.64**

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Other operating revenue		
- Display and other business support income	485.18	439.18
- Others	86.17	46.71
	571.35	**485.89**
Total	**68,924.66**	**61,360.53**

Disclosures as per Ind AS 115 - Revenue from contract with customers

a. Revenue streams

The Group generates revenue primarily from the sale of general and pharmaceutical items and diagnostic services. Other sources of income include display and other business support income and other support services.

Disclosures as per Ind AS 115 - Revenue from contract with customers

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from contract with customers at contracted price	68,705.44	61,367.67
Membership fees income	298.60	151.65
Sale of lab coupon	267.46	220.86
Discounts offered	(11.50)	(30.22)
Sales returns	(906.69)	(835.33)
Revenue from contract with customers	**68,353.31**	**60,874.64**

b. Dissagregation of revenue from contracts with customers

The Group disaggregates revenue from contracts with customers by nature of goods and services, geography and timing of revenue recognition.

(i) Based on geography: Entire revenue from contract with customers is from India.

(ii) Based on business segment:

Timing of revenue recognition	Retail segment	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Products and services transferred at a point in time	66,731.03	59,627.22
Services transferred over time	298.68	155.75
Revenue from contract with customers	**67,029.71**	**59,782.97**
Other operating revenue	571.35	485.89
Total	**67,601.06**	**60,268.86**

*This relates to revenue from sale of discount coupons recognised over a period of time.

Timing of revenue recognition	Diagnostic segment	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Products and services transferred at a point in time	1,042.41	860.21
Services transferred over time	267.46	220.86
Revenue from contract with customers	**1,309.87**	**1,081.07**
Other operating revenue	-	-
Total	**1,309.87**	**1,081.07**

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Timing of revenue recognition	Other segement	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Products and services transferred at a point in time	13.73	10.60
Services transferred over time	-	-
Revenue from contract with customers	**13.73**	**10.60**
Other operating revenue	-	-
Total	**13.73**	**10.60**

c. Revenues from significant customers

There are no transactions with single external customer which amounts to 10% or more of the Group's revenue.

d. Contract balances:

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables (refer note: 13)	269.59	132.71
Advance from customers (refer note 1 below)	90.64	38.90
Contract assets (refer note 2 below)	36.56	25.88
Deferred revenue (refer note 3 below)	320.18	221.66

Note 1:

Revenue recognised in the current reporting year that was included in the opening balance of advance from customers is ₹34.33 (March 31, 2025: ₹20.43).

Note 2: Details of contract asset

As mentioned in the accounting policies for refund liability, the Group recognises an asset, i.e., right to the returned goods (included in inventories) for the products expected to be returned. The Group initially measures this asset at the former carrying amount of the inventory, less any expected costs to recover the goods, including any potential decreases in the value of the returned goods.

As on March 31, 2026, the Group has ₹36.56 (March 31, 2025: ₹25.88) as contract asset representing the right to the returned goods (included in inventories).

Note 3: Details of unearned revenue

Tabulated below is the reconciliation of unearned revenue for the years ended March 31, 2026 and March 31, 2025:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	221.66	131.97
Billed during the year	664.66	466.30
Revenue recognised during the year	(566.14)	(376.61)
Balance at the end of the year	**320.18**	**221.66**

The balances of advances from customers and deferred revenue is expected to be utilised within the next 12 months.

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

27. Other income

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income under effective interest rate method		
- on bank deposits	341.57	178.64
- financial assets measured at amortised cost	92.11	81.27
Insurance claims received	14.88	12.32
Rental income (refer note:43(b))	51.62	6.80
Amount recovered from employees	113.82	114.54
Foreign exchange fluctuation gain (net)	-	0.27
Gain on de-recognition of Right-of-use assets (refer note 40)	34.97	66.67
Miscellaneous income	64.27	25.65
	713.24	**486.16**

28. Cost of materials consumed

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Raw material including reagents and packing material		
Inventories at the beginning of the year	152.15	120.96
Add: Purchases	978.77	648.38
Less: Inventories at the end of the year	243.62	152.15
Cost of materials consumed	**887.30**	**617.19**

29. Changes in inventories of finished goods, work-in-progress, stock-in-trade and right to recover returned goods

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the beginning of the year		
Finished goods	22.74	15.54
Stock-in-trade	12,992.25	13,063.81
Work-in-progress	7.24	10.00
Right to recover returned goods	25.88	23.38
	13,048.11	**13,112.73**
Less : Inventories at the end of the year		
Finished goods	18.26	22.74
Stock-in-trade	13,333.09	12,992.26
Work-in-progress	6.13	7.24
Right to recover returned goods	36.56	25.88
	13,394.04	**13,048.12**
Change in inventories	**(345.93)**	**64.61**

Notes to Consolidated Financial Statements for the year ended March 31st, 2026
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30. Employee benefits expense

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries,wages and bonus	7,899.23	6,476.52
Contribution to provident and other funds (refer note: 38B)	543.61	446.86
Gratuity expense (refer note: 38A)	192.26	141.37
Employees stock option compensation expenses (refer note: 39)	30.47	68.69
Staff welfare expenses	179.71	126.73
	8,845.28	**7,260.17**

31. Depreciation and amortisation expense

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment (refer note: 4)	755.65	739.31
Amortisation of intangible assets (refer note: 6)	36.96	34.97
Amortization of right-of-use assets (refer note: 40)	2,047.03	1,732.21
Less: Amount transferred to capital work-in-progress*	(10.96)	(8.06)
	2,828.68	**2,498.43**

*Duly adjusted for the amount being capitalised to capital work-in-progress during the year ended March 31, 2026 and March 31, 2025.

32. Finance costs

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense on financial liabilities measured at amortised cost	0.49	0.59
Interest on lease liabilities (refer note: 40)	1,204.44	1,025.27
	1,204.93	**1,025.86**

33. Other expenses

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Rent	0.67	1.37
Rates and taxes	87.82	46.08
Electricity charges	557.98	527.39
Communication costs	201.61	186.46
Travelling and conveyance	131.76	125.40
Printing and stationary	130.93	121.31
Legal and Professional charges - Doctors Fees	187.13	179.38
Legal and professional charges - Others	66.76	60.00
Payment to auditors (refer note: 34)	10.56	10.30
Insurance	42.09	34.81
Repairs and maintenance		
- Plant and equipment	134.90	114.82
- Others	154.78	134.23
Packing and forwarding charges	1,019.02	758.91
Commission and brokerage	94.28	95.71

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Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Advertisement and sales promotion	94.46	179.01
Director Sitting fees	4.95	5.70
Credit/debit card commission charges	170.08	163.65
Allowance for expected credit loss, net	0.46	1.25
Allowance on deposits	2.38	6.00
Allowance on advances	0.77	11.05
Foreign exchange fluctuation loss (net)	0.64	-
Loss on sale of property, plant and equipment, net	7.87	8.47
Advances/debts written off	3.15	4.11
Corporate social responsibility expenditure (refer note: 48)	18.87	16.38
Miscellaneous expenses	35.72	30.94
	3,159.64	**2,822.73**

34. Payment to statutory auditors (exclusive of tax)

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Statutory audit fee (including fee for limited review)	9.37	9.07
Certification fees	0.17	0.11
Reimbursement of expenses	1.02	1.12
	10.56	**10.30**

35. Earnings per share (EPS)

The following reflects the earnings and share data used in the basic and diluted EPS computations:

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit attributable to equity holders of the Parent company for basic and diluted earnings per share	2,196.49	1,503.22
Earnings per equity share		
Weighted average number of shares for considered for Basic EPS		
(i) Equity shares		
Number of shares at the beginning of the year	11,96,93,831	11,95,36,952
Add: Exercise of employee stock options during the year	1,33,249	50,403
Weighted average number of shares outstanding during the year	**11,98,27,080**	**11,95,87,355**
Add: Number of dilutive potential equity shares on account of share options granted	2,71,289	4,35,573
Weighted average number of equity shares for diluted EPS	**12,00,98,369**	**12,00,22,928**
Face value of each equity share (In absolute ₹ terms)	2.00	2.00
Earnings per share (EPS) (In absolute ₹ terms)		
- Basic	18.33	12.57
- Diluted	18.29	12.52

The average market value of the Company's shares for the purpose of calculating the dilutive effect of share options was based on quoted market prices for the year during which the options were outstanding.

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

36. Taxes

(a) The major components of income tax expenses for the year ended March 31, 2026 and for the year ended March 31, 2025 are:

(i) Amount recognised in the Statement of profit and loss

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current tax		
Current income tax expenses	775.18	479.86
Current income tax expense in respect of prior years	1.45	(0.37)
Interest on income tax	-	-
Deferred tax benefit		
Relating to origination and reversal of temporary differences	(224.80)	(148.93)
Deferred tax benefit in respect of prior year	5.41	-
Total income tax expense recognised in statement of Profit and Loss	**557.24**	**330.56**

(ii) Other Comprehensive Income (OCI)

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Remeasurement of gain on net defined benefit plans	(5.20)	(0.56)
Income tax charged to Other Comprehensive Income	**(5.20)**	**(0.56)**

(b) Reconciliation of effective tax rate for the year ended March 31, 2026 and March 31, 2025:

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Accounting profit before tax (A)	2,753.30	1,832.89
Enacted tax rate in India (B)	25.17%	25.17%
Expected tax expenses (C = A*B)	692.95	461.30
Reconciling items:		
Current tax benefits availed u/s 80JJAA of Income Tax Act (D)	(110.94)	(50.95)
Deferred tax benefits availed u/s 80JJAA of Income Tax Act (E)	(32.94)	(71.01)
Current taxes for earlier years (F)	1.45	(0.37)
Deferred taxes for earlier years (G)	5.41	-
Others (H)	1.32	(8.41)
Total Tax expense (C+D+E+F+G+H)	**557.24**	**330.56**
Tax expense as per Statement of Profit and Loss Account ((a)(i) above)	**557.24**	**330.56**

(c) The major components of deferred tax (liabilities)/assets (net) arising on account of timing differences are as follows:

Particulars	As at March 31, 2025	Recognised in the Statement of Profit and Loss	Recognised in OCI	As at March 31, 2026
Deferred tax asset (net)				
Property, plant and equipment	139.30	47.81	-	187.11
Provision for expenses allowed for tax purpose on payment basis	178.24	37.38	-	215.62
Remeasurement benefit of the defined benefit plans through OCI	1.09	4.70	(5.20)	0.59
Deduction under section 80JJAA	100.40	32.94	-	133.34
Lease liabilities, net	490.82	105.44	-	596.27

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Particulars	As at March 31, 2025	Recognised in the Statement of Profit and Loss	Recognised in OCI	As at March 31, 2026
Expense claimed for tax purpose on payment basis	15.97	(15.68)	-	0.29
Deferred tax on consolidation adjustment	72.46	6.80	-	79.26
Deferred tax benefit/ (expense)		**219.39**	**(5.20)**	
Deferred tax asset (net)	**998.28**			**1,212.48**

Particulars	As at March 31, 2024	Recognised in the Statement of Profit and Loss	Recognised in OCI	As at March 31, 2025
Deferred tax asset (net)				
Property, plant and equipment	92.59	46.71	-	139.30
Provision for expenses allowed for tax purpose on payment basis	172.41	5.83	-	178.24
Remeasurement benefit of the defined benefit plans through OCI	-	1.65	(0.56)	1.09
Deduction under section 80JJAA	77.73	22.67	-	100.40
Lease liabilities, net	398.45	92.37	-	490.82
Expense claimed for tax purpose on payment basis	20.48	(4.48)	-	15.97
Carry forward of business losses	19.80	(19.80)	-	-
Deferred tax on consolidation adjustment	68.45	3.98	-	72.46
Deferred tax expense		**148.93**	**(0.56)**	
Deferred tax asset (net)	**849.91**			**998.28**

Note 1:

During the year ended March 31, 2023, Optival Health Solutions Private Limited received a demand notice from the Income-tax Authorities amounting to ₹434.50 million in respect of Assessment Year 2019–20. The demand primarily relates to the addition of share premium on equity shares allotted to the Holding Company. The matter was heard and the Hon'ble High Court, vide its order dated 21 November 2025, ruled in favour of the Company and other similarly placed entities. Subsequently, the Income Tax Department has filed a review petition against the said order, which is currently pending before the High Court. Based on the favorable High Court ruling and legal advice obtained, Management believes that the likelihood of the demand being sustained is remote. Accordingly, no provision has been recognised in the consolidated financial statements.

Note 2:

MedPlus Health Services Limited had received a demand notice from the Income tax authorities pertaining to FY2021, amounting to ₹32.37 due to certain disallowances and additions to the total income. The Company has filed an appeal with Commissioner of Income Tax (Appeals) challenging the said demand. Based on the assessment of the notice and the underlying facts by an independent external consultant, the Company is confident that the matter will be settled in the Company's favour. Consequently, no adjustments have been made to the consolidated financial statements in this regard.

37 Initial Public Offer and Utilization of Proceeds

The Company has completed its Initial Public Offering (IPO) during the financial year ended March 31, 2022, issuing 1,75,73,342 equity shares with a face value of ₹2 each. These shares were subsequently listed on the Bombay Stock Exchange Limited (BSE) and the National Stock Exchange of India Limited (NSE). The IPO consisted of a Fresh Issue of 75,44,511 equity shares, raising ₹6,000.00 million, and an Offer for Sale of 1,00,28,831 equity shares by existing shareholders, amounting to ₹7,982.95 million. Initially, the estimated Offer expenses were projected at ₹536.83 million in the Prospectus. However, during the year ended March 31, 2025, the final actual expenses were determined to be ₹521.16 million, slightly lower than the original estimate. These expenses have been allocated proportionately between the Company and the selling shareholders, based on their respective offer sizes. The Company's share of the final expenses, amounting to ₹210.67 million, has been adjusted against the Securities Premium account in accordance with the provisions of the Companies Act, 2013. The net proceeds received from the IPO will be utilized for investment in a subsidiary to meet its working capital requirements and for general corporate purposes.

The utilization of IPO proceeds received by the Parent Company (Net of IPO related expense) is summarized below:

	Objects as per Prospectus	Planned utilisation as per Prospectus	Utilisation up to March 31, 2026	Unutilised amount as on March 31, 2026
i)	Investment in Subsidiary, Optival Health Solutions Private Limited towards their working capital requirements	4,671.70	4,671.70	-
ii)	General Corporate Purposes	1,117.63	1117.63	-
Total		5,789.33	5,789.33	-

38 Employee benefits

I. Post Employment Benefits

A. Defined Benefits Plan - Gratuity

Gratuity benefits provided by the Group

Group has a defined benefit plan which provides for gratuity payments for its employees. Under the plan, every employee who has completed at least five years of service is entitled to gratuity equivalent fifteen days salary last drawn for each completed year of service in accordance with the Code on Social Security, 2020. The same is payable at the time of separation from the company. The scheme is partly funded in the form of a qualifying insurance policy managed by Life Insurance Corporation of India.

The defined benefit plan exposes the company to actuarial risks such as longevity risk, interest rate risk and market/investment risk.

Interest Rate risk: The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability.

Liquidity Risk: This is the risk that the Company is not able to meet the short-term gratuity payouts. This may arise due to non-availability of enough cash / cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

The Company has determined that, in accordance with the terms and conditions of the gratuity plan, and in accordance with statutory requirements (including minimum funding requirements) of the plan of the relevant jurisdiction, the present value of refund or reduction in future contributions is not lower than the balance of the total fair value of the plan assets less the total present value of obligations. As such, no decrease in the defined benefit asset is necessary at March 31, 2026 (March 31, 2025: no decrease in defined benefit asset). Project unit credit method has been used for valuation.

The components of gratuity cost recognised in the consolidated statement of profit and loss and other comprehensive income for the years ended March 31, 2026 and March 31, 2025 consist of the following:

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Changes in the present value of defined benefit obligations are as follows:		
Defined benefit obligations at the beginning of the year	620.66	510.30
Current service cost	130.35	116.97
Past service cost	34.26	-
Interest on defined benefit obligations	42.21	35.82
Benefits paid	(41.00)	(32.16)

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Re-measurements due to:	-	-
Remeasurements- due to change in assumptions	(41.34)	8.59
Remeasurements- due to experience adjustment	8.71	(18.86)
Defined benefit obligations at the end of the year	**753.85**	**620.66**
Changes in the fair value of plan assets are as follows:		
Fair value of plan assets at the beginning of the year	194.88	121.52
Employer contributions	147.57	86.07
Employer direct benefits payments	0.14	0.04
Interest on plan assets	17.49	11.42
Benefits paid	(40.80)	(16.24)
Remeasurements-return on plan assets	(5.54)	(7.93)
Plan assets at the end of the year	**313.74**	**194.88**
Amount to be recognised in Statement of Profit and Loss:		
Current service cost	130.35	116.97
Past service cost	34.26	-
Interest on net defined benefit liability	42.21	35.82
Excepted return on plan assets	(17.49)	(11.42)
Gratuity cost recognised in statement of profit and loss	**189.33**	**141.37**
Remeasurement on the net defined benefit liability:		
Remeasurements - due to change in assumptions	(41.34)	8.59
Remeasurements - due to experience adjustment	8.89	(18.86)
Remeasurements - return on plan assets	5.54	8.25
Defined benefit costs recognised in other comprehensive income	**(26.91)**	**(2.02)**
Details of the employee benefits obligations and plan assets are provided below:		
Present value of funded obligations	753.85	620.44
Fair value of plan assets	(313.74)	(194.88)
Present value of defined benefit obligation for consultants	2.93	-
Net defined benefit liability recognised	**443.04**	**425.56**

Bifurcation of net defined benefit liability

Partuculars	**As at March 31, 2026**	**As at March 31, 2025**
Current provision	106.97	74.26
Non-current provision	336.07	351.30
	443.04	**425.56**

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Plan assets

Plan assets comprise of the following:

Partuculars	**As at March 31, 2026**	**As at March 31, 2025**
Funds managed by Life Insurance Corporation of India	313.74	194.88
	313.74	**194.88**

The Group makes contribution to the Life Insurance Corporation ('LIC') of an amount advised by LIC through its Gratuity Trust created to administer the Gratuity scheme. The Company was not informed by LIC of the investments made by them or the breakup of the plan assets in to various type of investments.

The Company expects to contribute approximately ₹101.28 to the gratuity fund during the financial year ending March 31, 2027.

Sensitivity Analysis: Increase/ (decrease) in obligation

Partuculars	**As at March 31, 2026**	**As at March 31, 2025**
(a) Effect of 1% change in assumed discount rate		
- 1% increase	(47.10)	(37.18)
- 1% decrease	45.43	42.33
(b) Effect of 1% change in assumed salary escalation rate		
- 1% increase	37.53	40.87
- 1% decrease	(44.94)	(37.45)
(c) Effect of 1% change in assumed attrition rate		
- 1% increase	(11.48)	(7.18)
- 1% decrease	6.49	7.87
(d) Effect of 10% change in assumed mortality rate		
- 10% increase	(5.67)	(0.13)
- 10% decrease	(5.51)	0.13

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

There are no changes in the methods and assumption used in preparing the sensitivity analysis from the previous year.

Sensitivity Analysis: Increase/ (decrease) in obligation

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Partuculars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
Discount rate	6.94% to 7.04%	6.94% to 7.04%
Rate of return of plan assets	7.27% to 7.52%	7.27% to 7.52%
Attrition rate		
below 30 Years	27.18%	27.18%
31-40 years	18.47%	18.47%
41-50 Years	13.40%	13.40%
51 years and above	12.26%	12.26%
Mortality Rate (as % of IALM (2012-14) Ult. Mortality Table)	100.00%	100.00%
Rate of compensation increase	9% to 15%	9% to 15%

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The expected future cash flows in respect of gratuity were as follows:

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Expected future benefit payments		
Less than a year	101.28	74.42
Between 2-5 years	379.39	287.33
More than 5 years	903.56	746.74

The weighted average duration of the defined benefit obligation is 5 to 7 years (March 31, 2025 : 7 to 10 years)

Discount rate: The discount rate is based on the prevailing market yields of Indian government securities as at the balance sheet date for the estimated term of the obligations.

Salary escalation rate: The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

Attrition rate: Represents the Group's best estimate of employee turnover in future (other than on account of retirement, death or disablement) determined considering various factors such as nature of business, retention policy, industry factors, past experience, etc.

Sensitivity analysis: The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

B. Defined Contribution Plan

Provident fund and other funds

The Group makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund and Employee state insurance, which is defined contribution plan. The Group has no obligations other than to make specified contributions. The contributions are charged to the statement of profit and loss as they accrue.

The amount recognised as an expense for the year aggregated to ₹543.61 (March 31, 2025: ₹446.86) and is included in "contribution to provident fund and other funds.

II. Other benefits

Leave compensated absences

The employees of the Group are entitled to compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation based on the additional amount expected to be paid as a result of the unused entitlement that has accumulated at the balance sheet date. Expense on non-accumulating compensated absences is recognised in the period in which the absences occur.

The amount recognised as an expense towards leave compensated absences for the year aggregated to ₹165.25 (March 31, 2025: ₹107.88).

C. Impact of new Labour Codes

During the year ended March 31, 2026, the Central Government of India notified the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020, collectively referred to as the 'New Labour Codes', effective from 21 November 2025 primarily impacting the wage definition to be considered for the purpose of defined benefit obligation relating to gratuity and defined benefit contribution relating to leave encashment.

As a result of this plan amendment, the Company's defined benefit obligation and defined benefit contribution increased by ₹34.26 and ₹31.06 respectively (March 31, 2025: Nil). A corresponding past service cost was recognized in the statement of profit and loss during the current year. The Company continues to monitor the finalisation of Central / State Rules and

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clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.

39. Employee stock option plan

(i) MedPlus Employees Stock Option and Shares Plan 2009 (ESOP 2009)

(a) The Group instituted MedPlus Employees Stock Option and Shares Plan 2009 (ESOP 2009). The Board of directors approved the plan on November 16, 2009. The plan is effective from November 1, 2009 which provided for issue of 9,673 stock options to eligible employees. The options vest over a period of four years or as approved by remuneration committee and would be settled by issue of fully paid equity shares.

Pursuant to a resolution passed by the Board of Directors on February 17, 2011, the Company had formed a trust (MedPlus Employee Benefit Trust) to implement and administer ESOP 2009 and had allotted 9,673 equity shares to the Trust.

The Group has allotted (before giving impact of bonus & split) 4,110 equity shares against 4,110 granted options and 5,563 options (against 5,563 non- granted option) to the trust at premium of ₹11,016.12 per option and ₹5,781 per option respectively, aggregating total securities premium of ₹77.44 millions.

Amount receivable from the trust for options granted aggregating to ₹77.54 (Face value – ₹0.10 and Premium of ₹77.44) has been accounted as 'Amount recoverable from Trust in kind' and has been deducted from share capital and securities premium respectively as these are in the nature of own shares held. The same will be adjusted at the time of exercise of options by the employees.

During the year March 31, 2026 8 (March 31, 2025 138) options were exercised by employees which resulted in

(i) increase in paid up capital by March 31, 2026 ₹0.00 (March 31, 2025: ₹0.00) and

(ii) increase of securities premium by March 31, 2026 ₹ Nil (March 31, 2025: ₹ Nil)

Further, recovery of ₹ 0.00 (March 31, 2025: ₹9.92) from ESOP trust was done on account of exercised options during the year ended March 31, 2026."

Employees stock option and share plan, 2009

(b) The details of the activity have been summarized below

Particulars	As at March 31, 2026 (No. of equity shares)	As at March 31, 2025 (No. of equity shares)
Outstanding at the beginning of the year	13	151
Exercisable at the beginning of the year	1	11
Granted during the year	-	-
Forfeited during the year	1	-
Exercised during the year	8	138
Vested during the year	11	128
Expired during the year	-	-
Outstanding at the end of the year*	4	13
Exercisable at the end of the year	4	1

* One option equals to 461.25 equity shares

(ii) MedPlus Employees Stock Option and Shares Plan 2021 (ESOP 2021)

(a) The Company instituted MedPlus Employees Stock Option and Shares Plan 2021 (ESOP 2021). The Board of directors approved the plan on August 9, 2021. The plan is effective from August 9, 2021 which provided for issue of 1,117,612 stock options to eligible employees. The options vest over a period of four years from the grant date at 10%, 25%, 25% and 40% respectively, as a % of options granted. Vesting period may be accelerated on deserving cases, subject to applicable law and minimum vesting period of at least one year. During the year ended March 31, 2026 the Company has granted Nil (March 31, 2025: Nil) Options.

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(All amounts in Indian Rupees in millions except for share data or otherwise stated)

(b) The details of the activity have been summarized below

Particulars	March 31, 2026 (No. of options)	March 31, 2025 (No. of options)
Outstanding at the beginning of the year	3,94,305	6,68,824
Exercisable at the beginning of the year	1,80,096	1,06,251
Granted during the year	-	-
Forfeited during the year	10,151	40,409
Exercised during the year	3,60,811	1,56,879
Vested during the year	3,19,988	2,34,110
Expired during the year	6,789	3,386
Outstanding at the end of the year	64,166	3,94,305
Exercisable at the end of the year	1,32,484	1,80,096
Weighted average remaining contractual life (in years)	1.06	0.86

Exercise price and fair value of stock options granted

Grant date	March 31, 2026 (No. of options)	March 31, 2025 (No. of options)
Exercise price		
22-11-2021	232.00	
30-03-2023	541.98	
20-12-2023	628.00	
Fair value		
22-11-2021	609.70 to 642.50	
30-03-2023	132.60 to 237.00	
20-12-2023	176.73 to 312.48	

Also refer note 16.

Effect of the employee option plan on the Statement of Profit and Loss and on its financial position

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Total employee compensation cost pertaining to stock option plan	30.47	68.69
Reserves - employee stock option plan outstanding as at the year end	80.29	263.02

40. Leases

a The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Group continues to recognise right-of-use asset and related liabilities in connection with the expired leases where the renewal of the lease agreement is in progress.

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

b Movement of right of use asset for the year ended March 31, 2026 and March 31, 2025:

Particulars	Machinery	Buildings	Total
Gross carrying amount as at April 01, 2024	62.55	12,693.18	12,755.73
Additions	-	2,893.91	2,893.91
Deletions/modifications	-	1,256.52	1,256.52
Gross carrying amount as at March 31, 2025	**62.55**	**14,330.57**	**14,393.12**
Additions	1.37	5,183.78	5,185.15
Deletions/modifications	6.24	1,108.78	1,115.02
Gross carrying amount as at March 31, 2026	**57.68**	**18,405.57**	**18,463.25**
Accumulated Depreciation			
As at April 01, 2024	5.92	3,976.42	3,982.34
Depreciation charge for the year *	6.69	1,725.52	1,732.21
Deletions	-	900.48	900.48
As at March 31, 2025	**12.61**	**4,801.46**	**4,814.07**
Depreciation charge for the year *	5.71	2,039.32	2,045.03
Deletions	-	664.22	664.22
As at March 31, 2026	**18.32**	**6,176.56**	**6,194.88**
Carrying amounts			
Net block as at March 31, 2025	**49.94**	**9,529.11**	**9,579.05**
Net block as at March 31, 2026	**39.36**	**12,229.01**	**12,268.37**

* The aggregate Depreciation expenses for the year on Right-of-use assets is included under depreciation and amortisation expense in the statement of Profit and Loss.

c The Following is the rental expenses and income recorded for short term leases, variable leases and low value leases for the year ended March 31,2026 and March 31,2025

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Short -term lease expense	0.67	1.37
Rental income from sub-lease	51.62	6.80

d Following are the changes in the lease liabilities for the year ended March 31, 2026 and March 31, 2025:

Particulars	Machinery	Buildings	Total
Balance as at April 01, 2024	49.58	10,046.11	10,095.69
Additions	-	2,822.87	2,822.87
Interest expense on lease liabilities	4.38	1,020.89	1,025.27
Deletions/modifications	-	433.53	433.53
Payment of lease liabilities	9.34	2,302.94	2,312.28
Balance as at March 31, 2025	**44.62**	**11,153.40**	**11,198.02**
Additions	1.37	4,968.85	4,970.22
Interest expense on lease liabilities	3.37	1,201.07	1,204.44
Deletions/modifications	6.24	468.75	474.99
Payment of lease liabilities	8.04	2,645.82	2,653.86
Balance as at March 31, 2026	**35.08**	**14,208.75**	**14,243.83**

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Bifurcation of lease liabilities	As at March 31, 2026	As at March 31, 2025
Non-current lease liabilities	12,331.24	10,080.14
Current lease liabilities	1,912.59	1,117.88

e The following is the cash outflow on leases during the year ended March 31, 2026 and March 31, 2025:

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Payment of lease liabilities	2,653.86	2,312.28
Short-term lease expense	0.67	1.37
Total cash outflow on leases	2,654.53	2,313.65

f The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis :

Partuculars	As at March 31, 2026	As at March 31, 2025
Less than 6 months	1,455.63	1,169.33
6 to 12 months	1,433.44	1,187.44
1 to 2 years	2,776.82	2,326.81
2 to 5 years	7,236.22	7,179.04
Over 5 years	7,159.88	4,045.12

The Group does not face a significant liquidity risk with regards to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when fall due.

ii. Leases as Lessor:

The Group has given certain properties under cancellable leases to various parties. The Group has classified these leases as operating leases because they do not transfer substantially all of the risks and rewards incidental to the ownership of the assets. Rental income recognised by the Group during the year ended March 31, 2026 was ₹51.62 (March 31, 2025: ₹6.80).

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date.

Partuculars	As at March 31, 2026	As at March 31, 2025
Less than 1 year	132.73	41.78
1 to 2 years	134.96	63.24
2 to 3 years	134.91	64.60
3 to 4 years	131.58	66.32
4 to 5 years	118.68	67.30
Over 5 years	370.70	290.39

g The following is the amount recognised in profit or loss during the year ended March 31, 2026 and March 31, 2025:

Partuculars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense on lease liabilities	1,204.44	1,025.27
Short-term lease expense	0.67	1.37
Rental income from sub-lease	(51.62)	(6.80)

The Group does not face a significant liquidity risk with regards to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when fall due.

Lease payments during the year have been disclosed under financing activities in the Consolidated Statement of Cash flows.

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

41. Capital commitments and contingent liabilities

(A.) Capital Commitments

(i) As at March 31, 2026 the Group has commitments of ₹76.14 (March 31, 2025: ₹8.69) relating to contracts remaining to be executed on capital account after considering the capital advances paid.

(B.) Contingent Liabilities

Partuculars	As at March 31, 2026	As at March 31, 2025
i) Claims against the Group not acknowledged as debt		
Income tax	111.78	111.78
Value added tax	7.08	7.08
Goods and Service Tax	2.84	-
Others	18.90	18.90
	140.60	**137.76**

ii) During the year ended March 31, 2015, Ritemed Pharma Retail Private Limited (merged entity) had received an assessment order for the assessment year 2012 -13 proposing an adjustment of ₹18.37 to the returned loss. Ritemed Pharma Retail Private Limited (merged entity) had filed an appeal before Commissioner of Income Tax (Appeals). Consequently, Optival Health Solutions Private Limited ('Optival') received the appeal order revising the adjustment to ₹8.20 on which tax amounted to ₹2.66. Optival filed an appeal in Income-tax Appellate Tribunal against the said order. Based on its internal assessment, the Management is confident that the matter will be settled in the favour of Optival and no adjustment to the financial statements is required.

iii) The Payment of Bonus (Amendment) Act, 2015 had been notified in the financial year 2015-16. Among other amendments, it has increased, with retrospective effect from April 1, 2014, the scope of coverage by revising the salary ceiling for eligible employees and also increasing the salary limit capped for the purpose of calculating bonus. Based on the legal advice and the interim stay granted by various high courts on retrospective application of the aforesaid amendment, Optival has not accrued for bonus for the financial year 2014-15 amounting to ₹8.61 and for the merged entity Ritemed Pharma Retail Private Limited amounting to ₹4.50.

iv) The Hon'ble Supreme Court of India ("SC") by their order dated 28 February 2019, in the case of Surya Roshni Limited & others v/s EPFO, set out the principles based on which allowances paid to the employees should be identified for inclusion in basic wages for the purposes of computation of Provident Fund contribution. The Group started complying with this prospectively. In respect of the past period, there are significant implementation and interpretative challenges that the management is facing and is awaiting for clarity to emerge in this regard, pending which, this matter has been disclosed under the Contingent liability in the financial statements. The impact of the same is not ascertainable.

v) Ritemed Pharma Retail Private Limited (merged with Optival Health Solutions Private Limited w.e.f. April 01, 2016), subsidiary company, had entered into the following transactions during the year ended March 31, 2011:

i) Purchase of goods aggregating to ₹312.25 for the period May 7, 2010 to March 3, 2011 from the Optival Health Solutions Private Limited; and

ii) Purchase of goods and services aggregating to ₹21.80 and sale of goods and services aggregating to ₹15.15 for the period April 1, 2010 to March 3, 2011 from one of the covered entities - Optival Health Solutions Private Limited.

The above transactions required prior approval of the Central Government under the provisions of Section 297 of the erstwhile Companies Act, 1956. The above transactions are part of normal business transactions at prevailing market prices. Ritemed Pharma Retail Private Limited, has applied to the appropriate regulatory authorities for regularization on June 10, 2011. Management is confident that the penalties, if any, that may arise on account of such non-compliance will not be significant.

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(All amounts in Indian Rupees in millions except for share data or otherwise stated)

(vi) The Group is subject to legal proceedings and claims before various tax authorities, customers, vendors and other regulators which have arisen in the ordinary course of business and which are pending at various levels of judicial and appellate authorities. The uncertainties and possible reimbursements are dependent on the outcome of the different legal processes which have been invoked by the claimants or the Group, as the case may be and therefore timing of cash flows cannot be predicted. The Group engages reputed professional advisors wherever required to protect its interests and has been advised that it has strong legal positions against such disputes. The Group believes that it has a reasonable case in its defense of the proceedings and accordingly no further provision is required.

42. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated August 26, 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filling the Memorandum. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at March 31, 2026 and March 31, 2025 has been made in the financial statements based on information received and available with the Group. The Group has not received any claim for interest from any supplier under the said Act.

	Partuculars	As at March 31, 2026	As at March 31, 2025
	The amounts remaining unpaid to micro and small suppliers as at the end of the year		
	- Principal	307.49	163.92
	- Interest	0.17	0.02
(b)	The amount of interest paid by the buyer as per the MSMED Act, 2006 along with	-	-
	The amounts of the payments made to the suppliers beyond the appointed day during the year.	-	-
(c)	The amount of 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;	0.17	0.02
(d)	The amount of interest accrued and remaining unpaid at the end of each year.	0.17	0.02
(e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises for the purposes of disallowances as a deductible expenditure under the MSMED Act, 2006	-	-

Note : This information is required to be disclosed under the MSMED Act and has been determined to the extent such parties have been identified on the basis of information available with the Group.

43. Related party Disclosure

(a) (i) Key management personnel

1. G. Madhukar Reddy – Managing Director
2. C. Bhaskar Reddy – Executive Director
3. Sujit Kumar Mahato- Chief Financial Officer
4. Manoj Kumar Srivastava- Company Secretary

(ii) Directors

1. Murali Sivaraman - Independent Director
2. Madhavan Ganesan - Independent Director
3. Aparna Surabhi - Independent Director (w.e.f July 01,2024)
4. Hiroo Mirchandani - Independent Director (upto July 01,2024)
5. Muralidharan Thyagarajan- Independent Director (w.e.f December 18, 2024)

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

(iii) Entities over which shareholders, key management personnel exercise control or significant influence

1. Hinshitsu Manufacturing Private Limited
2. Agilemed Investments Private Limited
3. Lone Furrow Investments Private Limited
4. Gangadi Investments Private Limited
5. Bhaskar Reddy Hospitals

(iv) Employee Benefit Plans

1. Medplus Employees Group Gratuity Assurance Scheme
2. Optival Employees Group Gratuity Assurance Scheme

(b) Related party transactions during the year ended

	Partuculars	As at March 31, 2026	As at March 31, 2025
(i)	**Enterprises over which shareholders, key management personnel exercise control or significant influence**		
1.	**Hinshitsu Manufacturing Private Limited**		
	Purchase of Property, plant and equipment	4.87	14.30
	Other Repair and Maintenance received	1.08	2.68
	Purchase of maintenance Items	-	0.06
	Purchase of Optical Store-Interiors	2.90	-
	Rental income	0.05	0.75
	Lease payments	1.24	2.97
	Reimbursement of expenses received	0.09	0.09
2.	**Gangadi Investments Private Limited**		
	Purchase of furniture and Job work for Furniture	8.90	-
	Lease payments	1.88	-
	Other Repair and Maintenance received	1.51	-
3.	**Bhaskar Reddy Hospitals**		
	Hospital Profit Commission	5.77	5.54
(ii)	**Key Management Personnel**		
1.	**G. Madhukar Reddy**		
	a. Managerial remuneration		
	Short-term employee benefits	4.00	4.00
	Post employment benefits	0.45	0.37
	b. Rent	3.82	3.58
2.	**C. Bhaskar Reddy**		
	a. Managerial remuneration		
	Short-term employee benefits	9.87	11.59
	Post employment benefits	0.44	0.36
3.	**Sujit Kumar Mahato**		
	a. Remuneration		
	Short-term employee benefits	12.94	14.01
	Post employment benefits	0.39	0.44
	b. Share-based payment expense	3.95	6.03

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Partuculars	As at March 31, 2026	As at March 31, 2025
4. Manoj Kumar Srivastava		
a. Remuneration		
Short-term employee benefits	4.74	4.84
Post employment benefits	0.11	0.18
b. Share-based payment expense	1.26	1.62
5. Sitting fee paid to directors	4.95	5.70
(iii) Employee Benefit Plans		
1. MedPlus Employees Group Gratuity Assurance Scheme		
Employer contributions	9.00	6.57
2. Optival employees group gratuity assurance scheme		
Employer contributions	123.50	79.50

(c) Balances (Receivable) / Payable

Partuculars	As at March 31, 2026	As at March 31, 2025
(i) Key Management Personnel		
1. G. Madhukar Reddy	(1.87)	(1.58)
2. C. Bhaskar Reddy	(2.16)	(3.78)
3. Sujit Kumar Mahato	(1.13)	(1.00)
4. Manoj Kumar Srivastava	(0.39)	(0.38)
(ii) Entities over which shareholders, key management personnel exercise control or significant influence		
1. Hinshitsu Manufacturing Private Limited	(1.24)	(3.11)
(iii) Employee Benefit Plans		
1. MedPlus Employees Group Gratuity Assurance Scheme	22.76	13.58
2. Optival employees group gratuity assurance scheme	289.20	179.79

Note:

1. All transactions with these related parties are priced on an arm's length basis and are to be settled in cash. All the outstanding balances are unsecured, interest free. The assessment is undertaken each financial year through evaluating the financial position of the related party and the market in which the related party operates.
2. Managerial remuneration does not include post employment benefit which is determined for Group as whole.

44. Fair Values

Refer Note 2.2(q) for accounting policy on Financial Instruments.
Set out below, is a comparison by class of the carrying amounts of the Group's financial instruments:

Partuculars	Carrying value	
	As at March 31, 2026	As at March 31, 2025
Financial assets		
Financial assets at amortised cost:		
a) Trade receivables	269.59	132.71
b) Cash and cash equivalents	1,984.12	860.52
c) Bank balances other than cash and cash equivalents	2,637.50	2,811.66
d) Other financial assets (current & non-current)	2,552.02	1,734.90
Total Financial assets	**7,443.23**	**5,539.79**

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Partuculars	Carrying value	
	As at March 31, 2026	As at March 31, 2025
Financial liabilities		
Financial liabilities at amortised cost:		
a) Borrowings	-	-
b) Trade payables	3,069.50	2,989.59
c) Lease liabilities (current & non-current)	14,243.83	11,198.02
d) Others	818.08	838.45
Total Financial Liabilities	**18,131.41**	**15,026.06**

The fair value of trade receivables, cash and cash equivalents, bank balances, other than cash and cash equivalents, loans, other financial assets, trade payables, lease liabilities and other financial liabilities approximate their carrying amount largely due to short time nature of these instruments.

45. Fair value hierarchy

refer note 2.2(f) for accounting policy on fair value

There are no transfers between levels 1 and 2 during the year ended March 31, 2026 and March 31, 2025.

46. Financial risk management

The Group has exposure to the following risks arising from financial instruments:

1. Credit risk
2. Liquidity risk
3. Market risk

The Group's Board of Directors has overall responsibility for the establishment and deployment of risk management framework. The Board of Directors has adopted a Risk Policy, which empowers the management to access and monitoring the risk management parameters along with action taken and the same is updated to Board of Directors

The Group's risk management policies are established to identify and analyse the risks being faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Group's audit committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risk faced by the Group. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the result of which are reported to the audit committee.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, loans, cash and cash equivalents, bank deposits and other financial assets. None of the financial instruments of the Group result in material concentration of credit risk, except for trade receivables.

Trade and other receivables

Generally the Group operates on Cash and Carry model, however sale to certain institutional customers are made on credit. Credit terms are generally 30 to 60 days. The customer credit risk is managed by the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on the individual

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credit limits as defined in accordance with this assessment and outstanding customer receivables are regularly monitored. The Group's receivables turnover is quick and historically, there was no significant defaults on account of those customer in the past. Ind AS requires an entity to recognise in profit or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised in accordance with Ind AS 109.

The Group assesses at each date of statements of financial position whether a financial asset or a group of financial assets is impaired. Expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. The Group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information.

Before accepting any new customer, the Group uses an internal credit scoring system to assess the potential customer's credit quality and defines credit limits by customer. Limits and scoring attributed to customers are reviewed on periodic basis. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix.

Exposure to credit risk:

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk was ₹273.51 and ₹137.40 as of March 31, 2026 and March 31, 2025 respectively, being the total of the carrying amount of balances with trade receivables.

The ageing analysis of trade receivables as of the reporting date is as follows:

Partuculars	Less than 180 days	More than 180 days	Total
As at March 31, 2026	230.07	43.44	273.51
As at March 31, 2025	76.14	61.26	137.40

The following table summarizes the changes in the allowances for doubtful accounts for trade receivables :

Partuculars	As at March 31, 2026	As at March 31, 2025
At the beginning of the year	**4.69**	**6.49**
Provision for Impairment	0.46	1.25
Receivables written off during the year as uncollectible	(0.19)	(0.15)
Unused amounts reversed	(1.04)	(2.90)
At the end of the year	**3.92**	**4.69**

Cash and cash equivalents and other bank balances

The cash and cash equivalents and other bank balances are held with banks. Credit risk on cash and cash equivalents and deposits with banks and financial institutions are generally low as the said deposits have been made with the banks and financial institutions who have been assigned high credit rating by international and domestic credit rating agencies.

Liquidity risk refers to the risk that the Group cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

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The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:

Partuculars	Less than 1 year	1 to 5 years	> 5 years	Total
March 31, 2026:				
Trade payables	3,069.50	-	-	3,069.50
Other financial liabilities	799.58	18.50	-	818.08
Lease liabilities	2,889.07	10,013.04	7,159.88	20,062.00
	6,758.15	**10,031.54**	**7,159.88**	**23,949.58**

Partuculars	Less than 1 year	1 to 5 years	> 5 years	Total
March 31, 2025:				
Borrowings	-	-	-	-
Trade payables	2,989.59	-	-	2,989.59
Other financial liabilities	833.87	4.58	-	838.45
Lease liabilities	2,356.77	9,505.85	4,045.12	15,907.75
	6,180.23	**9,510.43**	**4,045.12**	**19,735.79**

47. Capital Management

For the purpose of the Group's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders. The primary objective of the Group's capital management is to maximise the shareholder value.

The Group manages its capital structure in consideration to the changes in economic conditions and the requirements of the financial covenants. The Group's monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, borrowings including interest accrued on borrowings less cash and short-term deposits.

Partuculars	As at March 31, 2026	As at March 31, 2025
Borrowings including interest accrued on borrowings	-	-
Less: Cash and cash equivalents	1,984.12	860.52
Less: Other bank deposits	1,320.46	750.38
Net debt	**(3,304.58)**	**(1,610.90)**
Equity	240.11	239.39
Other Equity	19,513.48	17,166.22
Total Equity	**19,753.59**	**17,405.61**

Gearing ratio (Net Debt/ (Net Debt+Total Equity))*

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. The Group has no outstanding borrowings as at March 31, 2026 and March 31, 2025.

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2026.

*The Company does not have any borrowings, hence the gearing ratio is Nil.

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

48. Details of Corporate Social Responsibility expenses

	March 31, 2026	March 31, 2025
(a) Gross amount required to be spent by the Group during the year	18.87	16.38
(B) Amount approved by the Board to be spent during the year	18.87	16.38
(c) Amount spent during the year (in cash)		
(i) Construction/acquisition of any asset	-	-
(ii) On purposes other than (i) above	18.87	16.38
(d) (Shortfall) / Excess at the end of the year	-	-
(e) Total of previous years shortfall	-	-
(f) Details of related party transactions	-	-
(g) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year.	-	-
(h) Reason for shortfall:	NA	NA
For the year ending March 31, 2026 and March 31, 2025 : No shortfall		

Nature of CSR activities:

i) Education
ii) Environmental sustainability
iii) Payment to Prime minister national relief fund
iv) Rural development
v) Protection of national heritage, art and culture
vi) Promotion of healthcare including preventive health care

49 Segment information

Basis for segmentation

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components, and for which discrete financial information is available. All operating segments results are reviewed regularly by the Group's Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segments and assess their performance. The Managing Director is the Group CODM within the meaning of Ind AS 108.

The Group has two reportable segments, as described below, which are the Group's strategic business units. These business units offer different products and services and are managed separately because they require different technology and marketing strategies. For each of the business units, the Group's management reviews internal management reports on regular basis.

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

The following summary describes the operations in each of the Group's reportable segments:

Reportable segments	Operations
Retail	Trading of pharmaceuticals and general items through its retail stores and online platform
Diagnostics	Diagnostic services, pathological services and laboratory testing services
Others	Insurance broking services

Information about reportable segments

Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit (before tax), as included in the internal management reports that are reviewed by the Group's CODM. Segment profit is used to measure performance as Management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

Particulars	March 31, 2026					March 31, 2025				
	Retail	Diagnostics	Others	Unallocated	Total	Retail	Diagnostics	Others	Unallocated	Total
REVENUE										
External sales	67,029.71	1,309.87	13.73	-	68,353.31	59,782.97	1,081.07	10.60	-	60,874.64
Total revenue	67,029.71	1,309.87	13.73	-	68,353.31	59,782.97	1,081.07	10.60	-	60,874.64
Other operating revenue	571.35	-	-	-	571.35	485.89	-	-	-	485.89
Total Revenue from operations	**67,601.06**	**1,309.87**	**13.73**	**-**	**68,924.66**	**60,268.86**	**1,081.07**	**10.60**	**-**	**61,360.53**
Segment results	2,388.11	17.40	6.72	-	2,412.23	1,759.71	(109.76)	4.89	-	1,654.84
Interest expense	-	-	-	(0.49)	(0.49)	-	-	-	(0.59)	(0.59)
Interest income	-	-	-	341.56	**341.56**	-	-	-	178.64	**178.64**
Profit before tax					2,753.30					1,832.89
Tax benefit / (expenses)	-	-	-	(557.24)	**(557.24)**	-	-	-	(330.56)	**(330.56)**
Profit for the year					2,196.06					1,502.33
OTHER INFORMATION										
Segment assets	31,097.74	1,377.34	9.12	6,841.06	**39,325.26**	26,994.85	1,444.98	7.77	5,153.35	**33,600.95**
Total assets					**39,325.26**					**33,600.95**
Segment liabilities	18,566.31	1,011.00	1.41	-	19,578.72	15,289.58	911.18	1.20	-	16,201.96
Total liabilities					**19,578.72**					**16,201.96**
Capital expenditure	1,173.55	56.59	0.16	-	**1,230.30**	549.67	44.83	-	-	**594.50**
Depreciation and amortization expense	2,608.08	220.12	0.48	-	**2,828.68**	2,266.76	231.00	0.67	-	**2,498.43**
Interest Income	89.39	2.73	-	341.56	**433.68**	81.25	-	0.02	178.64	**259.91**
Finance Cost	1,134.37	70.05	0.02	0.49	**1,204.93**	1,025.22	-	0.05	0.59	**1,025.86**
Non-cash expenses other than depreciation	1,442.90	97.51	0.43	-	**1,540.84**	946.15	92.23	0.75	-	**1,039.13**

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

(A) Analysis of revenue by geography

The group operates within india and does not have operations in economic environments with different risks and returns. Hence, no separate financial disclosures are provided in respect of its geographical segment.

(B) Information about revenue from major customers which is included in revenue

There are no transactions with single external customer which amounts to 10% or more of the Group's revenue.

(C) In order to align with the current business structure, the group has carried out necessary change in the composition of its reportable segments. The Group has identified primarily two reportable segments, based on review by the Chief operating Decision Maker (CODM; which is the Managing Director), i.e. (i) Retail trading of medicines and general items, and (ii) Diagnostic services. The comparative information as presented in the consolidated segment information have been restated to this effect in accordance with Ind AS 108

50. Additional information pursuant to paragraph 2 of Division II of Schedule III to the Companies Act 2013 - General instructions for the preparation of consolidated financial statements

Name of the Entity	Net Assets i.e., Total Assets minus total liabilities		Share in profit or loss		Share in Other Comrehensive Income		Share in Total Comrehensive Income	
	% of Net of Consolidated Net Assets	"	% of Net of Consolidated profit & Loss	"	% of Other Comprehensive Income	"	% of Total Comprehensive Income	"
Parent								
MedPlus Health Services Limited								
Balance as at March 31, 2026	66.63%	13,161.13	28.42%	624.12	17.27%	3.75	28.31%	627.87
Balance as at March 31, 2025	71.26%	12,403.47	26.85%	403.35	136.99%	2.00	26.96%	405.35
Subsidiaries in India								
Optival Health Solutions Private Limited ('OHSPL')								
Balance as at March 31, 2026	74.74%	14,763.82	68.30%	1,500.00	82.36%	17.88	68.44%	1,517.88
Balance as at March 31, 2025	75.96%	13,222.07	71.49%	1,074.00	-80.82%	(1.18)	71.34%	1,072.82
Wynclark Pharmaceuticals Private Limited ('WPPL')								
Balance as at March 31, 2026	1.05%	207.09	0.93%	20.50	0.00%	-	0.92%	20.50
Balance as at March 31, 2025	1.07%	186.59	0.58%	8.69	0.00%	-	0.58%	8.69
Nova Sud Pharmaceuticals Private Limited('NPPL')								
Balance as at March 31, 2026	0.32%	63.72	-0.02%	(0.52)	0.00%	-	-0.02%	(0.52)
Balance as at March 31, 2025	0.37%	64.24	-0.04%	(0.58)	0.00%	-	-0.04%	(0.58)
Sai Sridhar Pharma Private Limited ('SSPPL')								
Balance as at March 31, 2026	0.95%	186.94	0.57%	12.42	0.05%	0.01	0.56%	12.43
Balance as at March 31, 2025	1.00%	174.51	0.71%	10.64	10.96%	0.16	0.72%	10.80

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Name of the Entity	Net Assets i.e., Total Assets minus total liabilities		Share in profit or loss		Share in Other Comrehensive Income		Share in Total Comrehensive Income	
	% of Net of Consolidated Net Assets	"	% of Net of Consolidated profit & Loss	"	% of Other Comprehensive Income	"	% of Total Comprehensive Income	"
Venkata Krishna Enterprises Private Limited ('VKEPL')								
Balance as at March 31, 2026	1.66%	328.20	1.34%	29.53	-0.14%	(0.03)	1.33%	29.50
Balance as at March 31, 2025	1.71%	298.50	1.60%	23.99	-5.48%	(0.08)	1.59%	23.91
Deccan Medisales Private Limited ('DMPL')								
Balance as at March 31, 2026	0.43%	84.19	0.10%	2.10	-0.14%	(0.03)	0.09%	2.07
Balance as at March 31, 2025	0.47%	82.12	0.28%	4.20	17.12%	0.25	0.30%	4.45
Shri Banashankari Pharma Private Limited ('SBPPL')								
Balance as at March 31, 2026	0.00%	(0.03)	-0.03%	(0.66)	0.00%	-	-0.03%	(0.66)
Balance as at March 31, 2025	0.00%	0.63	-0.01%	(0.14)	0.00%	-	-0.01%	(0.14)
Sidson Pharma Distributors Private Limited ("SPDPL')								
Balance as at March 31, 2026	0.46%	91.09	0.19%	4.15	0.09%	0.02	0.19%	4.17
Balance as at March 31, 2025	0.50%	86.88	0.42%	6.37	21.23%	0.31	0.44%	6.68
Kalyani Meditimes Private Limited ('KMT')								
Balance as at March 31, 2026	-0.15%	(28.87)	-0.22%	(4.84)	0.00%	-	-0.22%	(4.84)
Balance as at March 31, 2025	-0.14%	(24.03)	-0.56%	(8.38)	0.00%	-	-0.56%	(8.38)
ClearanceKart Private Limited								
Balance as at March 31, 2026	0.00%	(0.10)	0.00%	(0.02)	0.00%	-	0.00%	(0.02)
Balance as at March 31, 2025	0.00%	(0.08)	0.00%	(0.02)	0.00%	-	0.00%	(0.02)
MedPlus Insurance Brokers Private Limited								
Balance as at March 31, 2026	0.16%	31.43	0.27%	6.00	0.51%	0.11	0.28%	6.11
Balance as at March 31, 2025	0.15%	25.32	0.29%	4.34	0.00%	-	0.29%	4.34
Minority interests in all subsidiaries								
Balance as at March 31, 2026	-0.04%	(7.05)	-0.02%	(0.43)	0.00%	-	-0.02%	(0.43)
Balance as at March 31, 2025	-0.04%	(6.62)	-0.06%	(0.89)	0.00%	-	-0.06%	(0.89)

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

Name of the Entity	Net Assets i.e., Total Assets minus total liabilities		Share in profit or loss		Share in Other Comrehensive Income		Share in Total Comrehensive Income	
	% of Net of Consolidated Net Assets	"	% of Net of Consolidated profit & Loss	"	% of Other Comprehensive Income	"	% of Total Comprehensive Income	"
Consolidation adjustments								
Balance as at March 31, 2026	-46.05%	(9,096.54)	0.44%	9.69	0.51%	0.11	0.44%	9.80
Balance as at March 31, 2025	-52.18%	(9,082.74)	-1.26%	(18.99)	0.00%	-	-1.26%	(18.99)
Total								
Balance as at March 31, 2026	100.00%	19,753.59	100.00%	2,196.06	100.00%	21.71	100.00%	2,217.77
Balance as at March 31, 2025	100.00%	17,405.61	100.00%	1,502.33	100.00%	1.46	100.00%	1,503.79

Notes

1) Net assets means total assets minus total liabilities excluding shareholders funds. Net assets and share in profit or loss for the parent company and subsidiaries are as per the standalone financials of the respective entities.

2) The disclosure as above represents separate information for each of the consolidated entities before elimination of inter–company transactions. The net impacts on elimination of inter–company transactions/profits/consolidation adjustments have been disclosed separately.

Notes to Consolidated **Financial Statements** for the year ended March 31st, 2026

(All amounts in Indian Rupees in millions except for share data or otherwise stated)

51. The Group does not have any has long term contracts or derivative contracts on which material foreseeable losses were noted.

52. Other statutory information

(i) Based on the available information, the Group does not have any transactions with companies struck off under section 248 of the Companies Act, 2013

(ii) The Group do not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

(iii) The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year.

(iv) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(v) The Group have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(vi) The Group have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Comapany shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(vii) None of the entities in the group have been declared wilful defaulter by any bank or financial institution or government or any government authority.

(viii) The Group has complied with the number of layers prescribed under the Companies Act, 2013.

(ix) The Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) do not have any Core Investment Company

As per our report of even date

For **B S R and Co**
Chartered Accountants
ICAI Firm Registration Number 128510W
Arpan Jain
Partner
Membership Number: 125710

Place : Hyderabad
Dated : May 20, 2026

For and on behalf of the Board of Directors of
MedPlus Health Services Limited

G. Madhukar Reddy
Managing Director & CEO
DIN: 00098097

C. Bhaskar Reddy
Whole time Director
DIN:00926550

Sujit Kumar Mahato
Chief Financial Officer

Manoj Kumar Srivastava
Company Secretary

Notes

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Regd. off. H. No: 11-6-56, Survey No: 257 & 258/1,
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Kukatpally, Hyderabad – 500037, Telangana, IN
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