



May 20, 2026

To,  
**Listing Department**  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400 051

To,  
**Department of Corporate Services**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai – 400 001

**Symbol: MEDIASSIST**

**Scrip Code: 544088**

Dear Sir/Madam,

**Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Reg: Update on Scheme of Amalgamation between International Healthcare Management Services Private Limited with Mayfair Consultancy Services India Private Limited – both wholly owned subsidiary(s) of the Company**

In continuation of our earlier intimation dated February 06, 2026, regarding the Scheme of Amalgamation of International Healthcare Management Services Private Limited with Mayfair Consultancy Services India Private Limited and their respective shareholders & creditors in terms of provisions of Section 233 and other applicable provisions of the Companies Act, 2013 ('Scheme of Amalgamation'), we hereby inform that the Regional Director, South Western Region, Bengaluru has referred the matter to the Hon'ble National Company Law Tribunal, Bengaluru.

The Scheme of Amalgamation being an internal restructuring process, this order does not impact the consolidated financial statements of the Company.

The copy of the above order is enclosed for your perusal.

You are requested to take the same on record.

**For Medi Assist Healthcare Services Limited**

**Rashmi B V**  
**Company Secretary & Compliance Officer**  
**Membership No: A38729**

*Encl.: As above*

**Medi Assist Healthcare Services Limited**

CIN - L74900MH2000PLC437885

**Registered Office :** AARPEE Chambers, SSRP Building, 7th Floor, Andheri Kurla Road, Marol Co-operative Industrial Estate Road  
Gamdevi, Marol, Andheri East, Marol Bazar, Mumbai - 400 059, Maharashtra  
Phone : +91-22-6259 6797

**Corporate Office :** Tower "D", 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bengaluru - 560 029, Karnataka  
Phone : +91-80-6919 0000

Email : ask@mediassist.in Website : www.mediassist.in



भारत सरकार / GOVERNMENT OF INDIA  
कारपोरेट कार्य मंत्रालय / MINISTRY OF CORPORATE AFFAIRS  
क्षेत्रीय निदेशक का कार्यालय / OFFICE OF THE REGIONAL DIRECTOR  
दक्षिण पश्चिमी क्षेत्र / SOUTH WESTERN REGION  
Functioning from: O/o Registrar of Companies, Karnataka  
केंद्रीय सदन, 2 मंजिल, 'ई' विंग / Kendriya Sadan, 2<sup>nd</sup> Floor, 'E' Wing,  
कोरमंगला, बेंगलुरु - 560 034 / Koramangala, Bengaluru - 560034  
दूरभाष : 080-25537449/25633105/ E-mail ID : rd.swr@mca.gov.in

सं: RD(SWR)/Sec 233/Kar/Mayfair/AC2757407/2026/ २१९

दिनांक: 19.05.2026

To,

**MAYFAIR CONSULTANCY SERVICES INDIA PRIVATE LIMITED**

Tower D, 4th Floor, IBC Knowledge Park,  
4/1, Bannerghatta Road, Bengaluru, Dharmaram College,  
Bangalore South, Bangalore - 560029.

[cosec@mediassist.in](mailto:cosec@mediassist.in)

**INTERNATIONAL HEALTHCARE MANAGEMENT SERVICES PRIVATE LIMITED**

[cosec@mediassist.in](mailto:cosec@mediassist.in) (By Mail)

**Sub.:** In the matter of application under Section 233 of the Companies Act, 2013 read with Rule 25 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 – Scheme of Merger of INTERNATIONAL HEALTHCARE MANAGEMENT SERVICES PRIVATE LIMITED with MAYFAIR CONSULTANCY SERVICES INDIA PRIVATE LIMITED – Rejection of RD-1 form and filing of an Application under 233(5) of the Companies Act, 2013 before Hon'ble NCLT – Reg.

**Ref.:** RD-1 filed vide SRN AC2757407 dated 24.03.2026

Sir / Madam,

The above-referenced application filed under Section 233 of the Companies Act, 2013 ("the Act") read with Rule 25 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ("the Rules"), proposing the Scheme of Merger of International Healthcare Management Services Private Limited (Transferor Company) with Mayfair Consultancy Services India Private Limited (Transferee Company) has been examined by this office.

2. Upon examination of the proposed scheme, documents and reports submitted, and the reply of the Applicant Companies, two issues are observed viz. not conducting a general meeting of the shareholders for the approval of the Scheme as required under the provisions



of Section 233(1)(b) of the Act, and not providing for consideration or a share swap ratio backed by a valuation report in the instant Scheme of Amalgamation (not being a Scheme between a holding company and its wholly owned subsidiary), resulting in reduction of share capital of the Transferee Company.

3. The following observations are made in the matter:
- The requirement of Section 233(1)(b) stands unfulfilled and the scheme, as presented, is not in compliance with the statutory pre-conditions for a fast-track merger.
  - Every scheme of merger must, by the very nature of a merger, provide for consideration to the shareholders of the transferor company, typically in the form of a share exchange ratio or other consideration, save in the case of a merger between a wholly-owned subsidiary and its holding company, where no consideration is required as the holding company is itself the sole shareholder. This Scheme purporting to transfer the undertaking of the transferor to the transferee without consideration, outside this recognised exception, is not a true merger in the contemplation of the Act as it amounts to an extinguishment of the shareholders' interest in the transferor company without compensation, and involves a variation of shareholders' rights and an effective reduction or extinguishment of share capital of the transferor. Such matters, if at all to be allowed, would fall within the exclusive jurisdiction of the Hon'ble NCLT under Sections 230, 232 and 66 of the Companies Act, 2013, and cannot be sanctioned by the Regional Director under the fast-track route.

4. Therefore, in view of the above observations, and in the exercise of powers under Section 233(5) of the Companies Act, 2013, the said Application is being forwarded to the Hon'ble NCLT, Bengaluru keeping the public interest to consider the Scheme as per the procedure laid down in Section 232 of the Companies Act, 2013 for passing such orders as it deems fit and proper in the matter in the interest of justice.

5. Hence, this RD-1 SRN is being rejected as detailed above and the Application is being forwarded to Hon'ble NCLT, Bengaluru.



सादर/ With Regards,

क्षेत्रीय निदेशक/ Regional Director  
दक्षिण पश्चिमी क्षेत्र / South Western Region  
बेंगलुरु/ Bengaluru

Copy To:

- Registrar of Companies, Bengaluru – By Mail
- Official Liquidator, Bengaluru – By Mail