ROYAL CARE HOSPITALS
making life better

11th Annual Report 2022-23

Royalcare Super Speciality Hospital Limited

CIN : U85100TZ2012PLC018984

1/520, Neelambur, Sulur Taluk, Coimbatore - 641 062, Tamilnadu

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ROYALCARE SUPER SPECIALITY HOSPITAL LIMITED

CIN : U85100TZ2012PLC018984
Regd. Office : Door No. 1/520, Neelambur, Sulur Taluk, Coimbatore - 641 062
Phone : 0422-2227000, 2227126, E-mail : accounts@royalcarehospitals.in, Web : www.royalcarehospital.in

BOARD OF DIRECTORS:

Dr. K. Madeswaran
Chairman Cum Managing Director

Dr. K. Chockalingam
Director

Sri. K.P. Alagesan
Director

Sri. K.M. Subramanian
Director

Mrs. M. Shanmugapriya
Director

Dr. S. Kalyanakumari
Director

Dr. P. Selvaraj
Director

Dr. S. Paulvannan
Director

Sri. K.K. Chandrasekar
Director

Sri. M.P. Prabhu
Director

Dr. N. Sudhakar
Director

Dr. M. Sudhakaran
Director

Dr. V.R. Pattabhiraman
Director

Dr. P. Chokkalingam
Director

Dr. S.P. Thiruppathy
Independent Director

Sri. K. Muthusamy
Independent Director

Sri. T. Balachander
Director Finance Cum CFO

CS. K. Rangasamy
Company Secretary

STATUTORY AUDITORS:
M/s. JSR & CO
Chartered Accountants
No. 18/1, First Floor, Govindarajulu street
Avinashi Road, Tirupur - 641 602

INTERNAL AUDITOR:
CA. P. Vishnu Adithan
Chartered Accountant
Coimbatore - 641 012

SECRETARIAL AUDITOR:
CS. R. Mahalingam
Practising Company Secretary
Coimbatore

COST AUDITOR:
CMA. G. Sivagurunathan
Cost Accountant
Coimbatore

REGISTRAR AND SHARE TRANSFER AGENT:
S.K.D.C. CONSULTANTS LIMITED
"Surya", 35, Mayflower Avenue, Behind Senthil
Nagar Sowripalayam Road, Coimbatore - 641 028.
Ph : 0422 4958995, 2539835/836
E-mail : info@skdc-consultants.com

REGISTERED OFFICE:
Door No. 1/520, Neelambur,
Sulur Taluk, Coimbatore - 641 062

BANKERS:
State Bank of India, Tirupur
The South Indian Bank Ltd, Tirupur

ROYAL CARE HOSPITALS
making life better

H-2022-0901

CHAIRMAN'S MESSAGE...

DEAR SHAREHOLDERS,

I bring good news to all of you about Yet another successful year that has gone by where we have ensured that each and every one of our patients have had the best care possible. We have also been engaging in every possible way with the community to enhance their interaction with the hospital and healthcare community

We are growing in leaps and bounds in the eyes of the community and in the medical fraternity with our new technological introductions in the medical field.

We have introduced CMR Robotics Surgery in Coimbatore for the first time at a cost of 6.72 crores and the revolutionary operational mechanism is so unique that the patients recover from the surgery in a few days.

CMR Robotic Surgery

4K Laparoscopic Surgery

The 4K Laparoscopic Surgery equipment has made Laparoscopic Surgery very efficient and quick, the resolution it offers has been a boon in the eyes of every operating surgeon.

We have opened a State-of-the-art IVF lab that sprawls over 7000 square feet with the latest and finest equipment which shall help fertility care to have the highest success rates in the future. A team of dedicated Doctors, embryologists, counselors, and nurses work meticulously for the betterment of the life of families without children.

We have done more than 40 MRgFUS cases and we are proud to say that the extremely high-end cutting-edge treatment has been received by the whole of India with amazement. We are now crossing international borders and bringing many foreign patients for this novel treatment which uses ultrasound waves to treat the affected area of the brain and hence reducing the tremors which the patient has been suffering from for a very long time.

O-arm
SURGICAL 3D IMAGING

The O arm machine is one of its kind in the city which makes Minimally Invasive Spine Surgery more comfortable for the Neurosurgeon and spine surgeon helping to reduce the hospital time for the patient.

Aquatherapy

Aquatherapy, HBO2T, and Robotic Therapy in the Department of Physical Medicine and Rehabilitation have taken our hospital to new heights. The hospital shall also be investing in newer equipment to improve the quality of healthcare provided to the patient and to be a pioneer in the healthcare industry.

HBO_2T

Advanced Robowalk Gait Trainer

The state-of-the-art R.O. Dialysis System

The state-of-the-art Dialysis facility has been updated with an even better continuous flow R.O. system to minimize the chances of any infection providing excellence in dialysis care to our patients. Many of our Kidney failure patients have undergone transplants successfully and leading a meaningful life.

We have also inaugurated the Royal Opticals which shall cater to the optical needs of our patients and many visitors to the hospital.

I conclude here with the information that our first batch of DNB students have successfully cleared their exams, and we shall strive to create a big league of knowledgeable doctors for the entire community to benefit.

Dr.K.Madeswaran
Chairman

NOTICE TO THE SHAREHOLDERS

Notice is hereby given that the **11th Annual General Meeting of the Members of ROYALCARE SUPER SPECIALITY HOSPITAL LIMITED** will be held on **Saturday the 23rd day of September, 2023 at 03.00 P.M** at Conference Hall, Near Main Gate, at the Registered Office of the Company situated at **Door No.1/520, Neelambur, Sulur Taluk, Coimbatore -641 062**, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the **Audited Financial Statements** of the Company for the financial year ended **31st March, 2023**, and the reports of the Board of Directors and the Auditors thereon.

2. To appoint a Director in place of **Mr. K.M.Subramanian (DIN: 00071138)** Director, who retires by rotation and being eligible offers himself for re-appointment.

3. To appoint a Director in place of **Dr.S.Kalyanakumari (DIN: 07284241)** Director, who retires by rotation and being eligible offers herself for re-appointment.

4. To appoint a Director in place of **Dr.S.Paulvannan (DIN: 07754162)** Director, who retires by rotation and being eligible offers himself for re-appointment.

5. **To Modify the tenure of Appointment of M/s. JSR AND CO., Chartered Accountants as Statutory Auditors.**

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

   RESOLVED THAT in supersession of the earlier Resolution passed in this regard at the Annual General Meeting dt: 24.09.2022, approval of members of the Company be and is hereby accorded for modification of tenure of Statutory Auditors **M/s. JSR AND CO, Chartered Accountants, Tirupur, having Firm Registration No 014137S** in place of M/s. V E K A M & Associates, Chartered Accountants, (Firm Registration No. 05256S) as five consecutive years (i.e., Financial year 2022-23 to 2026-27) and they shall hold office till the conclusion of 15th Annual General Meeting of the company in accordance with the provisions of Section 139 of the Companies Act 2013, and other terms and conditions of appointment of auditors as approved by the Members at 10th AGM shall remain the same.

   RESOLVED FURTHER that any one of the Directors or Company Secretary of the Company be and are hereby authorized to do all necessary acts, deeds and things, which may be usual, expedient or proper to give effect to the above resolution.

SPECIAL BUSINESS:

6. **To re-appointment of Mr. K. Muthusamy (DIN : 08196322) as an Independent Director.**

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

   RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modification(s) or

re-enactment thereof for the time being in force), **Mr.K.Muthusamy (DIN 08196322) as an Independent Director** of the company, who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the company to hold office for a Second term of five consecutive years from 10th August 2023 to 9th August 2028, subject to the approval of the members in the ensuing Annual General Meeting and whose office shall not be liable to retire by rotation.

7. To re-appointment of Cost Auditor and fix his remuneration.

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

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) **CMA. G. Sivagurunathan, Cost Accountant (Membership No. 23127)** Coimbatore appointed by the Board of Directors of the Company on recommendation of the Audit Committee to conduct the audit of cost records of the company for the **Financial Year 2023-24** on a remuneration of ₹ 1,00,000 (Rupees One Lakh Only) Plus GST and out-of-pocket expenses if any for the purpose of audit.

8. To Approval for Material Related party Transactions.

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

" **RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 (the 'Act'), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rule , 2014, the company's policy on Related party transactions, and any other applicable provisions including any amendments there to for the time being in force, consent of the members be and is hereby accorded to the Board of Directors of the company to enter into contract(s)/arrangement(s)/transactions(s) with the company, a Company in which certain directors of our company is interested in the capacity as a Director of the said other company , a related party with in the meaning of Section 2 (76) of the Act, for the following transactions , on such terms and conditions as the Board of Directors may deem fit, up to a maximum aggregate value for the financial year 2023-24, **provided that said contract(s)/arrangement(s)/transactions(s) so carried out shall be exceeding the threshold limit specified under this act, at arm's length basis and as in the ordinary and extra ordinary course of business of the company.**

S.No	Name of the Related Party	Nature of Transaction/ Information	Maximum aggregate value of transactions	Period
1	M/s. Sabari Construction Technologies Private Ltd	Expansion of Hospital Building and other allied Services – Phase III Project. Having 7.11 lakhs Sq.ft. and bed capacity of 537 Nos.	₹ 100 Crores In FY 2023-24 (Against overall contract value of ₹ 450.00 Crores)	FY 2023-24 (Contract period from FY 2022-23 to FY 2026-27)

S.No	Name of the Related Party	Nature of Transaction/ Information	Maximum aggregate value of transactions	Period
2	M/s. RMC Medical Services Private Ltd	Purchase of Medicines/Surgicals / Consumable items & Availing Services related to Leasing of Medical Equipment's	₹ 80 Crores	FY 2023-24

RESOLVED FURTHER THAT Dr. K. Madeswaran, Managing Director (DIN 06389218) and Mr. T.Balachander Director Finance (DIN 09216680) and Mr. K.Rangasamy (ACS 21157) Company Secretary of the Company be and are hereby severally authorized to execute the above contract(s)/arrangement(s)/transactions(s) to the said related parties and to do such other acts, things deeds and matters as may be necessary, expedient and desirable for the purpose of giving effect to the above resolution."

9. TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY.

To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

RESOLVED THAT pursuant to Sections 61(1)(a) and 64(1)(a) of the Companies Act, 2013, and the relevant rules formed there under and in accordance with the provisions of the Articles of Association of the Company, consent of the Board of Director be and is hereby accorded and subject to the approval of the members of the company to increase the **Authorized share capital** of the company **from ₹ 200,00,00,000** (₹ Two Hundred Crores only) divided into **20,00,00,000** (Twenty Crores only) of ₹ **10/-** (₹ Ten Only) each to ₹ **250,00,00,000** (₹ Two Hundred and Fifty Crores only) divided into **25,00,00,000** (Twenty Five Crores only) equity shares of ₹ **10/-** (₹ Ten Only) each by creation of ₹ **50,00,00,000** (₹ Fifty Crores only) divided into **5,00,00,000** (Five Crores only) equity shares of ₹ **10/-** (₹ Ten Only) each ranking for dividend and in all other respect pari passu with the existing equity shares in the company.

10. TO ALTER THE CAPITAL CLAUSE IN MEMORANDUM OF ASSOCIATION.

To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

RESOLVED that pursuant to section 13 of the Companies Act, 2013, that Clause V of the Memorandum of Association of the company, consent of the Board of Director be and is hereby accorded and subject to the approval of the members of the company to alter by **increasing the Authorized Share Capital** of the company **to** ₹ **250,00,00,000** (₹ Two Hundred and Fifty Crores only) divided into **25,00,00,000** (Twenty Five Crores only) equity shares of ₹ **10/-** (₹ Ten Only) each by creation of ₹ **50,00,00,000** (₹ Fifty Crores only) divided into **5,00,00,000** (Five Crores only) equity shares of ₹ **10/-** (₹ Ten Only) each

FURTHER RESOLVED THAT Clause V of the Memorandum of Association be deleted and the following Clause be substituted therefore, viz.,

V. The Authorised Share Capital of the Company is ₹ **250,00,00,000** (₹ Two Hundred and Fifty Crores only) divided into **25,00,00,000** (Twenty Five Crores only) equity shares of ₹ **10/-** (₹ Ten Only) each, subject to be increased, decreased, consolidated, sub-divided or otherwise dealt with in accordance with the provisions of the Companies Act, 2013 and other statutory regulations for the time being in force in this regard.

FURTHER RESOLVED THAT Dr. K. Madeswaran, Managing Director **(DIN: 06389218)** be and is hereby authorized on behalf of the company to file appropriate forms with appropriate authority for the purpose of giving effect to the aforesaid resolution.

For and on behalf of the board

(Sd/-) CS K.Rangasamy
Company Secretary

Place: Coimbatore
Date: 26.08.2023

Notes:

1. The members entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member. Proxies in order to be effective must be received by the Company not less than 48 hours before the meeting.
2. In case of joint holders attending the meeting, only such joint holders whose name appears at the top in the hierarchy of names shall be entitled to vote.
3. Members / proxies should bring the attendance slips duly filled in and signed for attending the meeting. Corporate Members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
4. The statement of material facts pursuant to Section 102 (1) of the Companies Act, 2013 in respect of **Item No.6, 7, 8, 9 & 10 of the Notice** is annexed hereto.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with **Link Intime India Private Ltd (LIIPL)** for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as e-voting at the time of the AGM will be provided by **Link Intime India Private Ltd (LIIPL).**
6. Members holding shares in dematerialised form (electronic form) are requested to intimate any change in their address, bank mandate, Residential Status, PAN, category as per Income Tax Act etc. directly to their respective Depository Participants.

7. Members are requested to note that the Company's shares are under compulsory demat for all investors. Members are, therefore, requested to dematerialise their shareholding to avoid any inconvenience.

8. The Results shall be declared within 48 hours after the close of AGM of the Company. The Results declared along with the Scrutinizer's Report shall be displayed on the Company's website **www.royalcarehospital.in** and on the website of **Link Intime India Private Ltd (LIIPL)** within the aforesaid period.

9. **Voting through electronic means:**

   In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members the facility to exercise their right to vote by electronic means and the business may be transacted through e-Voting Services provided by **Link Intime Private Ltd (LLIPL):**

   a) The remote e-voting period commences on **20.09.2023 (9.00 am) and ends on 22.09.2023 (5.00 pm)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date (record date) of 16.09.2023** may cast their vote electronically. The e-voting module shall be disabled by **Link Intime India Private Limited (LIIPL)** for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

   b) **CS. R. Mahalingam, Practising Company Secretary (Membership No. FCS 7709; CP 8399)**, Coimbatore have been appointed as the **Scrutinizer to scrutinize the e-voting process** (including remote e-voting of members at the AGM) in a fair and transparent manner.

   c) The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM but shall not be entitled to cast their vote again at AGM.

   d) The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the **cut-off date (record date) of 16.09.2023.**

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

The remote e-voting period begins on **20.09.2023 (Wednesday) at 09.00 A.M. and ends on 22.09.2023 (Friday) at 05.00 P.M**. The remote e-voting module shall be disabled by Link Intime India Private Ltd (LIIPL) for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date **(cut-off date) i.e. 16.09.2023 (Saturday)**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the **cut-off date, being 16.09.2023 (Saturday).**

Remote e-Voting Instructions for shareholders:

Individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

1. Individual Shareholders holding securities in demat mode with NSDL

    1. Existing IDeAS user can visit the e-Services website of NSDL viz... **https://eservices.nsdl.com** either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login"" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.

    2. If you are not registered for IDeAS e-Services, option to register is available at **https://eservices.nsdl.com** Select "Register Online for IDeAS Portal" or click at **https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp**

    3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: **https://www.evoting.nsdl.com/** either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. **LINKINTIME** and you will be redirected to **"InstaVote"** website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL

    1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.

    2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. **LINKINTIME** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

    3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

    4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

3. Individual Shareholders (holding securities in demat mode) login through their depository participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in
2. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -

   A. User ID:

   Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

   B. PAN: Enter your 10-digit Permanent Account Number (PAN) Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

   C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

   D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.

   * Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
   * Shareholders holding shares in **NSDL form**, shall provide 'D' above

   ◆ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter).

   ◆ Click "confirm" (Your password is now generated).

3. Click on 'Login' under 'SHARE HOLDER' tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on **'Submit'**.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select **'View'** icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option **'Favour / Against'** (If you wish to view the entire Resolution details, click on the **'View Resolution'** file link).
4. After selecting the desired option i.e. Favour / Against, click on **'Submit'**. A confirmation box will be displayed. If you wish to confirm your vote, click on **'Yes'**, else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIIPL at https://instavote.linkintime.co.in and register themselves as **'Custodian / Mutual Fund / Corporate Body'**. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

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

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in

- Click on **'Login'** under **'SHARE HOLDER'** tab and further Click **'forgot password?'**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

InstaVote Support Desk
Link Intime India Private Limited

EXPLANATORY STATEMENT REQUIRED UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013 ANNEXED HERETO AND FORMS PART OF THE NOTICE DATED 26.08.2023

Item No.6

At the 6th Annual General Meeting of the Members of the Company held on 26th September 2018, **Mr.K.Muthusamy (DIN 08196322)** was appointed as an Independent Director for a period of five years with effect from 10th August 2018 . His existing terms expired on 09th August 2023.

Pursuant to Section 149, 150 and 152 and other applicable provisions, if any of the Companies Act, the Independent Director shall be re-appointed for a second term up to 5 consecutive years from 10th August 2023 to 09th August 2028, after obtaining approval from members by passing a special resolution.

Mr. K. Muthusamy (DIN 08196322) had given a declaration to the effect that he meets the criteria of Independence as laid down in Section 149 (6) of the Companies Act, 2013 and further he is being eligible for re-appointment of Independent Director and he has given his consent for re-appointment as Independent Director of the company.

In the opinion of the Board of Directors of the Company Mr.K.Muthusamy (DIN 08196322) continues to fulfil the conditions specified in the Companies Act, 2013 and Rules made thereunder for such re-appointment.

Upon the recommendations of the **Nomination and Remuneration committee**, the Board of Directors at their meeting held on 26.07.2023, have re-appointed Mr.K.Muthusamy (DIN 08196322) as an Independent Director of the company for Second term of five consecutive years from 10th August 2023 to 09th August 2028, subject to the approval of the members in the ensuing annual general meeting, by way of Special Resolution.

Having regard to his qualifications, knowledge and vast experience as Deputy General Manager in Canara Bank his appointment on the Board of the Company as an Independent Director will be in the best interest of the company. Accordingly, the Board of Directors recommend for passing the special resolution as set out in **item no 6 of the notice.**

None of the Directors, Key Managerial personnel and /or their relative, except **Mr.K.Muthusamy (DIN : 08196322)** is concerned or interested in the resolution.

The Board recommends the resolution set out in **item no.6 of notice** for the approval of the members.

Item No.7

The Board of Directors on the recommendation of the Audit Committee has approved the appointment of **CMA G. Sivagurunathan., Cost Accountant** (Membership No. 23127), Coimbatore, as Cost Auditor to conduct audit of cost records of the company for the financial year ending 31st March 2024 and fixed his remuneration as ₹ 1,00,000 (Rupees One Lakh Only) plus GST and reimbursement of out-of-pocket expenses.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014, the remuneration payable to the Cost Auditor for the financial year ending 31st March 2024 fixed subject to the approval of members at the ensuing Annual General Meeting.

Accordingly, the consent of members is sought for passing an ordinary resolution set out in **item no 7 of the notice.**

None of the Directors, Key Managerial Personnel of the company / their relatives are in any way, concerned or interested financially in the resolution set out in **item no. 7 of the notice.**

The Board recommends the ordinary resolution set out in **Item no. 7 of notice** for the approval of the members

Item No. 8

The Board of directors in their meeting held on 18th March, 2023, has approved the said transitions with related parties as set out in **resolution no. 8 of notice.**

The following disclosure (s) in respect of the above transactions to the related party is made in accordance with the provisions of Section 188 of the Companies, Act, 2013 and Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014.

S.No	Name of the Related Party	Name of the Director or KMP who is related if any	Nature of Relationship	Nature of Transactions and Information	Maximum aggregate value of transactions
1	M/s. Sabari Construction Technologies Private Ltd	Dr.K. Madeswaran	Brother of Dr.K.Madeswaran	Expansion of Hospital Building and other allied Services – Phase III Project. Having 7.11 lakhs Sq.ft. and bed capacity of 537 Nos.	₹ 100 Crores In FY 2023-24 (Against overall contract value of ₹ 450.00 Crores, Contract period from FY 2023-24 to FY 2026-27)
2	M/s. RMC Medical Services Private Ltd	Dr.K.Madeswaran Dr.K.Chockalingam	Both are Director in RMC Medical Services Private Ltd	Purchase of Medicines/ Surgicals/ Consumable items etc. & Availing services related to Leasing of Medical Equipment's	₹ 80.00 Crores In FY 2023-24

Members are hereby informed that pursuant to Second proviso of Section 188(1) of the Companies Act, 2013, no member of the company shall vote on such resolution to approve any contract or arrangement or transaction which may be entered into by the company, if such member is a related party.

Accordingly, the consent of members is sought for passing a special resolution set out in **item no 8 of the notice.**

None of the Directors, Key Managerial Personnel of the company / their relatives are in any way, except Dr.K.Madeswaran, Managing Director (DIN 06389218) and Dr.K.Chockalingam, Director (DIN. 02558069) is concerned or interested financially in the resolution set out in **item no. 8 of the notice**.

The Board recommends the special resolution set out in **Item no. 8 of notice** for the approval of the members.

ITEM NO.9

TO INCREASE THE AUTHORIZED SHARE CAPITAL OF THE COMPANY.

To meet the business requirements, the Company is in urgent need of equity infusion, and is therefore proposing to raise further capital. The board of directors of the Company has proposed to increase the authorized share capital of the Company. Pursuant to Sections 61(1) (a) and 64(1) (a) of the Companies Act, 2013, the shareholders of the Company must accord their consent to the proposed increase in the authorized share capital. The Board recommends the aforesaid Ordinary Resolution for your approval.

None of the Director is concerned or interested in the resolution set out in **item no.9 of the notice.**

ITEM NO.10

TO ALTER THE CAPITAL CLAUSE IN MEMORANDUM OF ASSOCIATION.

In order to reflect the increase Authorized share capital of the Company, and in order to conform to the requirements of the Companies Act, 2013, Clause V(a) of the Memorandum of Association of the Company must be amended. A draft of the amended Memorandum of Association with the following Clause V(a) was tabled and initialed for discussion:

V. The Authorized Share Capital of the Company is ₹ **250,00,00,000** (₹ Two Hundred and Fifty Crores only) divided into **25,00,00,000** (Twenty Five Crores Only) equity shares of ₹ **10/-** (₹ Ten Only) each, subject to be increased, decreased, consolidated, sub-divided or otherwise dealt with in accordance with the provisions of the Companies Act, 2013 and other statutory regulations for the time being in force in this regard.

As Per section 13 of Companies Act, 2013, the alteration of the memorandums of association of the Company requires the approval of shareholders. The Board recommends the aforesaid Ordinary Resolution for your approval.

None of the Director is concerned or interested in the resolution set out in **item no.10 of the notice**.

For and on behalf of the board

Place: Coimbatore
Date: 26.08.2023

(Sd/-) CS K.Rangasamy
Company Secretary

DIRECTORS' REPORT

Your Directors are pleased to present their **11th Annual Report** of the Company together with the audited statement of accounts for the year ended 31st March 2023.

FINANCIAL RESULTS:

(₹ in Lakhs)

Particulars	31.03.2023 (Current year)	31.03.2022 (Previous Year)
Income from Operation and other Service	**31064.95**	30537.33
Profit before Depreciation and Taxes	**3995.18**	4504.10
Less: Depreciation	**2438.91**	2372.07
Profit /(Loss) before Tax	**1556.27**	2132.03
Provision for Taxes		
Current Tax (Including Provision)	**271.91**	229.68
Less: MAT Credit Entitlement	**(271.91)**	(229.68)
Deferred Tax (Income)/Expenses	**(11.24)**	8.84
Profit / (Loss) after tax transfer to Reserves and Surplus.	**1567.51**	2123.19

REVIEW OF OPERATIONS AND PERFORMANCE:

During the year your Company has reported a turnover of ₹ **31064.95 Lakhs** as against the previous year Turnover of ₹ 30537.33 Lakhs.

Your company earned a Profit of ₹ **1567.51 lakhs** as against the Profit of ₹ 2123.19 lakhs previous year.

DIVIDEND:

In view of the inadequate accumulated profit by the company, Directors are not in a position to recommend any dividend for the financial year ended 31st March, 2023.

FINANCE:

Cash and Cash equivalents as at 31st March 2023, is ₹ **504.38 Lakhs**. The Company continues to focus on judicious management of its working capital, receivables, inventories and other working capital parameters which are kept under strict check through continues monitoring.

DEPOSITS:

As per Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits), Rules, 2014, the Company has not accepted any deposits from the public during the year.

INTERNAL CONTROL SYSTEM:

Your Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. Your Company has a proper and adequate system of internal controls. These controls ensure transactions are authorized, recorded and reported correctly and assets are safeguarded and protected

against loss from unauthorized use or disposition.In addition to that, there are operational controls, covering the entire spectrum of internal financial controls.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:

There are no significant and material orders passed by the Regulators / Courts / Tribunals which would impact the going concern status and the Company's operations in future.

CHANGES IN NATUE OF BUSINESS, IF ANY:

During the year under review, there is no change in the nature of business of the company.

DIRECTORS RESPONSIBILITY STATEMENT:

In terms of the requirement of Section 134 (5) of the Companies Act, 2013, the Directors hereby confirm:

1) that in the preparation of Annual Accounts, the applicable Accounting Standards have been followed along with proper explanations relating to material departures
2) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the accounting year 31st March, 2023 of the Company for that period.
3) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4) that the Directors have prepared the Annual Accounts on a going concern basis.

BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013, The Board has carried out the annual performance evaluation of its own performance and Directors. The Performance evaluation of Independent Directors of your board was carried out during the year and the Board of Directors have expressed their satisfaction with the outcome of the evaluation process.

The performance evaluation of the Chairman of the Board and Non-Executive Directors was carried out by the Independent Directors. The Independent Directors have expressed their Satisfaction with the outcome of the evaluation process.

EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS:

There were no qualifications, reservations or adverse remarks made by the Auditors and Practicing Company Secretary in their report.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12) OF THE COMPANIES ACT, 2013 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT:

There have been no frauds reported by the Auditors pursuant to Section 143 (12) of the Companies Act, 2013.

BOARD MEETINGS:

The Board of Directors met **Six** times during this financial year 2022-23

28th April 2022	1st June 2022	27th Aug 2022
29th Oct 2022	31st Dec 2022	18th March 2023

Attendance details of each Director at the Board meetings, Committee Meetings and at the Last Annual General Meeting are set out below:

S.No	Board of Directors	Board Meeting (6)	Audit Committee (4)	Nomination & Remuneration Committee (4)	CSR committee (2)	Annual / Extraordinary General Meeting (2)
1	Dr.K.Madeswaran	6	-	-	-	2
2	Dr.K.Chockalingam	5	-	-	-	2
3	Sri.K.P.Alagesan	5	-	-	2	2
4	Dr.S.P.Thiruppathy	4	3	3	-	-
5	Smt.M.Shanmugapriya	4	-	-	-	-
6	Sri.K.M.Subramanian	4	-	3	-	2
7	Dr.S.Kalyanakumari	5	-	-	-	-
8	Dr.P.Selvaraj	4	-	3	-	1
9	Dr.S.Paulvannan	5	-	-	-	1
10	Sri.M.P.Prabhu	4	3	-	-	2
11	Sri.K.K.Chandrasekar	5	3	-	-	1
12	Dr.N.Sudhakar	6	-	-	-	1
13	Dr.M.Sudhakaran	5	-	-	-	1
14	Dr.V.R.Pattabhiraman	4	-	-	-	1
15	Dr.P.Chokkalingam	5	-	-	-	2
16	Sri.K.Muthusamy	6	4	4	2	2
17	Sri.T.Balachander	6	-	-	2	2

The figures within brackets denote the number of meetings held during 1st April 2022 to 31st March 2023.

KEY MANAGERIAL PERSONNEL:

The Key Managerial Personnel of the Company as stipulated under the Companies Act, 2013 are Dr. K. Madeswaran, Managing Director, Sri.T. Balachander, CFO cum Finance Director and CS. K.Rangasamy, Company Secretary.

DIRECTORS RETIRE BY ROTATION:

Mr. K.M.Subramanian (DIN: 00071138) Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Dr.S.Kalyanakumari (DIN: 07284241) Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment.

Dr.S.Paulvannan (DIN: 07754162) Director , retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

STATUTORY AUDITORS:

The members had at the 10th Annual General Meeting held on 24th September, 2023 approved the appointment of **M/s. JSR AND CO**, **Chartered Accountants, Tirupur, having Firm Registration No. 014137S** for a period of Two years from FY 2022-23 to 2023-24. During the Board Meeting held on 29th Oct, 2022, their tenure of appointment itself has been **modified as five consecutive years (i.e financial year 2022-23 to 2026-27)** and they shall hold office till the conclusion of 15th Annual General Meeting of the company in accordance with the provisions of Section 139 of the Companies Act 2013 and other terms and conditions of appointment of auditors as approved by the Members at 10th AGM shall remain the same.

In view of the above, the company proposed to modify the tenure of Appointment of **M/s. JSR AND CO., Chartered Accountants, Tirupur, having Firm Registration No. 014137S** as Statutory Auditor, at the ensuing Annual General meeting, who shall hold office from the conclusion of 10th Annual General Meeting for a term of Five years till conclusion of the 15th Annual General Meeting. (FY 2022-23 & FY 2026-27)

INTERNAL AUDIT:

CA.P.Vishnu Adithan, Practicing Chartered Accountant, was appointed as the Internal Auditor of the company to conduct the internal audit of our company.

COST AUDIT:

In terms of Section 148 and other applicable provisions of the Companies Act 2013, read with Companies (Cost Records and Audit) Rules 2014, **CMA.G. Sivagurunathan, Cost Accountant**, Coimbatore was appointed as Cost Auditor of the company by the Board on recommendation of Audit Committee for the Financial Year 2022-23. The report of the cost auditors will be filed with ROC on due date.

SECRETARIAL AUDIT/AUDITORS:

Pursuant to the provisions of Section 204 of the Companies Act, and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed **CS.R.Mahalingam (CP No.8399)**, Practicing Company Secretary to undertake the Secretarial Audit of the Company for the financial year 2022-23.

As required under section 204 (1) of the Companies Act, 2013 the company has obtained a Secretarial Audit Report. The Company Secretary in Practice has made its observation in Secretarial Audit Report (MR 3) which is annexed herewith as **"Annexure III"**

DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS:

The Company has received necessary Declaration of Independence from each Independent Director of the Company under Section 149(7) of the Companies Act, 2013 that the Independent Directors of the Company met with the criteria of their Independence laid down in Section 149(6).

STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY:

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

SHARE CAPITAL:

The Company has not bought back any of its securities during the year under review. The Company has not issued any Sweat Equity Shares, Bonus Shares, Equity Shares with Differential Rights, and Employees Stock Option Plan to the employees during the year under review.

During the year the Authorized Share Capital has increased from ₹ **175.00 Crores to** ₹ **200 Crores** and paid-up Share capital of the company remains unchanged.

CREDIT RATING:

Infomerics Valuation and Rating Private Ltd (IVR) has affirmed the Credit Rating of your company's Long term bank facilities 'IVR BBB' -Revised (IVR Triple B : Outlook: Stable).

HOSPITAL ACCREDITATION:

Your Hospital has obtained a NABH Certification for our Multi Speciality Hospital services with intent to provide the high standards of safety and quality care to the patients

AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM:

In pursuance of the applicable provisions of Section 177 of the Companies Act, 2013 a committee of Directors consisting of Four Directors constituted as Audit Committee.

1) Sri. K. Muthusamy - Independent Director (Chairman)
2) Dr. S.P.Thiruppathy - Independent Director (Member)
3) Sri. M.P.Prabhu - Director (Member)
4) Sri. K.K.Chandrasekar - Director (Member)

NOMINATION AND REMUNERATION COMMITTEE:

In pursuance of the applicable provisions of Section 178 of the Companies Act, 2013 a committee of Directors consisting of Four Directors as Nomination and Remuneration Committee.

1) Sri. K. Muthusamy - Independent Director (Chairman)
2) Dr. S.P.Thiruppathy - Independent Director (Member)
3) Sri. K.M. Subramanian - Director (Member)
4) Dr. P.Selvaraj - Director (Member)

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

In pursuance of the applicable provisions of Section 135 of the Companies Act, 2013 a committee of Directors consisting of Three Directors as Corporate Social Responsibility Committee.

1) Sri. K. Muthusamy - Independent Director (Chairman)

2) Sri. K.P.Alagesan - Director (Member)

3) Sri. T.Balachander - Director Cum CFO (Member)

During the year 2022-23 in pursuance of the recommendations of the CSR Committee, the Company had contributed ₹ **5.42 Lakhs being 2% of the last three years' average net profit of the Company** towards implementing the CSR activities.

Annual Report on CSR as required under Section 135 read with schedule VII and other applicable provisions of the Companies Act, 2013 is appended as **"Annexure - I"** to this report.

The web-link where Composition of CSR committee, CSR Policy the board are disclosed on the website of the company. **https://www.royalcarehospital.in/policies/**

PARTICULARS OF EMPLOYEES:

There are no employees falling for receipt of remuneration under Section 134 (3) of the Companies Act, 2013 read with companies (Particulars of Employee) Rule, 1975.

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

The provisions of section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 relating to the conservation of energy, technology absorption to the company is as under:

Conservation of Energy:

During the year, your company has taken significant measures to reduce the energy consumption by using energy-efficient equipment and constantly evaluates & invests in new technology to make its infrastructure more energy efficient.

The following energy saving measures were adopted during the year 2022-2023.

- Optimal Utilization of Chillers and EC Plug fan mounted AHUs.
- Conversion of conventional Chillers and condenser pumps to energy efficient VFD mounted power friendly pumps.
- Conversion of ceiling fans into BLDC fans.
- Replacement of conventional centrifugal pumps with Hydro Pneumatic Pumps.

The Company sourced power generated from alternate sources like solar energy etc., thereby achieving substantial savings.

Technology Absorption :

During the year, your Company has brought the best that the world has to offer in terms of technology. In its continuous endeavor to serve the patients better and to bring healthcare of international standards, your Company has introduced the latest technology CMR Robotics surgery equipment in Coimbatore for the first time at a cost of ₹ 672.67 Lakhs and the revolutionary operational mechanism, this is so very unique that the In-patients recover from the surgery in a few days.

During the year 2022-23 Investment in Medical Equipment amounts to ₹ 917.64 Lakhs.

FOREIGN EXCHANGE OUTGO AND EARNED:

Total Foreign Exchange used is ₹ Nil during the year. (Previous year ₹ Nil)

Total Foreign Exchange earned is ₹ 204.73 lakhs during the year. (Previous year ₹ 121.91 Lakhs)

HUMAN RESOURCES DEVELOPMENT:

Your Hospital provide paramount importance to human resources development and provide congenial atmosphere and frame work for helping employees to develop their personal and organizational skills, knowledge and abilities. Your Hospital believes in developing the most superior workforce so that organization and individual employees can accomplish their work goals by providing improved service to the patients.

INDUSTRIAL RELATIONS:

Industrial relations continue to be cordial and the Directors appreciate the co-operation extended by the employees at all levels.

PARTICULARS OF LOAN, GUARANTEE AND INVESTMENT:

During the year the company has not provided any loan, under Section 186 of the Companies Act, 2013.

During the year the company has provided a Corporate Guarantee an amount of ₹ 35.69 Crores to HDFC Bank Ltd on behalf of M/s. RMC Medical Services Private Ltd, with approval of members in EGM held on 11.06.2022, under Section 186 & 188 of the Companies Act, 2013.

During the year the company has not made any investment under Section 186 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS:

During the year under review, all transactions with related parties were in the ordinary course of business and on an arm's length basis and approved by the Audit Committee. The details of related parties transactions which are not in arm's length basis and which are material significant in nature requiring disclosure in **Form AOC - 2** is annexed herewith as **"Annexure - II"** forming part of the report.

The details of related party transactions during financial year 2022-23, including transactions with person or entity belonging to the Promoters/relatives are provided in the accompanying general notes.

ANNUAL RETURN:

Pursuant to Section 92 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return is available on the website of the Company on the following Link: https://www.royalcarehospital.in/annual-return/

INSURANCE:

The Company's properties, equipment and stocks are adequately insured against all major risks.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has set up vigil mechanism for Directors and Employees to report their genuine concerns, During the Financial Year, no complaints or concerns were received by the Chairman of the Audit Committee under the Vigil Mechanism.

Vigil Mechanism and Whistle Blower Policy is available in the Company's website https://www.royalcarehospital.in/policies/

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

The company has in place an Anti-Harassment policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. There was no complaint received from any employee during the year and there is no complaint is outstanding as on 31st March 2023 for redressal.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE,2016 DURING THE YEAR

No applications have been made against the Company during the year under review and no proceeding are pending against the Company under the Insolvency and Bankruptcy Code, 2016. The Company has not done any one time settlement with any Bank or Financial Institutions.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANY:

Your Company had One Associate Company (M/s. VVSR Green Energy Private Ltd) and does not have any Subsidiary and Joint Venture Company.

ACKNOWLEDGEMENT:

Your company and its directors wish to extend their sincere thanks to the Members of the Company, State Government, Local Bodies, Banks & Financial Institutions, Suppliers, Executives, Consultant Doctors, Staff at all levels for their continuous co-operations and assistances.

BY ORDER OF THE BOARD

For ROYAL CARE SUPER SPEICALITY HOSPITAL LTD

Coimbatore
26.08.2023

(Sd/-) Dr.K.MADESWARAN
Managing Director
DIN 06389218

(Sd/-) Dr.K.CHOCKALINGAM
Director
DIN 02558069

ANNEXURE TO DIRECTORS' REPORT

ANNEXURE -I

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. A Brief outline of the CSR Policy of the Company:

The CSR Policy of the Company is creating a meaningful and lasting impact on the communities in remote areas by helping them transcend barriers of socio-economic development and Extending Comprehensive Integrated Healthcare Services to the community. During the year, the company-initiated CSR activity in line with CSR policy of the company and within the purview of Schedule VII of the Companies Act, 2013.

2. Composition of CSR Committee:

S. No.	Name of the 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.	Sri.K.Muthusamy	Chairman -Independent Director	2	2
2.	Sri.T.Balachander	Member -Director	2	2
3.	Sri.K.P.Alagesan	Member- Director	2	2

3. Provide the web link(s) where composition of CSR Committee, CSR policy and CSR Projects approved by the Board are disclosed on the website of the company : *https://www.royalcarehospital.in/policies/*

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

5. (a) Average net profit of the company as per section 135 (5) **₹ 2,70,86,906/-**

   (b) Two percent of average net profit of the company as per section 135(5) **₹ 5,41,738/-**

   (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years **-**

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

   (e) Total CSR obligation for the financial year (b + c – d). **₹ 5,41,738/-**

6. **(a) Amount spent on CSR Projects:**

   (i) On going Project **-**

   (ii) Other than on going Project **₹ 5,41,738/-**

   (b) Amount spent in Administrative Overheads. **-**

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

   (d) Total amount spent for the Financial Year [(a)+(b)+(c)]. **₹ 5,41,738/-**

(e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
5,41,738/-	Nil				

f) Excess amount for set off, if any:

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

7. (a) Details of Unspent CSR amount for the preceding three financial years: Nil

Sl. No.	Preceding Financial Year. (in ₹)	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Balance Amount in unspent CSR Account under Section 135(6) (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a fund specified under Schedule VII as per second proviso to section 135(5), if any.		Amount remaining to be spent in succeeding financial years. (in ₹)
					Amount (in ₹)	Date of Transfer	
1.	FY	NIL	NIL	NIL	NIL		NIL

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

If Yes, enter the number of Capital assets created / acquired: **Not Applicable**

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
1	2	3	4	5	6		
					CSR Registration Number, if applicable	Name	Registered address
Not Applicable							

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/ Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

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

For and on behalf of Board

(Sd/-) K.Muthusamy
Chairman of CSR Committee
Independent Director
DIN : 08196322

(Sd/-) T.Balachander
Member of Committee
Director
DIN: 09216680

Coimbatore
26.08.2023

ANNEXURE II

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 arm's length transactions under third proviso thereto.

1. Details of Contracts or arrangements or transactions not at arm's length basis - **NIL**
2. Details of Material Contracts or arrangement or transactions at arm's length basis :

A	Name of the related party	RMC Medical Services Private Limited
	Nature of relationship	Private company in which a director or his relative is a member or director.
B	Nature of contracts/ arrangements/transactions.	1. Purchase of Medicine/Surgical, Consumable items etc. 2. Lease Medical Equipment Rental Payment and allied services and Security deposit on Lease Equipment. 3. Providing Corporate Guarantee.
C	Duration of the contracts/ arrangements/ transactions	01.04.2022 to 31.03.2023
D	Salient terms of the contracts or arrangements or transactions including the value, if any;	Maximum Transaction value shall be decided by Board
E	Date(s) of approval by the Board, if any.	10th Feb, 2022 & 28th April, 2022
F	Amount received as advances, if any.	NIL

For and on behalf of Board

(Sd/-)Dr.K.MADESWARAN
Managing Director
DIN 06389218

(Sd/-) Dr.K.CHOCKALINGAM
Director
DIN 02558069

Coimbatore
26.08.2023

ANNEXURE - III

SECRETARIAL AUDIT REPORT

To

The Members
Royalcare Super Speciality Hospital Limited
(CIN: U85100TZ2012PLC018984)
No 1/520 Neelambur Village
Sulur Taluk, Coimbatore - 641062

My Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibilities of the management of the Company. My responsibility is to express an opinion on these secretarial records, systems, standards and procedures, based on audit.
2. Further, our audit report is limited to the verification and reporting of the statutory compliances on laws/ regulations/guidelines listed in our report and the same pertain to the Financial Year ended on 31st March, 2023
3. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
4. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

(Sd/-) R. Mahalingam
Company Secretary in Practice
FCS 7709 CP.NO. 8399
PRB NO.637/2019

Coimbatore
26.08.2023
UDIN: F007709E000868877

FORM NO.MR-3
SECRETARIAL AUDIT REPORT
(FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2023)

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

To

The Members
Royalcare Super Speciality Hospital Limited
(CIN: U85100TZ2012PLC018984)
No 1/520 Neelambur Village
Sulur Taluk, Coimbatore – 641062

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Royalcare Super Speciality Hospital Limited (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2023, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Royalcare Super Speciality Hospital Limited ("the Company") for the financial year ended on 31st March 2023) ('Audit Period') according to the provisions of:

i. The Companies Act, 2013 (the Act) and the Rules made thereunder and applicable provisions of the Companies Act 1956;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder; (not applicable during the year under review)

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; (not applicable during the year under review)

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;(not applicable during the year under review)

v. the Securities and Exchange Board of India Act, 1992 ('SEBI Act') - **Not applicable to the Company during the Audit Period);**

vi. The following other laws specifically applicable to the company:

a. The Medical Termination of Pregnancy Act, 1971

b. The Medical Termination of Pregnancy Rules, 1975

c. The Medical Termination of Pregnancy Regulations, 1975

d. The Pre-Conception and Pre-Natal Diagnostic Techniques (Prohibition of Sex Selection Act, 1994)

e. The Pre-Natal Diagnostic Techniques (Regulation and Prevention of Misuse) Rules, 1996

f. Blood Bank Rules under Drugs and Cosmetics (Second Amendment) Rules, 1999

g. The Transplantation of Human Organs and Tissues Act, 1994

h. The Environment Protection Act, 1986 & Bio-Medical Waste (Management & Handling) Rules, 1998

i. The Pharmacy Act, 1948

j. Indian Medical Council Act, 1956

k. The Tamil Nadu Narcotic Drugs Rules, 1985

l. The Registration of Births and Deaths Act, 1969

m. Drugs and Cosmetic Act, 1940

I have relied on the representation made by the company and its officers for systems and mechanism formed by the company for compliances under other applicable Acts, Laws and Regulations to the Company.

I 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 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Not applicable to the Company during the Audit Period;**

I report that, during the period under review the Company has complied with the provisions of the above-mentioned Act, Rules, Regulations, Guidelines, Standards etc.,

I further report that, based on the information provided by the Company, its officers and authorised representatives during the conduct of the audit, and also on the review of periodical compliance reports by respective department heads/company secretary/CFO taken on record by the Board of Directors of the Company, in my opinion, adequate systems and process and control mechanism exist in the Company to monitor and ensure compliance with applicable financial/general laws like, direct and indirect tax laws, labour laws, and environmental laws.

I further report that,

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

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

Majority decision is carried through and recorded as part of the minutes. No dissenting views were found in the minutes.

I 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.

I further report that during the period covered under the Audit, the Company there was no reportable specific action(s) having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, referred to above.

(Sd/-) R. Mahalingam
Company Secretary in Practice
FCS 7709 CP.NO. 8399
PRB NO.637/2019

Coimbatore
26.08.2023
UDIN: F007709E000868877

INDEPENDENT AUDITORS' REPORT

To the Members of **ROYALCARE SUPER SPECIALITY HOSPITAL LIMITED**

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of ROYALCARE SUPER SPECIALITY HOSPITAL LIMITED, ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss and the Cash Flow Statement for the year ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its profit and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained by us is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701 is not applicable to the Company as it is a unlisted Company.

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

The Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Board's Report & Management Discussion and Analysis including annexure 's to the Board Report, Corporate Governance and Shareholder's Information, but does not include the financial statements, and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014 ("the Act"). This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibility for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal 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.

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. As required by section 143 (3) of the Act, we report to the extent applicable that:
   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
   b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.

c. The Balance Sheet, Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid, Financial Statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended from time to time.

e. On the basis of written representations received from the directors as on March 31, 2023, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023, from being appointed as a director in terms of section 164 (2) of the Companies Act, 2013.

f. With respect to adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, we give our separate report in 'Annexure B',

g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company did not have any pending litigations as at March 31, 2023 which would impact its financial position in its financial statements ;

   ii. The Company did not have any long-term contracts including derivative contracts. Hence the question of any material foreseeable losses does not arise.

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

   iv. a. The Management has represented that, to the best of it's knowledge and belief, as disclosed in notes to the 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.

   b. The Management has represented, that, to the best of it's knowledge and belief, as disclosed in notes to the 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 Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

   v. Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

3. In our opinion and according to the information and explanations given to us, the company has not paid any remuneration during the year. Hence the provisions of section 197 of the companies act will not be applicable.

For **JSR & Co**
Chartered Accountants
Firm Registration No. 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No . 225492

Place : Coimbatore
Date : 26.08.2023
UDIN : 23225492BGXCNY9651

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

{Referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" in the Independent Auditors' report of even date to the members of **ROYALCARE SUPER SPECIALITY HOSPITAL LIMITED** on the financial statements for the year ended 31st March, 2023}

(i). a) A) According to the information and explanations given to us and the records of the Company examined by us, in our opinion the Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

B) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company has maintained proper records showing full particulars of Intangible assets.

b) The Company has a regular program of physically verifying all the Property, Plant and Equipment in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the Property, Plant and Equipment has been physically verified by the management during the year and no material discrepancies have been 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 the immovable properties which are free hold are held in the name of the company, as at balance sheet date. In respect of immovable properties given as collateral for loans from banks and financial institutions the title deeds were deposited with the said bank's/financial institutions and the Company has obtained a confirmation from the said bank that the title deeds are in the name of the Company.

d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2023.Accordingly paragraph 3 (i) (d) of the order is not applicable.

e) According to the information and explanation given to us and the records of the Company examined by us, in our opinion there are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder. Accordingly paragraph 3(i) (e) of the order is not applicable.

(ii) a) As explained to us, inventories were physically verified by the management during the year at reasonable intervals. In our opinion, the frequency of verification is reasonable. The discrepancies noticed on such physical verification, were less than 10% in aggregate for each class of inventory and have been properly dealt with in the books of account.

b) According to the information and explanations given to us and the records of the Company examined by us, the Company has been sanctioned working capital limits in excess of Rupees five crores in aggregate from banks during the year on the basis of security of current assets of the Company. We were informed by the Company that being over draft facility, the Company doesn't require to file any quarterly returns with the bankers, as per the sanction letter from the banks. Hence reporting on the Quarterly return or statement is not applicable.

(iii) a) The Company has provided loans or advances in the nature of loans during the year and details of which are given below :

Particulars	Loan	Balance as on 31.03.2023
Loan to Various Employees	₹ 1,00,00,000/-	₹ 1,00,00,000/-

The Company has provided the corporate guarantee of Rs.35.69/- Crores during the year to one entity which is a related party..

b) The terms and conditions of the grant of above-mentioned loans, during the year are, in our opinion , prima facie, not prejudicial to the Company's interest.

c) In respect of above-mentioned loan provided by the Company, there is no stipulation of schedule of repayment of principal and interest and were informed that the loan was repayable on demand.

d) There is no overdue amount remaining outstanding as at the year end.

e) There is no loan granted by the company which has fallen due during the year has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same party.

f) According to the information and explanation given to us and based on the audit procedures performed, the Company has not granted any loans either repayable on demand or without specifying any terms or period of repayment during the year except loan given to employees mentioned in clause (iii) (a).

(iv). According to the information and explanations given to us in respect of loans, investments, guarantees and securities, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013, wherever applicable.

(v). In our opinion and according to the information and explanations given to us and the records of the Company examined by us, the Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of theCompanies Act and the rules there under, to the extent applicable. Therefore, the clause (v) of para 3 of the order is not applicable to the Company.

(vi). We have broadly reviewed the books of account maintained by the Company in respect of Health Care Services rendered where the maintenance of cost records has been specified by the Central Government under sub-section (1) of Section 148 of the Act and the rules framed there under and we are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) a. According to the information and explanations and records provided to us, in our opinion the undisputed statutory dues including provident fund, employees state insurance, income tax, sales tax, goods and service tax, customs duty, cess and other material statutory dues applicable to it have generally been regularly deposited by the Company with appropriate authorities though there has been slight delay in a few Cases.

According to the information and explanation given to us and based on the records of the Company examined by us, no undisputed amounts payablein respect of provident fund, employees state insurance, income tax, sales tax,value added tax, customs duty, service tax, Goods and service tax, cess and any other material statutory dues were in arrears as at 31.03.2023 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 based on the records of the Company examined by us, the dues of Income-Tax, Customs Duty, Sales Tax, Service Tax,Goods and Service Tax, Value Added Tax, Excise Duty and Cess on account of any dispute, are as follows:

Nature of statute	Nature of Dues	Amount (₹ In Lakhs)	Period to which the amount relates (FY)	Forum where dispute is pending
Income Tax Act	Income Tax	48.06/-	01.04.2016 To 31.03.2017	Commissioner of Income Tax (Appeals), Coimbatore
Income Tax Act	TDS	15.59/-	01.04.2017 to 31.03.2018	Commissioner of Income Tax (Appeals), Coimbatore
Income Tax Act	TDS	15.40/-	01.04.2018 to 31.03.2019	Commissioner of Income Tax (Appeals), Coimbatore
Income Tax Act	TDS	2.11/-	01.04.2019 to 31.03.2020	Commissioner of Income Tax (Appeals), Coimbatore

(viii). In our opinion and according to the information and explanations given to us and based on the records, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on Clause 3(viii) of the Order is not applicable to the Company.

(ix) On the basis of verification of records, on an overall examination of the financial statements of the Company and according to the information and explanations given to us,

a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

b) The Company is not declared willful defaulter by any bank or financial institution or other lender.

c) The term loans were applied for the purpose for which the loans were obtained.

d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, the Company has not utilized funds raised on short-term basis for long-term purposes.

e) According to the information and explanations given to us and on overall examination of the financial statements of the Company, the Company has not taken funds from any entities and persons on account of or to meet the obligations of its subsidiaries or associates.

f) According to the information and explanations given to us and based on the records of the Company examined by us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or associate companies. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.

(x) a) According to the information and explanations given to us and based on the records, the company has not raised any money by way of initial Public Offer or further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us and based on 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. Therefore, clause (x) (b) of the Order is not applicable to the Company.

(xi) a) During the course of our examination of the books and records of the company, carried out based upon the generally accepted auditing procedures performed for the purpose of reporting the true and fair view of the financial statements, to the best of our knowledge and belief and as per the information and explanations given to us by the Management, and the representations obtained from the Management, no material fraud on the Company has been noticed or reported during the year.

b) During the year, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by us in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditor's) Rules, 2014 with the Central Government. According to the information and explanations given to us and based on the information provided to us and records verified by us, the Secretarial Auditor and the Cost Auditor have not filed report in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors Rules, 2014 with the Central Government.

c) According to the information and explanations given to us and as represented to us by management, there are no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us by the Company, based on verifications of the records of the Company is in compliance with section 177 and 188 of Companies Act, 2013 where applicable, for all transactions with the related parties and the details of such transactions have been disclosed in the Financial Statements with applicable accounting standards.

(xiv)a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

b) The internal audit reports of the Company issued till the date of the financial statement for the period under audit have been considered by us.

(xv) In our opinion, and according to the information and explanations given to us during the year the Company has not entered into non-cash transactions with its Directors or persons connected with its directors, and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) a) Based on the information and explanations given to us by the Company, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, requirement to report on Clause 3(xvi) of the Order is not applicable to the Company.

b) The Company has not conducted any Non-Banking Financial or Housing Finance activities.

c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, requirement to report on clause 3(xvi) of the Order is not applicable to the Company.

d) There is no Core Investment Company as part of the Group; hence requirement to report on Clause 3(xvi) of the Order is not applicable to the Company.

(xvii) The Company has not incurred cash losses in the current year and in the immediately preceding financial year respectively.

(xviii) There has been no resignation of the statutory auditor during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios disclosed in note no. 32 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, 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 Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) There is no unspent amount under section 135(5) of the Companies Act, 2013 pursuant to any project under CSR. Accordingly, Clause (xx) (a) & (xx) (b) of the Order is not applicable.

(xxi) According to the information and explanations given to us one of the Associate Company for which CARO report relating to that Company has not been issued by their auditor till the date of this Audit report.

For **JSR & Co**
Chartered Accountants
Firm Registration No. 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No . 225492

Place : Coimbatore
Date : 26.08.2023
UDIN : 23225492BGXCNY9651

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

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

Report on the Internal financial controls Over Financial Reporting under clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

We have audited the internal financial controls over financial reporting of **ROYALCARE SUPER SPECIALITY HOSPITAL LIMITED** ('the Company') as of 31st March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of internal Financial controls over Financial Reporting (the "Guidance Note") issued by ICAI and standards on Auditing prescribed under section 143(10) of the companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 over financial reporting 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 system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and disposition 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 authorizations of the management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the Inherent Limitations Of Internal Financial Controls Over Financial Reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2023, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **JSR & Co**
Chartered Accountants
Firm Registration No. 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No . 225492

Place : Coimbatore
Date : 26.08.2023
UDIN : 23225492BGXCNY9651

Balance Sheet as at 31.03.2023 (₹ in Lakhs)

Particulars	Note No	As at 31.03.2023	As at 31.03.2022
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	**16,437.69**	16,437.69
(b) Reserves & Surplus	3	**(3,066.67)**	(4,634.18)
(2) Share Application Money pending allotment	4	**-**	-
(3) Non-Current Liabilities			
(a) Long-Term Borrowings	5	**20,346.00**	21,250.45
(b) Other Long Term Liabilities	6	**460.67**	-
(c) Long Term Provisions	7	**599.03**	600.58
(4) Current Liabilities			
(a) Short - Term Borrowings	8	**4,002.39**	4,351.69
(b) Trade Payables	9		
(A) total outstanding dues of MSME; and		**565.70**	15.47
(B) total outstanding dues of Creditors other MSME		**680.91**	600.64
(c) Other Current Liabilities	10	**1,239.53**	1,220.23
(d) Short-Term Provisions	11	**801.00**	720.00
Total		**42,066.25**	40,562.57
II. ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment & Intangible Assets			
(i) Property, Plant and Equipment	12	**33,115.53**	33,110.15
(ii) Intangible Assets		**108.80**	47.37
(iii) Capital work in progress		**1,253.52**	1,014.70
		34,477.85	34,172.22
(b) Non-Current Investment	13	**116.00**	116.55
(c) Deferred Tax Asset (net)	14	**157.40**	146.16
(d) Long-term Loans and Advances	15	**1,607.69**	1,475.22
(e) Other non - current assets	16	**1,190.51**	818.54
(2) Current Assets			
(a) Inventories	17	**901.20**	650.50
(b) Trade Receivables	18	**1,685.53**	911.72
(c) Cash and Cash Equivalents	19	**504.38**	831.02
(d) Short-Term Loans and Advances	20	**1,315.22**	1,301.48
(e) Other Current Assets	21	**110.47**	139.16
Total		**42,066.25**	40,562.57

Significant Accounting policies and the accompanying Notes are an intergral part of the Financial statements 1 to 32

As per our Report of even date attached

For **JSR AND CO**
Chartered Accountants
Firm Registration No : 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No. : 225492

Place : Coimbatore
Date : 26.08.2023

For and on behalf of the Board of Directors

(Sd/-)
Dr.K.Madeswaran
Managing Director
DIN : 06389218

(Sd/-)
Dr.K.Chockalingam
Director
DIN : 02558069

(Sd/-)
Sri. T.Balachander
Director Finance Cum CFO
DIN : 09216680

(Sd/-)
CS K.Rangasamy
Company Secretary

Statement of Profit & Loss For the Period Ended 31.03.2023 (₹ in Lakhs)

	Particulars	Note No	As at 31.03.2023	As at 31.03.2022
I	Revenue from operations	22	**30,548.55**	30,115.37
II	Other income	23	**516.40**	421.96
III	**Total Income**		**31,064.95**	30,537.33
IV	**Expenses:**			
	Consumables-Hospital & Stores	24	**6,856.82**	7,122.75
	Purchase of Stock-in-Trade	25	**2,981.45**	2,615.80
	Changes in Inventories	26	**(26.77)**	(31.59)
	Service Expenses	27	**7,075.64**	6,077.54
	Employee Benefit Expenses	28	**5,379.79**	5,253.50
	Finance Cost	29	**2,683.62**	2,717.48
	Depreciation and Amortization Expenses	30	**2,438.91**	2,372.07
	Other Expenses	31	**2,119.22**	2,277.75
	Total Expenses (IV)		**29,508.68**	28,405.30
V	**Profit/(Loss) before Tax**		**1,556.27**	2,132.03
VI	**Tax Expenses**			
	(1) Current Tax (Including Provisions)		**271.91**	229.68
	Less : MAT Credit Entitlement		**(271.91)**	(229.68)
	(2) Deferred tax (Income)/Expenses		**(11.24)**	8.84
VII	**Profit/(Loss) for the year (VI-VII)**		**1,567.51**	2,123.19
VIII	**Earning per equity share in Rupees**			
	(1) Basic / Diluted (Face value of ₹ 10 each)		**0.95**	1.29

Significant Accounting policies and the accompanying Notes are an intergral part of the Financial statements 1 to 32

As per our Report of even date attached

For **JSR AND CO**
Chartered Accountants
Firm Registration No : 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No. : 225492

Place : Coimbatore
Date : 26.08.2023

For and on behalf of the Board of Directors

(Sd/-)
Dr.K.Madeswaran
Managing Director
DIN : 06389218

(Sd/-)
Dr.K.Chockalingam
Director
DIN : 02558069

(Sd/-)
Sri. T.Balachander
Director Finance Cum CFO
DIN : 09216680

(Sd/-)
CS K.Rangasamy
Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2023

(₹ in Lakhs)

	Particulars	2022-23	2021-22
A)	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit/(Loss) Before Taxation and after Exceptional Items	**1556.27**	2132.03
	ADJUSTMENTS FOR:-		
	Depreciation and Amortisation	**2438.91**	2,372.07
	Interest Income	**(154.48)**	(138.83)
	Finance Cost	**2683.63**	2,717.48
	Operating profit before working capital changes	**6524.33**	7082.75
	ADJUSTMENTS FOR:-		
	(Increase) / Decrease In Inventories	**(250.71)**	42.97
	(Increase) / Decrease In Trade Receivables	**(773.81)**	(53.94)
	(Increase) / Decrease In Short Term Loans & Advances	**(13.75)**	(409.40)
	(Increase) / Decrease In Other Current Assets	**28.68**	(51.80)
	Increase / (Decrease) In Current Liability	**381.50**	1,729.00
	Income Tax Paid	**-**	-
	Net Cash Genrated from /(Used In) Operating Activity	**5896.24**	8,339.58
B)	**CASH FLOW FROM INVESTMENT ACTIVITIES**		
	Purchase of Fixed Assets	**(1491.02)**	(3446.02)
	Capital WIP	**(1253.52)**	(1014.70)
	Interest Received	**154.48**	138.83
	Net Cash Generated from (Used In) Investing Activities	**(2590.06)**	(4321.89)
C)	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Finance Cost	**(2683.62)**	(2717.48)
	Increase / (Decrease) In Long Term Borrowings	**(904.45)**	554.83
	Increase / (Decrease) In Long Term Provisions	**(1.55)**	192.20
	Increase / (Decrease) In Long Term -Trade Payables	**460.67**	-
	(Increase) / Decrease In Long Term Loans & Advances	**(132.46)**	(858.63)
	(Increase) / Decrease Non Current Assets	**(371.97)**	(688.79)
	(Increase) / Decrease In Non Current Investments	**0.55**	-
	Net Cash From / (Used In) Financing Activities	**(3632.83)**	(3,517.87)
	Increase/(Decrease) In Cash and Cash Equivalents	**(326.63)**	499.83
	Cash and Cash Equivalents at the Beginning of the Year	**831.02**	331.19
	Cash and Cash Equivalents at the End of the Year	**504.38**	831.02
	Cash on Hand	**33.95**	39.68
	Balance With Bank	**470.43**	791.34

Significant Accounting policies and the accompanying Notes are an intergral part of the Financial statements 1 to 32

As per our Report of even date attached

For **JSR AND CO**
Chartered Accountants
Firm Registration No : 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No. : 225492

Place : Coimbatore
Date : 26.08.2023

For and on behalf of the Board of Directors

(Sd/-)
Dr.K.Madeswaran
Managing Director
DIN : 06389218

(Sd/-)
Dr.K.Chockalingam
Director
DIN : 02558069

(Sd/-)
Sri. T.Balachander
Director Finance Cum CFO
DIN : 09216680

(Sd/-)
CS K.Rangasamy
Company Secretary

Note No – 1

A. NATURE OF OPERATIONS :

Royalcare Super Speciality Hospital Limited was incorporated in the year 2012 and commenced its hospital operation in the year 2016 with the flagship of Multi-Super Speciality Hospital at Coimbatore.

B. SIGNIFICANT ACCOUNTING POLICIES :

i. Method of Accounting :

The Financial statements have been prepared to comply in all material respects with accounting standards specified under section 133 of the Companies Act read with rule 7 of the companies (Accounting Standards) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. The Accounting policies have consistently applied by the Company with those used in the previous year.

All Accounting policies and applicable AS have been applied consistently for all periods presented.

ii. Use of estimates :

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amount of assets, liabilities disclosures relating to contingent liabilities and assets as at the balance sheet date reported amounts of income and expenses during the year. Difference between the actual amounts and the estimates are recognized prospectively in the year in which the events are materialized.

iii. Property, Plant and Equipment Depreciation and Amortization :

Property, Plant and Equipment :

Property, Plant and Equipments are stated at cost comprises of the purchase price and any attributable cost of bringing the assets to its working condition for its intended use.

Depreciation and Amortization :

Depreciation on Property, Plant and Equipment is provided under Written down Value Method at the rates determined based on Useful Lives of the respective assets and the residual values in accordance with Schedule II of the Companies Act, 2013.

iv. Inventories :

a. Inventories are valued at lower of cost and estimated net realizable value.
b. Cost arrived at on First-in-First out (FIFO) basis.
c. Stores & Spares which do not meet the definition of Property, Plant and Equipment are accounted as inventories.

v. Revenue Recognition :

All income and expenses to the extent they are considered as receivable and payables respectively, unless specifically stated to be otherwise are accounted for on mercantile basis.

In respect of claims from insurance Companies are accounted as and when the claims are accepted or settled by the insurance company whichever is earlier.

Unbilled revenue is recorded for the service where the patients are not discharged and invoice is yet to be raised for the service rendered.

vi. Borrowing Cost :

Borrowing Costs include interest and other costs incurred in connection with borrowing of funds. Borrowing attributable to the acquisition or construction of qualifying assets is capitalized as a part of such assets. All other borrowing cost is recognized as expense in the period in which they are incurred.

A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale.

vii. Translation of Foreign Currency Transactions :

1) Foreign currency transactions are recorded at exchange rates prevailing on the date of such transactions.

2) Foreign currency monetary assets and liabilities at the year end are realigned to the exchange rate prevailing at the year end and the difference on realignment is adjusted in the Profit and Loss account.

3) Non-monetary foreign currency items are carried at cost.

4) Any income or expenses on account of exchange difference either on settlement or on translation is recognized in the Profit and Loss Statement.

viii. Retirement Benefits :

Payment to defined contribution schemes are charged as expense as and when incurred.

Post Employment and other long term benefits which are defined benefit plans are recognized based on the present value of the obligation determined in accordance with Accounting Standard 15 on "Employee Benefits"

ix. Taxes on Income :

Tax on Income for the Current Period is determined on the basis of taxable income and tax credit computed in accordance with the provisions of the Income Tax Act 1961, and based on the expected outcome of assessments/ appeals. Deferred Tax is recognized on timing difference between accounting income and the taxable income for the year quantified using the tax rates and laws enacted or substantively enacted as on the balance sheet date. Deferred Tax assets are recognized and carried forward to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Minimum Alternate Tax ("MAT") credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in the Guidance note issued by Institute of Chartered Accountants of India

("ICAI"), the said asset is created by way of credit to Statement of Profit and Loss. The company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that company will pay normal income tax during the specified period.

x. Impairment of Assets :

At the Balance Sheet date an assessment is done to determine whether there is any indication of impairment in the carrying amount of the company's fixed assets. An asset is treated impaired when carrying cost of assets exceeds its recoverable value.

An impairment loss is charged to the Profit and Loss Account in the year in which an asset identified as impaired. The impairment loss, if any, recognized in prior accounting period is reversed if there has been any change in the estimate of recoverable amount.

xi. Contingent Liabilities :

Disclosure of contingent liability is made 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 embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.

Contingent liabilities, which are considered significant and material by the Company, but not provided for in the books of accounts, are disclosed by way of notes to accounts.

xii. Investments :

Long Term Investments are stated at cost. Provisions for diminution in value of long-term investments are made, if the diminution is other than temporary.

Notes to Financial Statements

1. Shareholders Funds

Note No. : 2 Equity Share Capital (₹ in Lakhs)

Sr. No	Particulars	As at 31.03.2023	As at 31.03.2022
1	**AUTHORIZED CAPITAL**		
	20,00,00,000 Equity Shares of ₹ 10/- each.	**20,000.00**	17,500.00
		20,000.00	17,500.00
2	**ISSUED , SUBSCRIBED & PAID UP CAPITAL**		
	16,43,76,943 Equity Shares of ₹ 10/- each	**16,437.69**	16,437.69
	Total	**16,437.69**	16,437.69

a. Reconcilation of Equity shares outstanding is set out below :

Particulars	As at 31.03.2023		As at 31.03.2022	
	No.of shares	₹ in Lakhs	No.of shares	₹ in Lakhs
Number of shares outstanding at the beginning of the year	16,43,76,943	16,437.69	16,43,76,943	16,437.69
Add : Issued during the year	-	-		
Number of shares outstanding at the end of the year	**16,43,76,943**	**16,437.69**	**16,43,76,943**	**16,437.69**

The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-. Each holder of equity share is entitled to one vote per share.

b. Details of Shareholders holding more than 5% shares in the Company :

Name of the Shareholder	As at 31.03.2023		As at 31.03.2022	
	No.of shares held	% of holding	No.of shares held	% of holding
Dr K.Madeswaran	2,25,67,200.00	13.73	2,25,67,200.00	13.73

c. Details of holding promoters of the Company :

Name of the Promoters	Equity Shares as As at 31.03.2023			Equity Shares as As at 31.03.2022		
	No.of shares	% of Holding	% change in Shareholding	No.of shares	% of Holding	% change in Shareholding
Dr K.Madeswaran	2,25,67,200.00	13.73	-	2,25,67,200.00	13.73	-
Dr.K. Chockalingam	35,00,000.00	2.13	-	35,00,000.00	2.13	-
Mr.K.P.Alagesan	20,00,000.00	1.22	-	20,00,000.00	1.22	-

Notes to Financial Statements (₹ in Lakhs)

Note No.: 3 Reserves & Surplus

Particulars	As at 31.03.2023	As at 31.03.2022
1. Surplus (Profit & Loss Account)		
2. Balance brought forward from previous year	**(4,634.18)**	(6,757.37)
3. Add: Profit/(Loss) for the period	**1,567.51**	2,123.19
Total	**(3,066.67)**	(4,634.18)

2. Share Application money pending allotment

Note No.: 4 Share Application Money Pending Allotement

Particulars	As at 31.03.2023	As at 31.03.2022
Share Application Money Pending allotment	-	-
Total	-	-

3.NON-CURRENT LIABILITIES

Note No.: 5 Long-Term Borrowings

Particulars	As at 31.03.2023	As at 31.03.2022
Term Loans from Banks		
1. State Bank of India -I	**7,098.16**	7,969.45
2. State Bank of India -II	**6,341.54**	7,103.30
3. State Bank of India -III	**1,572.80**	1,763.32
4. State Bank of India-ECLGS-I	**892.07**	1,336.89
5. State Bank of India-ECLGS-II	**1,191.50**	1,662.04
6. State Bank of India-ECLGS-III	**2,187.05**	-
7. South Indian Bank-371	**28.68**	35.04
8. South Indian Bank-372	**407.28**	496.20
9. South Indian Bank-373	**126.04**	153.64
10. South Indian Bank-052 ECLGS	**105.00**	157.50
11. South Indian Bank-067 ECLGS	**235.00**	240.00
	20,185.12	20,917.38
Medical Equipment & Vehicle Loan from Financial Institution :		
1. Siemens Financial Services Private Ltd-ECLGS	**39.27**	54.10
2. De Lage Landen Finance	-	15.81
3. Hero Fin Corp	**64.21**	121.27
4. Clix Finance India P Ltd	-	39.83
5. Sundram Finance-Vehicle Loan	-	9.78
6. BMW Financial Services P Ltd-Vehicle Loan	**57.40**	92.28
	160.88	333.07
Sub Total (A)	**20,346.00**	21,250.45

Notes to Financial Statements (₹ in Lakhs)

A. Security Particulars of Secured Loans & Terms of Repayment :

1 Hospital Project Loan along with ECLGS availed from State Bank of India is Primarily Secured by first charge on the Land, Building and part of Medical Equipment and Current assets of the company located at Neelambur Village at Coimbatore. It carries present interest rate of 8.50 % Per annum. and repayable in 120 monthly instalments. ECLGS loan carries present interest rate of 9.25 % Per annum & repayable in 48 monthly instalments.

2 Medical Equipment Loan availed from De Lage Landen Finance Secured by Hypothecation of assets purchased out of the loan and it carries interest rate of 11.00% Per annum, repayable in 60 monthly instalments.

3 Medical Equipment Loan availed from Hero Fin Corp Secured by Hypothecation of assets purchased out of the loan and it carries interest rate of 11.50% Per annum, repayable in 75 monthly instalments.

4 Land and Medical Equipment Loan along with ECLGS loan availed from South Indian Bank Secured by Hypothecation of assets purchased out of the loan and land to the extent of 2.72 Acres and it carries interest rate of 9.25% Per annum, repayable in 103 monthly instalments and ECLGS loans are carries interest rate of 9.50 % & 9.25% p.a, repayable in 48 monthly instalments.

5 Medical Equipment Loan availed from Clix India Finance P Ltd, Secured by Hypothecation of assets purchased out of the loan and it carries interest rate of 14.03 % Per annum, repayable in 58 monthly instalments.

6 Vehicle Loan availed from Sundaram Finance Ltd Secured by Hypothecation of assets purchased out of the loan and it carries interest rate of 8.75% Per annum, repayable in 36 monthly instalments.

7 Vehicle Loan availed from BMW Financial Services P Ltd Secured by Hypothecation of assets purchased out of the loan and it carries interest rate of 7.40 % Per annum, repayable in 48 monthly instalments.

8 The above Secured loan facilities are further guaranteed by personal guarantees of Dr.K.Madeswaran, Managing Director, Dr.K.Chockalingam, Director & Mr.K.P.Alagesan, Director of the company.

Note No. : 6 Other Long-Term liabilities

Particulars	As at 31.03.2023	As at 31.03.2022
Trade Payables	**460.67**	-
Total (B)	**460.67**	**-**

Note No. : 7 Long Term provisions

Particulars	As at 31.03.2023	As at 31.03.2022
Gratuity (Unfunded)	**599.03**	600.58
Total (C)	**599.03**	**600.58**
Total (A+B+C)	**21,405.70**	**21,851.03**

Notes to Financial Statements (₹ in Lakhs)

4.CURRENT LIABILITIES

Note No.: 8 Short Term Borrowings

Particulars	As at 31.03.2023	As at 31.03.2022
Secured Borrowings		
1. Secured OD - South Indian Bank	**847.83**	983.71
2. Current Maturities of Long-Term Debt	**3,154.56**	3,367.98
Total	**4,002.39**	4,351.69

1 The Secured OD facility from South Indian Bank, collaterally secured by first charge on the current assets and land held in the name of the Company located at Neelambur Village, Sulur Taluk, Coimbatore.

2 The Secured OD facility carries interest rate of 9.25 % Per annum.

3 As per terms of sanction letter, the Company is not required to file monthly/quartely statement of current assets.

Note No.: 9 Trade Payables

Particulars	As at 31.03.2023	As at 31.03.2022
Sundry Creditors for Services:		
1. Dues to Micro and Small Enterprises #	565.70	15.47
2. Dues to enterprises other than Micro and Small Enterprises #	680.91	600.64
Total (a+b)	**1,246.61**	616.11

*The Information in relation to dues to Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified on the basis of information available with company.

 # Ageing for trade payables as on 31.03.2023

Particulars	Outstanding for following periods from due date of payment				
	< 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Micro and Small Enterprises (MSME)	565.70	-	-		**565.70**
(ii) Others	679.13	1.78	-	-	**680.91**
(iii) Disputed Dues - MSME	-	-	-	-	**-**
(iv) Disputed Dues - Others	-	-	-	-	**-**
Total (i) to (iv)	**1,244.83**	**1.78**	**-**	**-**	**1,246.61**

Notes to Financial Statements (₹ in Lakhs)

 # Ageing for trade payables as on 31.03.2022

Particulars	Outstanding for following periods from due date of payment				
	< 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Micro and Small Enterprises (MSME)	15.47	-	-		**15.47**
(ii) Others	599.80	-	0.54	0.30	**600.64**
(iii) Disputed Dues - MSME	-	-	-	-	**-**
(iv) Disputed Dues - Others	-	-	-	-	**-**
Total (i) to (iv)	**615.27**	**-**	**0.54**	**0.30**	**616.11**

Note No. : 10 Other Current Liabilities

Particulars	As at 31.03.2023	As at 31.03.2022
1. Accrued Salaries and Benefits	341.55	308.16
2. Advance received from Patients	53.53	350.06
3. Statutory Dues	223.81	195.93
4. Creditors for Capital goods	221.30	23.77
5. Other Liabilities	399.34	342.31
Total	**1,239.53**	**1,220.23**

Other liabilites includes caution deposits collected from employees who are in services amounting to ₹ 376 .19 lakhs

Note No. : 11 Short Term Provisions

Particulars	As at 31.03.2023	As at 31.03.2022
1. Provision for Gratuity (employee benefits)	-	80.01
2. Provision for (Minimum Alternative Tax) MAT	271.91	229.68
3. Other Short term provisions	529.09	410.31
Total	**801.00**	**720.00**

Note : 12 Property, plant and Equipment and Intangible Assets

(₹ in Lakhs)

S. No.	Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		Figures as on 01.04.2022	Additions	Deletions	Total 31.03.2023	Up to 31.03.2022	For the Year	Deletions	Up to 31.03.2023	WDV as on 31.03.2023	WDV as on 31.03.2022
1	Building	21,090.29	977.78		22,068.07	3,203.06	877.38	-	4,080.44	17,987.63	17,887.23
2	Building IBMS	225.55	-		225.55	46.46	8.72	-	55.18	170.37	179.09
3	Building Interior	966.86	-		966.86	224.65	36.14	-	260.79	706.07	742.21
4	Computer & Printer	264.56	44.43		308.99	225.18	31.48		256.65	52.34	39.38
5	Electrical Fittings	1,092.22	107.92		1,200.14	671.15	128.03		799.18	400.96	421.06
6	Genset	153.82	-		153.82	121.30	8.42	-	129.72	24.10	32.52
7	Air Conditioner	727.85	-		727.85	428.41	54.20	-	482.61	245.24	299.44
8	Canteen Vessels	238.35	15.06		253.41	164.43	24.51	-	188.94	64.47	73.92
9	Lift	166.72	27.48		194.20	98.14	13.70	-	111.84	82.36	68.57
10	Medical Instruments	586.44	6.74		593.18	319.58	55.77		375.35	217.83	266.86
11	Office Equipment	231.09	17.74		248.83	174.66	28.38		203.04	45.79	56.43
12	OT Table	71.20	-		71.20	50.43	4.27	-	54.70	16.50	20.78
13	UPS System Vehicle	31.02	-		31.02	24.19	1.76	-	25.95	5.07	6.83
14	Medical Equipments	7,965.42	917.64		8,883.06	4,334.42	796.35		5,130.77	3,752.29	3,631.00
15	Medical Equipments - Life Saving	1,108.86	-		1,108.86	561.29	112.69	-	673.98	434.88	547.57
16	Vehicle	369.73	4.18		373.91	170.26	63.16	-	233.42	140.49	199.47
17	Furniture & Fittings	672.00	300.81		972.81	274.85	148.70		423.55	549.26	397.15
18	RO Plant	21.97	-		21.97	12.01	1.80	-	13.81	8.16	9.97
19	Sewage Treatment Plant	72.06	-		72.06	29.31	7.74	-	37.05	35.01	42.75
20	Fire Fighting Equipments	161.89	1.50		163.39	113.91	12.71	-	126.62	36.77	47.98
21	Land	8,139.94	-	-	8,139.94	-	-	-	-	8,139.94	8,139.94
	Total A	**44,357.84**	**2,421.28**	**-**	**46,779.12**	**11,247.69**	**2,415.91**	**-**	**13,663.59**	**33,115.53**	**33,110.15**
(b)	Intangible Assets										
	Software	144.23	84.44	-	228.67	96.86	23.00	-	119.87	108.80	47.37
	Total B	**144.23**	**84.44**	**-**	**228.67**	**96.86**	**23.00**		**119.87**	**108.80**	**47.37**
(c)	Work-in-Progress										
	Building WIP -Flat	1,014.70	-	-	1,014.70	-	-	-	-	1,014.70	1,014.70
	Building Phase III	-	185.72	-	185.72	-	-	-	-	185.72	-
	Software-WIP		53.10		53.10					53.10	
	Total C	**1,014.70**	**238.82**	**-**	**1,253.52**	**-**	**-**	**-**	**-**	**1,253.52**	**1,014.70**
(d)	Ladies Hostel (Leased)	12.07		-	12.07	12.07	-	-	12.07	-	-
	Total D	**12.07**	**-**	**-**	**12.07**	**12.07**	**-**	**-**	**12.07**	**-**	**-**
	Total (A+B+C+D)	**45,528.84**	**2,744.54**	**-**	**48,273.38**	**11,356.62**	**2,438.91**	**-**	**13,795.53**	**34,477.85**	**34,172.22**

Notes to Financial Statements (₹ in Lakhs)

(i) Ageing of Capital work-in-progress as at 31.03.2023 ;

Particulars	Amount in Capital work-in-progress for a period of				
	< 1 Year	1-2 years	2-3 years	More than 3 Years	Total
Building WIP -Flat	-	1,014.70	-	-	**1,014.70**
Building Phase III	185.72				**185.72**
Software-WIP	53.10				**53.10**
Total	**238.82**	**1,014.70**	**-**	**-**	**1,253.52**

(i) Ageing of Capital work-in-progress as at 31.03.2022;

Particulars	Amount in Capital work-in-progress for a period of				
	< 1 Year	1-2 years	2-3 years	More than 3 Years	Total
Building Phase III	**1,014.70**	**-**	**-**	**-**	**1,014.70**

Note No.: 13 Non Current Investments

Particulars	As at 31.03.2023	As at 31.03.2022
Long term investments at Cost		
1. Shares in Somanur Water Schme P Ltd - 90000 Equity Shares of ₹ 100/- each	90.00	90.00
2. Shares in Aniruth P Ltd - 549 Equity Shares of ₹ 100/- each	-	0.55
3. Shares in VVSR Green Energy - 260000 Equity Shares of ₹ 10/- each	26.00	26.00
Total	**116.00**	**116.55**

Note No.: 14 Deferred Tax Asset (Net)

Particulars	As at 31.03.2023	As at 31.03.2022
1. Deferred tax (Opening)	146.16	155.00
2. Arising out of timing difference in depreciable Asset		
3. (Liability) created during the year	11.24	(8.84)
Total	**157.40**	**146.16**

Notes to Financial Statements (₹ in Lakhs)

Note No.: 15 Long Term Loans and Advances

Particulars	As at 31.03.2023	As at 31.03.2022
Unsecured, Considered good		
I Capital Advances	19.68	669.12
II Loans and advances to related parties		
VVSR Green Energy P Ltd	1,000.00	500.00
III Other Loans and advances		
Rent Deposits	31.57	21.57
Advance Income tax and Refunds	54.85	54.85
MAT Credit Entitlement FY 2021-22	229.68	229.68
MAT Credit Entitlement FY 2022-23	271.91	-
Total	**1,607.69**	**1,475.22**

Note No.: 16 Other Non Current Assets

Particulars	As at 31.03.2023	As at 31.03.2022
Security Deposits	1,190.51	818.54
Total	**1,190.51**	**818.54**

Note No.: 17 Inventories

Particulars	As at 31.03.2023	As at 31.03.2022
1. Hospital Consumables	705.87	486.29
2. Stores & Spares	24.61	20.27
3. Pharmacy	156.67	130.14
4. Canteen	14.05	13.80
Total	**901.20**	**650.50**

Note No. : 18 Trade Recievables

Particulars	As at 31.03.2023	As at 31.03.2022
Unsecured, Considered Good	1,685.53	911.72
Total	**1,685.53**	**911.72**

Notes to Financial Statements (₹ in Lakhs)

 # Ageing for trade receivables as on 31.03.2023

Particulars	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
(i) Undisputed Trade receivables - considered good	1,141.08	148.95	309.06	86.44	-	**1,685.53**
(ii) Undisputed Trade receivables - considered doubtful	-	-	-	-	-	**-**
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	**-**
(iv) Disputed Trade receivables considered doubtful	-	-	-	-	-	**-**
Total	**1,141.08**	**148.95**	**309.06**	**86.44**	**-**	**1,685.53**

 # Ageing for trade receivables as on 31.03.2022

Particulars	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
(i) Undisputed Trade receivables - considered good	682.72	105.02	110.51	13.47	-	**911.72**
(ii) Undisputed Trade receivables - considered doubtful	-	-	-	-	-	**-**
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	**-**
(iv) Disputed Trade receivables considered doubtful	-	-	-	-	-	**-**
Total	**682.72**	**105.02**	**110.51**	**13.47**	**-**	**911.72**

Note No.: 19 Cash & Cash Equivalent

Particulars		As at 31.03.2023	As at 31.03.2022
a) Cash and cheques on hand	A	33.95	39.68
b) Balance with Banks			
In Current Accounts		365.18	647.48
In Deposit Accounts		105.25	143.86
	B	470.43	791.34
Total A + B		**504.38**	**831.02**

Notes to Financial Statements (₹ in Lakhs)

Note No.: 20 Short Term Loans and Advances

Particulars	As at 31.03.2023	As at 31.03.2022
Unsecured, Considered good:		
1. Advance for Expenses	110.49	66.87
2. Loan and Advances to Employees	100.00	-
3. Loans & Advances -VVSR Green Energy P Ltd	-	500.00
4. Prepaid expenses	142.39	123.37
5. Advance Income Tax Refund	962.34	611.24
Total	**1,315.22**	**1,301.48**

Note No.: 21 Other Current Assets

Particulars	As at 31.03.2023	As at 31.03.2022
1. Accrued Interest (Income)	72.70	122.75
2. Rent Receivable	8.95	4.32
3. Other Charges Recoverable	28.82	12.09
Total	**110.47**	**139.16**

Note No.: 22 Revenue from Operations

Particulars	As at 31.03.2023	As at 31.03.2022
1. Inpatients Revenue	23,055.87	23,435.71
2. Outpatients Revenue	4,341.89	3,891.50
3. Pharmacy Sales	2,569.67	2,346.33
4. Dietary Sales	581.12	441.83
Total	**30,548.55**	**30,115.37**

Note No.: 23 Other Income

Particulars	As at 31.03.2023	As at 31.03.2022
1. Interest on FDR's & IT Refund	154.48	138.83
2. Other Receipts	361.92	283.13
Total	**516.40**	**421.96**

Notes to Financial Statements (₹ in Lakhs)

Note No.: 24 Consumbales - Hospital & Stores

Particulars	As at 31.03.2023	As at 31.03.2022
Inventory at the beginning of the year	506.55	581.12
Add: Purchases of Consumables Hospital	6,374.29	6,399.95
Add: Purchases of Stores & Spares	706.47	648.23
	7,587.31	7,629.30
Less: Inventory at the end of the year	730.49	506.55
Total	**6,856.82**	**7,122.75**

Note No.: 25 Purchase Stock In Trade

Particulars	As at 31.03.2023	As at 31.03.2022
1. Pharmacy Purchase	1,912.38	1,752.73
2. Canteen Purchase	1,069.07	863.07
Total	**2,981.45**	**2,615.80**

Note No.: 26 Changes in Inventories

Particulars	As at 31.03.2023	As at 31.03.2022
Opening Stock	143.95	112.36
Closing Stock	170.72	143.95
(Increase) / Decrease in Inventories	**(26.77)**	**(31.59)**

Note No.: 27 Service Expenses

Particulars	As at 31.03.2023	As at 31.03.2022
1. Professional and Consulting Charges to Doctors	5,268.88	4,704.38
2. Lab Testing Charges	109.49	86.81
3. Purchase of Blood	-	0.15
4. Power and Fuel Consumed	545.82	490.71
5. Security Expenses	-	2.61
6. Medical Equipment Rental Charges	585.74	359.90
7. PET CT & RT Charges	166.67	148.05
8. Equipment Maintenance (AMC & CMC)	399.04	284.93
Total	**7,075.64**	**6,077.54**

Notes to Financial Statements (₹ in Lakhs)

Note No.: 28 Employees Benefit Expenses

Particulars	As at 31.03.2023	As at 31.03.2022
1. Salaries, Allowances and Bonus	4,822.81	4,460.31
2. Contribution to Provident and Other Funds	484.62	457.52
3. Staff Welfare Expenses	72.36	255.66
4. Gratuity	-	80.01
Total	**5,379.79**	**5,253.50**

Note No.: 29 Finance Cost

Particulars	As at 31.03.2023	As at 31.03.2022
1. Bank and Bank Guarantee Charges	104.58	156.35
2. Interest on Simens Equipment Loan	8.68	22.46
3. Interest on Srei Equipment Loan	13.33	77.04
4. Interest on Vehicle loan	1.52	2.66
5. Interest on South Indian Bank	99.66	103.11
6. Interest on OD Account-SIB	84.42	38.65
7. Interest on Clix Loan	10.69	15.36
8. Interest on DLF Loan	3.88	7.53
9. Interest on Hero Fincorp Loan	18.64	24.53
10. Interest on Bank of Baroda-I	9.79	981.16
11. Interest on Bank of Baroda-II	9.28	851.17
12. Interest on Bank of Baroda-III	2.30	211.56
13. Interest on Bank of Baroda-ECLGS-I	-	138.28
14. Interest on Bank of Baroda-ECLGS-II	1.73	79.14
15. Interest on BMW Finance Services	8.14	4.60
16. Interest on State Bank of India -I	624.38	1.45
17. Interest on State Bank of India -II	558.10	1.30
18. Interest on State Bank of India -III	138.59	0.32
19. Interest on State Bank of India-ECLGS-I	130.32	0.39
20. Interest on State Bank of India-ECLGS-II	153.30	0.41
21. Interest on State Bank of India-ECLGS-III	140.52	-
22. Loan Pre Closure Charges-BOB	439.89	-
23. Loan Processing Fee-SBI	121.88	-
Total	**2,683.62**	**2,717.48**

Notes to Financial Statements (₹ in Lakhs)

Note No.: 30 Depreciation & Amortised Cost

Particulars	As at 31.03.2023	As at 31.03.2022
Depreciation and Amortization Expenses	2,438.91	2,372.07
Total	**2,438.91**	**2,372.07**

Note No.: 31 Other Expenses

Particulars	As at 31.03.2023	As at 31.03.2022
1. Hospital Housekeeping Expenses	496.67	353.94
2. Advertisement and Publicity	115.98	90.15
3. Auditors Remuneration (Refer Note No.31.1)	5.98	4.65
4. Internal Auditors Remuneration	4.00	4.00
5. Business Promotion Expenses	61.73	54.50
6. Donation	5.75	54.83
7. Insurance Expenses	40.50	33.48
8. License and taxes	19.99	20.65
9. Marketing,Conference expenses	-	0.29
10. Postage and Telegram	3.91	2.16
11. Printing and Stationery Expenses	3.18	4.63
12. Professional Charges	57.69	94.90
13. Rent	95.79	159.58
14. Telephone Expenses	28.59	26.14
15. Travelling Expenses	98.97	36.41
16. Water Charges	126.01	103.79
17. General Expenses	21.84	14.72
18. Incidental Expenses	29.22	19.19
19. ROC Filing Fees	18.87	0.41
20. Prior Period Expenses	25.85	74.11
21. Administrative Expenses	115.27	92.75
22. GST Ineligible ITC	281.44	196.59
23. Sitting Fee to Directors	1.75	2.15
24. Cost Audit Remuneration	1.00	1.00
25. Sundry Debtors Write off	10.66	438.77
26. Repairs & Maintenance - Building	40.06	23.54
27. Repairs & Maintenance - Electrical	-	0.98
28. Repairs & Maintenance - Vehicle	108.80	84.45
29. Repairs & Maintenance - Computer	31.31	22.47
30. Repairs & Maintenance - Equipment	27.36	30.86
31. Repairs & Maintenance - Hospital Maintenance	241.05	231.66
Total	**2,119.22**	**2,277.75**

Note No.: 31. 1 Payments to the Auditor (Excluding Goods & Service Tax where applicable) (₹ in Lakhs)

Particulars	As at 31.03.2023	As at 31.03.2022
As Auditor		
1. Statutory Audit Fee	5.26	4.00
2. Tax Audit Fee	0.72	0.65
3. GST Audit	-	-
Other Capacity		
1. Tax Representation	-	-
2. Certification Fee	-	-
3. Reimbursement of Expenses	-	-
	5.98	**4.65**

General Notes No: 32

1. Earnings Per Share (EPS) computed in accordance with AS 20 :

	31.03.2023	31.03.2022
Profit/ (Loss) after tax (₹ In Lakhs)	1567.51	2123.19
Number of shares issued (No in Lakhs)	1643.77	1643.77
The Nominal value per equity share (₹)	10	10
Basic/Diluted EPS	0.95	1.29

2. Related party disclosure:

List of related parties as identified by the management as under :

(I). Name of related parties and description of relationship

a. Key Managerial Personnel : Dr.K.Madeswaran

b. Other related parties : MC Medical Services Private Limited

Sabari Constructions Technologies Private Limited.

RMC Medical Services Private Limited

VVSR Green Energy P Ltd

Uyirin Suvasam

Mrs.M.Shreekala (W/o.Dr.K.Madeswaran)

Ms.Lalithchitra (D/o Dr.K.Madeswaran)

Dr.Minu Madeswaran (D/o. Dr.K.Madeswaran)

Sri.K.P.Alagesan & Smt. A. Vasanthi

Notes to Financial Statements (₹ in Lakhs)

(II). Related party transaction in 2022-23

The company has identified all related parties and details of transactions are given below. No provision for doubtful debts or advances is required to be made and no amounts have been written off or written back during the year in respect of debts due from or to related parties. There are no other related parties where control exists that need to be disclosed. Following transactions were carried out with the related parties.

Nature of transaction	Key Managerial personnel	Other related parties	Total
M/s. Sabari Construction Technologies P Ltd-Repairs & Maintenance	-	3.79	3.79
M/s. Sabari Construction Technologies P Ltd-Rent income on Vacant land	-	14.16	14.16
M/s. Sabari Construction Technologies P Ltd-Hospital Building Construction-Bill Booked (Phase III)	-	973.22	973.22
Canteen Sales bill to M/s. Sabari Construction Technologies Private Ltd	-	20.41	20.41
OP bill to M/s. Sabari Construction Technologies Private Ltd	-	1.76	1.76
OP Pharmacy bill to M/s. Sabari Construction Technologies Private Ltd	-	2.01	2.01
OP Consultation bill to M/s. Sabari Construction Technologies Private Ltd	-	0.23	0.23
Purchase from M/s. RMC Medical Services Private Ltd	-	5146.44	5146.44
Security Deposit to M/s. RMC Medical Services Private Ltd towards Lease- II	-	375.00	375.00
Equipment Rent Payment to M/s. RMC Medical Services Private Ltd- Lease II	-	259.60	259.60
Corporate Guarantee to HDFC Bank Limited on behalf of M/s. RMC Medical Services Private Ltd	-	3569.00	3569.00
Purchase from M/s. MC Medical Services Private Ltd	-	43.96	43.96
Blood Sales to M/s. MC Medical Services Private Ltd	-	10.18	10.18

Notes to Financial Statements

(₹ in Lakhs)

Nature of transaction	Key Managerial personnel	Other related parties	Total
Lab testing charges to M/s. MC Medical Services Private Ltd	-	0.76	0.76
OP Bill charged to M/s. MC Medical Services Private Ltd	-	0.69	0.69
Closure of Security Deposit from M/s. MC Medical Services Private Ltd towards Lease—I (Receipt)	-	20.00	20.00
Security Deposit to M/s. MC Medical Services Private Ltd towards Lease - II	-	87.00	87.00
Equipment Rent Payment to M/s. MC Medical Services Private Ltd- Lease - I	-	123.90	123.90
Equipment Rent Payment to M/s. MC Medical Services Private Ltd- Lease - II	-	64.90	64.90
Flat Rent Payment :			
Mrs. A. Vasanthi	-	2.85	2.85
Mr. K.P.Alagesan	-	3.45	3.45
Salary Paid to			
Mrs.M.Shreekala	-	15.42	15.42
Ms.Lalithchitra	-	7.65	7.65
Professional & Consulting Charges :			
Dr.Minu Madeswaran	-	19.43	19.43
Un-Secured Loan from Directors:			
Dr.K.Madeswaran			
(Receipt)	366.00	-	366.00
(Paid)	366.00	-	366.00
Professional & Consultant charges :			
Dr. K. Madeswaran -Managing Director	360.82	-	360.22
Dr. K. Chockalingam	133.28	-	133.28
Dr.N.Sudharkar	-	149.73	149.73
Dr.S.Paulvannan	-	117.75	117.75
Dr.P.Chokkalingam	-	77.28	77.28
Dr.P.Selvaraj	-	58.54	58.54
Dr.S.Kalyanakumari	-	95.17	95.17
Dr.M.Sudharakarn	-	59.85	59.85
Dr.V.R.Pattabhiraman	-	89.07	89.07

Notes to Financial Statements (₹ in Lakhs)

Nature of transaction	Key Managerial personnel	Other related parties	Total
VVSR Green Energy P Ltd- Interest on Unsecured Loan (Receipt)	-	120.00	120.00
VVSR Green Energy P Ltd- Solar Power Purchase	-	274.82	274.82
Donation to Uyiran Suvasam- CSR Contribution	-	1.86	1.86

3. Remuneration paid to Managing / Whole time Director during the year 2022-23

Remuneration Nil

4. The company has not entered into any derivative transactions during the year under report.

5. Confirmations of balance are yet to be obtained from few parties.

6. **Segment Reporting:**

Based on the guiding principles given in accounting standard on the Segment Reporting (AS 17) issued by the ICAI, there is only one Reportable segment namely Healthcare and related activities. As the company's business activity is interrelated, the disclosure requirement of AS-17 in this regard does not arise.

7. During the year there is no impairment of assets as certified by the management.

8. Provision for all known liabilities including depreciation is neither inadequate nor more than what is necessary except compensated leave salary.

9. During the year the company has provided a Corporate Guarantee an amount of ₹ 35.69 Crores to HDFC Bank Ltd on behalf of M/s. RMC Medical Services Private Ltd, with approval of members in EGM held on 11.06.2022, under Section 186 & 188 of the Companies Act, 2013, in which director of our company is interested. The same shall be regconised as contingent liability to the company, only when default occurence made by borrowing company.

10. Hospital Income and Pharmacy revenue is net of discount/free/concessional treatment/claims. During the year onwards, Unbilled revenue is adopted as income in the books of accounts to extent of ₹ 729.32 lakhs for the service where the In-patients are not discharged and invoice is yet to be raised for the service rendered. Revenue is measured at the fair value of the consideration received or receivable from In-patients.

11. During the year the company has written off service receivables from In-patient of ₹ 10.66 lakhs, hence write off has been made to such extent in the books of accounts.

12. During the year the company has discharged the sum of ₹ 439.89 lakhs towards Pre-closure charges to Bank of Baroda and ₹ 121.88 lakhs towards loan processing fees to State Bank of India for take over of loan from Bank of Baroda.

Notes to Financial Statements

13. During the year interest expenditure has been charged for Loans obtained from NBFC'S based on the due date fixed by respective NBFC'S lenders.

14. Expenditure on Foreign exchange During the year is ₹ Nil (Previous Year ₹ Nil/-)

i.	CIF value of imports	
	a. Capital goods (Medical Equipment)	Nil
	b. Spares	Nil
ii.	Earnings in foreign currency	204.73 lakhs
iii.	Expenditure in foreign currency	Nil
iv.	Dividend paid in foreign currency	Nil

15. Figures have been rounded off to the nearest thousands and previous year's figures have been regrouped wherever necessary.

16. ADDITIONAL REGULATORY DISCLOSURES AS PER SCHEDULE III OF COMPANIES ACT, 2013

(i) The Title deeds of the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

(ii) The Company does not have any investment property.

(iii) As per the Company's accounting policy, Property, Plant and Equipment (including Right of Use Assets) and intangible assets are carried at historical cost (less accumulated depreciation & impairment, if any), hence the revaluation related disclosures required as per Additional Regulatory Information of Schedule III (revised) to the Companies Act, is not applicable.

(iv) The Company has not granted Loans or Advances in the nature of loan to any promoters, Directors, KMPs and the related parties (As per Companies Act, 2013) , which are repayable on demand or without specifying any terms or period of repayments, except the loan given to employee.

(v) No proceedings have been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

(vi) The Company has sanctioned OD and Term Loan facilities from banks on the basis of security of current assets. The Company does not require to file any periodic returns with such banks as per their sanction terms.

(vii) The Company has adhered to debt repayment and interest service obligations on time. Wilful defaulter related disclosures required as per Additional Regulatory Information of Schedule III (revised) to the Companies Act, is not applicable.

(viii) There are no transactions with the Companies whose name are struck off under Section 248 of The Companies Act, 2013 or Section 560 of the Companies Act, 1956 during the year ended 31st March 2023.

Notes to Financial Statements

(ix) All applicable cases where registration of charges or satisfaction is required to be filed with Registrar of Companies have been filed. No registration or satisfaction is pending at the year ended 31st March 2023.

(xi) No scheme of arrangement has been approved by the competent authority in terms of Section 230 to 237 of the Companies Act, 2013.

(xii) 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 beneficiary

(xiii) The Company 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 Company 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

(xiv) The Company has not operated in any crypto currency or Virtual Currency transactions

(xv) During the year the Company has not disclosed or surrendered any income other than the income recognized in the books of accounts in the tax assessments under Income Tax Act, 1961.

17. Key Financial Ratio :

S.No	Key Financial Ratios	31.03.2023	31.03.2022	Variance	Reasons for Variance(More than 25%)
1.	Current Ratio Current Asset /Current Liabilities	0.62	0.55	12%	-
2.	Debt Equity Ratio Long Term Debt / Equity	1.76	2.09	(16%)	-
3.	Debt Service Coverage Ratio Cash Accurals (Net Profit+Interest+Dep) Debt Serviced (Interest+Principal Repaid)	1.12	1.55	(28%)	Increase in Principal Repayment

Notes to Financial Statements

S.No	Key Financial Ratios	31.03.2023	31.03.2022	Variance	Reasons for Variance(More than 25%)
4.	Retun on Equity Ratio-% Profit After Tax Equity	12.45%	19.8%	(37%)	Decrease in Net Profit
5.	Inventory Turnover Ratio Sales / Avg Inventory	39.37	44.82	(12%)	-
6.	Trade Receivable Ratio Net Sales(Turnover) Average Trade Receivable	23.52	34.04	(31%)	Increase in Trade Receivables
7.	Trade Payable Ratio Net Credit Purchase Average Trade Payables	10.80	13.76	(21%)	-
8.	Net Capital Turnover Ratio Net Annual Sales Working Capital (Current Assets-Current Lib)	(11.02)	(9.80)	(12%)	-
9.	Net Profit Ratio Net Proft after Tax Net Sales (Turnover)	5.13	7.05	(27%)	Decrease in Net Profit
10.	Return on Capital Employed-% Profit before Interest & Taxes Capital Employed (Equity+ Long term Lib+Def)	11.5%	13.3%	(14%)	-
11.	Return on Investment-% Profit after Tax Avg Capital Employed (Equity+ Long term Lib+Def)	4.3%	6.2%	(31%)	Decrease in Net Profit

Notes to Financial Statements

18. Employees Benefits – The Company has provided for employee benefits as per Accounting Standard 15 in respect of defined benefit plan. (Gratuity)

Description of the company's defined plan : The Company operates a defined benefit plan for payment of post employment benefits in the form of gratuity. Benefits under the plan are based on pay and years of service and are vested on completion of five years of service as provided in the Payment of Gratuity Act, 1972. The terms of the benefit's are common for all the employees of the Company.

(₹ in Lakhs)

DEFINED BENEFIT PLAN :	31-03-2023	31-03-2022
I. PRINCIPAL ACTUARIAL ASSUMPTIONS [Expressed as weighted averages]		
Discount Rate	7.24%	7.36%
Salary escalation rate	7.00%	9.00%
Attrition rate	2.87%	2.00%
Expected rate of return on Plan Assets	7.00%	0.00%
II. CHANGES IN THE PRESENT VALUE OF THE OBLIGATION (PVO) - RECONCILIATION OF OPENING AND CLOSING BALANCES:		
PVO as at the beginning of the period	680.59	600.58
Interest Cost	49.19	41.86
Current service cost	287.59	317.23
Past service cost - (non vested benefits)	-	-
Past service cost - (vested benefits)	-	-
Benefits paid	(24.44)	-
Actuarial loss/(gain) on obligation (balancing figure)	(365.91)	(279.08)
PVO as at the end of the period	627.02	680.59
III. CHANGES IN THE FAIR VALUE OF PLAN ASSETS - RECONCILIATION OF OPENING AND CLOSING BALANCES:		
Fair value of plan assets as at the beginning of the period	-	-
Expected return on plan assets	0.89	-
Contributions	50.62	-
Benefits paid	0.00	-
Actuarial gain/(loss) on plan assets [balancing figure]	(24.44)	-
Fair value of plan assets as at the end of the period	-	-
IV. ACTUAL RETURN ON PLAN ASSETS		
Expected return on plan assets	0.89	-
Actuarial gain (loss) on plan assets	0.92	-
Actual return on plan assets	1.81	-

Notes to Financial Statements (₹ in Lakhs)

DEFINED BENEFIT PLAN :	31-03-2023	31-03-2022
V. ACTUARIAL GAIN / LOSS RECOGNIZED		
Acturial gain / (loss) for the period - Obligation	365.91	279.08
Actuarial gain / (loss) for the period- Plan Assets	0.92	-
Total (gain) / loss for the period	(366.83)	(279.08)
Actuarial (gain) / loss recognized in the period	(366.83)	(279.08)
Unrecognized actuarial (gain) / loss at the end of the year	-	-
VI. AMOUNTS RECOGNISED IN THE BALANCE SHEET AND RELATED ANALYSES		
Present value of the obligation	627.02	680.59
Fair value of plan assets	27.99	-
Difference	599.02	680.59
Unrecognised transitional liabilty	-	-
Unrecognised past service cost - non vested benefits	-	-
Liability recognized in the balance sheet	599.02	680.59
VII. EXPENSES RECOGNISED IN THE STATEMENT OF PROFIT AND LOSS:		
Current service cost	287.59	317.23
Interest Cost	49.19	41.86
Expected return on plan assets	(0.89)	-
Net actuarial (gain)/loss recognised in the year	(366.83)	(279.08)
Transitional Liability recognised in the year	-	-
Past service cost - non-vested benefits	-	-
Past service cost - vested benefits	-	-
Expenses recognized in the statement of profit and loss	(30.95)	80.01
VIII. MOVEMENTS IN THE LIABILITY RECOGNIZED IN THE BALANCE SHEET		
Opening net liability	680.59	600.58
Expense as above	(30.95)	80.01
Contribution paid	(50.62)	-
Closing net liability	599.02	680.59
IX. AMOUNT FOR THE CURRENT PERIOD		
Present Value of obligation	627.02	680.59
Plan Assets	27.99	-
Surplus (Deficit)	(599.02)	(680.59)
Experience adjustments on plan liabilities -(loss)/gain	120.04	118.41
Experience adjustments on plan assets -(loss)/gain	0.92	-

Notes to Financial Statements (₹ in Lakhs)

DEFINED BENEFIT PLAN :	31-03-2023	31-03-2022
X. MAJOR CATEGORIES OF PLAN ASSETS (AS PERCENTAGE OF TOTAL PLAN ASSETS)		
Government of India Securities	0.00%	0.00%
State Government Securities	0.00%	0.00%
High Quality Corporate Bonds	0.00%	0.00%
Equity shares of listed companies	0.00%	0.00%
Property	0.00%	0.00%
Special Deposit Scheme	0.00%	0.00%
Funds managed by Insurer	100.00%	0.00%
Others (to specify)	0.00%	0.00%
Total	100.00%	0.00%
XI. ENTERPRISE'S BEST ESTIMATE OF CONTRIBUTION DURING NEXT YEAR	-	-

The Salary Escaltion considered in Acturial Valuation takes on account of inflation, seniority and other relevant factors such as supply and demand in the employment market.

Significant Accounting policies and the accompanying Notes are an intergral part of the Financial statements 1 to 32

As per our Report of even date attached

For **JSR AND CO**
Chartered Accountants
Firm Registration No : 014137S

(Sd/-) CA S. Jayaprakash
Partner
Membership No. : 225492

Place : Coimbatore
Date : 26.08.2023

For and on behalf of the Board of Directors

(Sd/-)
Dr.K.Madeswaran
Managing Director
DIN : 06389218

(Sd/-)
Dr.K.Chockalingam
Director
DIN : 02558069

(Sd/-)
Sri. T.Balachander
Director Finance Cum CFO
DIN : 09216680

(Sd/-)
CS K.Rangasamy
Company Secretary

ROYALCARE SUPER SPECIALITY HOSPITAL LIMITED

CIN:U85100TZ2012PLC018984
Registered Office:1/520, Neelambur, Sulur Taluk, Coimbatore -641062, Tamilnadu
Phone No:0422-2227000 E-Mail Id:accounts@royalcarehospitals.in
Website:www.royalcarehospital.in

FORM NO. MGT - 11

PROXY FORM

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

Name of the member(s), :
Registered address, :
E-mail ID, :
Folio No./Client ID: & DP ID :

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

1) Name :.....
Address :.....
Email ID :..... Signature .....

or failing him/her

2) Name :.....
Address :.....
Email ID :..... Signature .....

or failing him/her

3) Name :.....
Address :.....
Email ID :..... Signature .....

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P.T.O.

ROYALCARE SUPER SPECIALITY HOSPITAL LIMITED

CIN:U85100TZ2012PLC018984
Registered Office:1/520, Neelambur, Sulur Taluk, Coimbatore -641062, Tamilnadu
Phone No:0422-2227000 E-Mail Id:accounts@royalcarehospitals.in
Website:www.royalcarehospital.in

ATTENDANCE SLIP

PLEASE BRING THIS ATTENDANCE SLIP AND HAND IT OVER AT THE VENUE at Conference Hall, Near Main Gate, at the Registered Office of the Company situated at 1/520, Neelambur, Sulur Taluk, Coimbatore -641062

Name and address of the Shareholder

Folio No. / Demat ID :

No. of Shares held :

I hereby record my presence at the 11th ANNUAL GENERAL MEETING at Conference Hall, Near Main Gate, at the Registered Office of the Company situated at 1/520, Neelambur, Sulur Taluk, Coimbatore -641062 on Saturday, 23rd September 2023 at 03.00 P.M

Signature of Member / Proxy*

* Strike out whichever is not applicable

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 11th Annual General Meeting of the company, to be held on Saturday, 23rd September 2023 at 03.00 P.M at at Conference Hall, Near Main Gate, at the Registered Office of the Company situated at 1/520, Neelambur, Sulur Taluk, Coimbatore -641062 and at any adjournment thereof in respect of such resolutions as are indicated below :

S. No.	Subject	Vote for	
		Favour	Against
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended **31st March, 2023**, and the reports of the Board of Directors and the Auditors thereon.		
2	To appoint a Director in place of **Mr. K.M.Subramanian (DIN: 00071138)** Director, who retires by rotation and being eligible offers himself for re-appointment.		
3	To appoint a Director in place of **Dr.S.Kalyanakumari (DIN: 07284241)** Director, who retires by rotation and being eligible offers herself for re-appointment.		
4.	To appoint a Director in place of **Dr.S.Paulvannan (DIN: 07754162)** Director, who retires by rotation and being eligible offers himself for re-appointment.		
5.	To Modify the tenure of Appointment of **M/s. JSR AND CO**., Chartered Accountants as Statutory Auditors.		
6.	To re-appointment of **Mr. K. Muthusamy (DIN : 08196322)** as an Independent Director.		
7.	To re-appointment of Cost Auditor and fix his remuneration for FY 2023-24.		
8.	To Approval for Material Related party Transactions for Financial Year 2023-24.		
9.	To Increase the **Authorized Share Capital** of the Company.		
10.	To **Alter the Capital Clause** in Memorandum of Association		

Signed this ..... day of 2023

Affix Revenue Stamp

Signature of shareholder : .....

Signature of Proxy holder (s) : .....

Note :

This form of proxy, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

OUR VARIOUS DEPARTMENTS

- Accident & Emergency
- Anaesthesiology & Pain Clinic
- Cardiothoracic & Vascular Surgery
- Dental & Maxillo Facial Surgery
- Dermatology & Cosmetology Endocrinology
- Endogynecology (Laparoscopic Gynecology)
- ENT, Head & Neck Surgery
- General & Laparoscopic & Bariatric Surgery
- Haematology
- Intensive Care (Cardiac, Cardiothoracic, Neonatal & Neuro)
- Internal Medicine & Diabetology
- Interventional Cardiology
- Interventional Pulmonology & Sleep Medicine
- Interventional Radiology & Imaging
- In Vitro Fertilisation Unit (IVF)
- Laboratory Medicine
- Master Health
- Medical Gastroenterology
- Medical Oncology
- Nephrology & Renal Transplant
- Neurology & Neurosonology
- Neuro Surgery
- Obstetrics & Gynecology
- Ophthalmology
- Orthopaedics & Spine Surgery
- Paediatrics & Neonatology
- Physical Medicine & Rehabilitation
- Plastic & Reconstructive Surgery
- Psychiatry & Mental Health
- Rheumatology
- Surgical Gastro Enterology
- Surgical & Radiation Oncology
- Urology & Andrology

நடுக்குவாத நோய்க்கு (பார்கின்சன்ஸ்) தீர்வு!

இந்திய துணைக்கண்டத்தில் முதல் முறையாக ராயல் கேர் மருத்துவமனையில் நடுக்குவாதத்திற்கு கத்தியின்றி அல்ட்ரா சவுண்ட் மூளை மூளை அறுவைசிகிச்சை (**Thalamotomy**).

720-088-0666

mrgfus@royalcarehospitals.in

www.mrgfus-royalcare.in

ராயல் கேர் சூப்பர் ஸ்பெஷாலிட்டி ஹாஸ்பிட்டல் லிட்.

1/520, நீலாம்பூர், சூலூர் தாலுகா, கோவை - 641062.

போன் - 0422 - 222 7000, 22 77 000 www.royalcarehospital.in