

36th Annual Report

2021-22



Kovai Medical Center and Hospital Limited

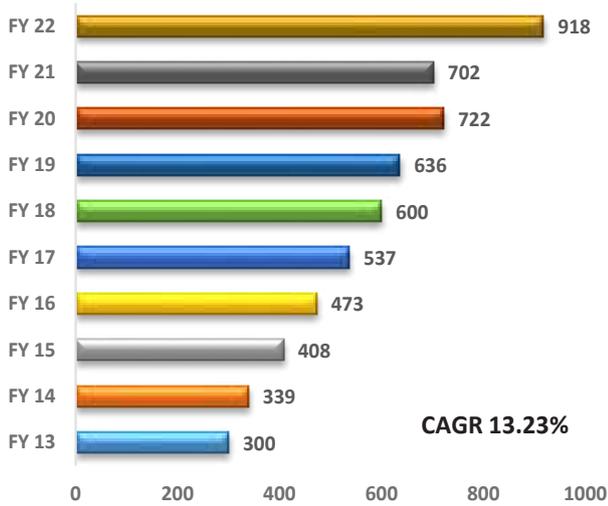
Accredited by NABH

99, Avanashi Road, Coimbatore - 641 014. | Ph : 0422 - 4323 800 - 4000 / 680 3000. | www.kmchospitals.com

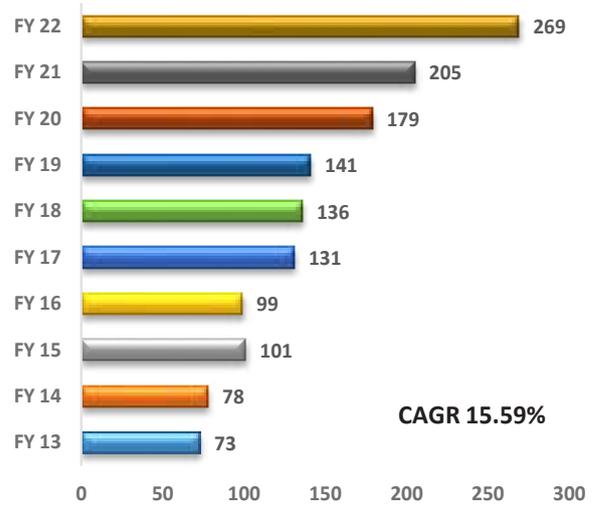
MAKING THE IMPOSSIBLE, POSSIBLE

10 YEARS AT A GLANCE

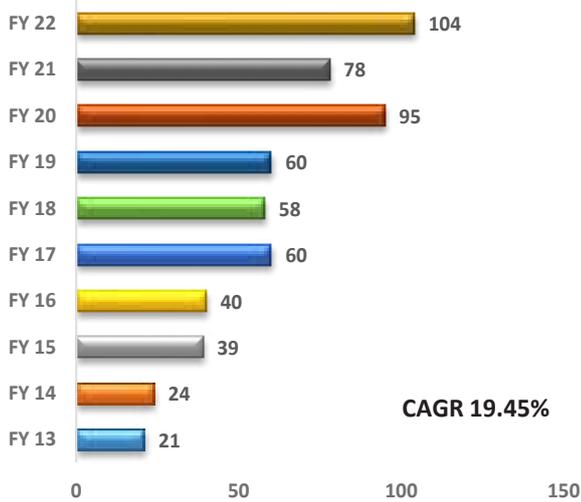
Total Income ₹ crore



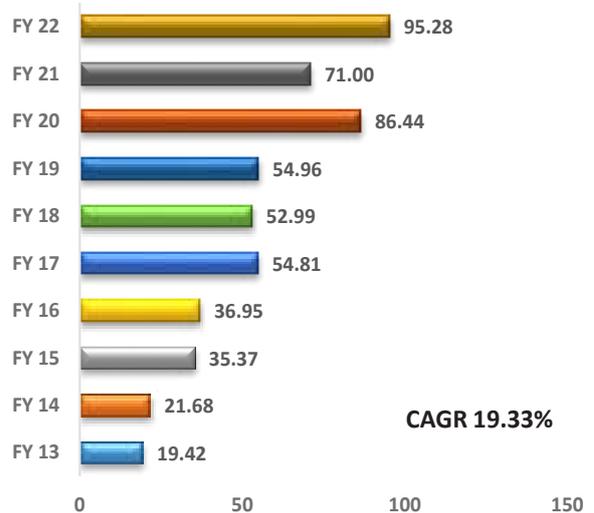
EBITDA ₹ crore



Profit After Tax (PAT) ₹ crore



Earning Per Share (EPS) in ₹





KOVAI MEDICAL CENTER AND HOSPITAL LIMITED

BOARD OF DIRECTORS

Dr.Nalla G Palaniswami

Managing Director

Dr.Thavamani Devi Palaniswami

Joint Managing Director

Dr.Arun N Palaniswami

Executive Director

Dr.Mohan S Gounder

Non-Independent Director

Dr.M.C.Thirumoorthi

Non-Independent Director

Dr.Purani P Palaniswami

Non-Independent Director

Mr.Kasi K Goundan

Independent Director

Dr.M.Manickam

Independent Director

CA. A.M.Palanisamy

Independent Director

Mr.K.Saminathan

Independent Director

Mrs.R.Bhuvaneshwari

Independent Director

Mr.A.P.Ammasaiutti

Independent Director

Dr.K.Kolandaswamy

Independent Director

CA. M.K.Ravindra Kumar

Chief Financial Officer

CS. S.P.Chittibabu

Company Secretary

REGISTERED OFFICE & HOSPITAL COMPLEX

99, Avanashi Road, Coimbatore - 641 014

CIN : L85110TZ1985PLC001659

Tel : +91 - 422 - 4323800, 3083800

Fax : +91 - 422 - 2627782

Email : secretarialdept@kmchhospitals.com

accounts@kmchhospitals.com

Website : www.kmchhospitals.com

STATUTORY AUDITOR

M/s VKS Aiyer & Co

Chartered Accountants, Coimbatore - 641 011

SECRETARIAL AUDITOR

M/s KSR & Co. Company Secretaries LLP

Coimbatore - 641 018

COST AUDITOR

M/s RKMS & Associates

Coimbatore - 641 004

REGISTRAR & SHARE TRANSFER AGENT

M/s GNSA Infotech Private Limited

STA Department, Nelson Chambers, F-Block,

4th Floor, No.115, Nelson Manickam Road,

Aminjikai, Chennai - 600 029.

Phone : + 91-44-42962025

Email : sta@gnsaindia.com

BANKERS

Indian Bank

Indian Overseas Bank



KOVAI MEDICAL CENTER AND HOSPITAL LIMITED

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Dear Shareholders,

I want to thank everyone for the hard work and dedicated service to Kovai Medical Center and Hospital (KMCH). We at KMCH, withstood the COVID-19 pandemic by working united, enhancing humanity’s fight against this pandemic. Our Doctors were strained and strived during the COVID-19 pandemic. KMCH being a major ICU Center and a hub for Extra Corporeal Membrane Oxygenation (ECMO) worked with dedication taking on the most difficult of COVID-19 patients during the second and third waves. In addition we are a major Vaccine Center.



As the worst of pandemic subsided, the financial year 2022 witnessed a lot of positives. Firstly, it was dream come true for all KMCH members that a 750-bed new integrated KMCH Medical College General Hospital was opened on the campus of the Medical College on October 24, 2021. Empowered with a dedicated team of healthcare professionals including doctors, nurses and paramedics, the infrastructure includes 750 general beds, 50 ICU beds, 30 emergency beds, 11 operation

theatres with state-of-the-art medical equipment like CT scan, MRI, Cathlab, Ultra Sound and Digital X-Ray etc. The Medical College General Hospital offers 24x7 healthcare services to public. All the Doctors, who were with KMCH at the start of its journey, were present on the occasion. They were left with tears of joy, when they walked down the memory lane and celebrated how KMCH had evolved over the years.

KMCH continues to lead in the forefront of cancer care with multiple initiatives in Breast Cancer, Head & Neck Cancer, Paediatric Oncology, Haemato-oncology and upgraded Mammogram and PET scan.

Our focus and development of breast clinic has made it one of India's Best Breast Care centers in India. An advanced 3D Mammography system from Hologic, a world leader in mammography equipment, has recently been installed at KMCH and is extremely accurate and fast, enabling us to get 3-dimensional mammography done in four seconds with the highest resolution. Timely detection through screening even without any symptoms can save a lot of lives. KMCH pledged free mammography facility for women police personnel of Coimbatore and in this regard performed 115 Mammograms in a day, which is the most done by any hospital in the country.

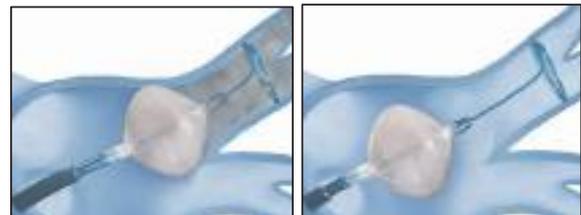


Another exceptional feat was that KMCH became the first hospital in western Tamil Nadu to perform HLA-matched sibling peripheral blood stem cell transplantation on a 5-month boy for Primary hemophagocytic lympho-histiocytosis.



KMCH opened a free Paediatric Oncology Ward in KMCH Medical College General Hospital, to cater to the needs of children with cancer, who cannot afford appropriate therapy. These children with potentially treatable cancers, would be treated in this unit, completely free of cost. It has both in-patient and day care services for kids.

KMCH is the place of Cardiology excellence. In the Financial Year 2022, KMCH has added two new Cath Labs to its campus. KMCH become the first center in Tamil Nadu and one of the first ten in India to start Cryoablation procedures. We live in a time, when Atrial Fibrillation (AF) in Cardiac care has emerged as a serious health risk. Cryoablation is the advanced and safe treatment for complex cardiac arrhythmias. KMCH has brought this most advanced technology to Tamil Nadu and making AF ablation safer and more successful. The hospital provides critical care to over 1000 patients a year with top-notch medical infrastructure and an excellent team of specialist doctors and medical staff.



KMCH is currently in the process of creating a dedicated Structural heart clinic capable of outstanding work such as the cases outlined below. A 70-year-old woman came to the emergency with a massive heart attack and low BP. She had a rupture in heart muscle, a rare complication of heart attack and the result is immediate death. Urgent open heart surgery was

performed by the structural heart team despite all odds and being high risk due to uncontrolled sugar, obesity and poor coronary vessels. Never was such a giant rupture treated with such large ASD devices in this situation. This was the first reported case of successful closure of giant left ventricular (LV) pseudo aneurysm with a 40 mm ASD device.

Another big achievement in the Operation Theater, KMCH doctors performed a rare emergency keyhole surgery to save the life of a 65-year-old man. Trans catheter Valve replacement is a relatively new procedure for replacing heart valves without open heart surgery. Changing an implanted valve is more complex and very high risk. This procedure requires detailed planning and the patient had to be immediately put on a ventilator.



As a pioneer in Neurological care, KMCH has clinched the Stroke Care Excellence award by World Stroke Organisation. KMCH is the first in Coimbatore and the response time for treatment for stroke patients is among the fastest. Besides, in terms of quality KMCH received the World Stroke Organization Angels Diamond Status Award for meeting the highest standards in stroke treatment and care this year. KMCH has also started its epilepsy surgery program

and added additional 1.5 Tesla MRI capability in the same campus.

Families of organ donors were appreciated in August 2021, wherein KMCH’s routine involvement in complex transplant surgeries were lauded. The hospital extensively teaches the noble principles of organ donation.



In conclusion, we would like to reiterate our focus on quality patient care and continued pursuit of medical excellence. We will dedicate ourselves to build team of clinicians, medical educationists, nurses and paramedical staff to deliver high quality patient care services.

Thank you for the trust and confidence reposed in us – we hope to remain worthy of it.

Stay Safe and Healthy.

Dr. NALLA G PALANISWAMI
MANAGING DIRECTOR

NOTICE

NOTICE is hereby given that the **Thirty Sixth Annual General Meeting** of the Members of Kovai Medical Center and Hospital Limited will be held on Wednesday, the 7th September 2022 at 4.00 p.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OVAM) 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, 2022 and the Reports of the Directors and the Auditor thereon.
2. To declare dividend on equity shares for the financial year ended 31st March 2022.
3. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **special resolution**:

Dr.M.C.Thirumoorthi (DIN: 00129814) Director retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

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

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act 2013 and Companies (Audit and Audits) Rules 2014 (including any statutory modifications) or re-enactment thereof, for the time being in force, Mr.V.Sakthivel (Membership No.23292) Partner, M/s RKMS & Associates, Cost Accountants, 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 2022-23 on a remuneration of ₹ 4,25,000/- (Rupees Four Lakhs and twenty five thousand only) plus GST and out-of-pocket expenses if any for the purpose of audit be and is hereby ratified and confirmed”.

**By order of the Board
For Kovai Medical Center and Hospital Limited**

Sd/-

**CS S.P. CHITTIBABU
COMPANY SECRETARY**

Place : Coimbatore

Date : 27.05.2022

NOTES

1. Considering the present COVID-19 situation, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read with circulars dated April 8 & 13, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the AGM of the Company is being conducted through VC / OAVM.
2. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
3. In compliance with the aforesaid MCA Circulars and SEBI Circulars dated May 12, 2020, January 15, 2021 and May 13, 2022, Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company, RTA or CDSL / NSDL (“Depositories”). Members may note that the Notice and Annual Report 2021-22 will also be available on the Company’s website www.kmchhospitals.com and BSE Limited website at www.bseindia.com.

4. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. The statement of material facts pursuant to Section 102 (1) of the Companies Act, 2013 in respect of Item No.3 & 4 of the Notice is annexed hereto.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January 2021, 8th December, 2021, 14th December, 2021 and 5th May, 2022, 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 National Securities Depository Limited (NSDL) 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 on the day of the AGM will be provided by NSDL.
7. The Members can join the AGM in the VC / OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1,000 members on a first come first served basis as per the MCA Circular. However, this number does not include the large Shareholders i.e. Shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis. The Members will be able to view the proceedings on National Securities Depository Limited (NSDL) e-voting website at www.evoting.nsdl.com.
8. Pursuant to the provisions of Section 91 of the Companies Act 2013, the Register of members and Share Transfer Books of the Company will remain closed from Saturday, 27th August 2022 to Wednesday, 7th day of September 2022 (both days inclusive) in connection with the 36th Annual General Meeting.
9. Attention of the members is drawn to the provisions of Section 124(6) of the Act which require a Company to transfer in the name of IEPF Authority all shares in respect of which dividend has not been paid or claimed for 7 (seven) consecutive years or more. In accordance with the aforesaid provision of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has already transferred shares in respect of Jubilee Interim Dividend 2015-16 or earlier financial years has not been paid or claimed by the members for 7 (seven) consecutive years or more.
10. The Company has transferred the unpaid or unclaimed dividends declared up to the Financial Year 2014, to the Investor Education and Protection Fund (IEPF) established by the Central Government. The details of the same are available on the website of the Company and the same can be accessed through the link: https://kmchhospitals.com/wp-content/uploads/2022/08/UD_IEPF_2021.pdf. The said uploaded details are available on the website of the Ministry of Corporate Affairs and can be accessed through the link: <http://www.mca.gov.in>.
11. Those Shareholders who have so far not claimed or collected their dividend upto the Financial Year 2014 may claim their dividend as per Rule 7 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.
12. Pursuant to the amendments in the Income Tax Act, dividend income is taxable in the hands of the members effective from April 1, 2020 and the Company is required to deduct tax at source (“TDS”) from dividend paid to the Members at prescribed rates in the Income Tax Act, 1961.
13. Members holding shares in physical form are requested to intimate the following directly to the company’s Registrar and Share Transfer Agent, M/s GNSA Infotech Private Limited, STA Department, Nelson Chambers, F-Block, 4th Floor, No.115, Nelson Manickam Road, Aminjikai, Chennai - 600 029.

- a) Bank mandate with full particulars for remittance of dividend directly into their bank accounts, if declared at the meeting.
 - b) Changes, if any, in their address at an early date along with proof for address change.
 - c) Application for consolidation of folios, if shareholdings are under multiple folios.
 - d) Despatch of share certificates for consolidation.
 - e) Request for nomination forms for making nominations as per amended provisions of the Companies Act, 2013.
 - f) Members are requested to quote ledger folio numbers in all their correspondences.
 - g) Residential status, PAN and Category as per Income Tax Act.
14. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021, has mandated furnishing of PAN, Address with pincode, email address, mobile number, bank account details, specimen signature and nomination by holders of physical securities. Folios wherein any one of the cited documents/details are not available on or after April 01, 2023, shall be frozen by the Registrar and Transfer Agent of the Company.
 15. 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.
 16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrar and Share Transfer Agent M/s GNSA Infotech Private Limited, Chennai.
 17. Soft copies of the Register of Directors and Key Managerial Personnel and their shareholding are maintained under Section 170 of the Act and the Register of contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Act will be available for inspection electronically by the members during the AGM.
 18. Members are requested to note that the Company's shares are under compulsory demat trading for all investors. Members are, therefore, requested to dematerialise their shareholding to avoid any inconvenience.
 19. Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members. Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of dividend are requested to write to the Company.
 20. Pursuant to the requirements of Corporate Governance under SEBI (LODR) Regulations, 2015, the brief resume of the Director proposed to be re-appointed, nature of his expertise in specific functional areas, name of the company in which he holds directorship and membership/chairmanship of Board/Committees, shareholding and relationships between Directors inter-se, are provided in the Notice forming part of the Annual Report.
 21. 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.kmchhospitals.com and on the website of NSDL within the aforesaid period and communicated to BSE Limited where the shares of the Company are listed.

22. 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 National Securities Depository Limited (NSDL):

- a) The remote e-voting period commences on 4th September 2022 (9:00 am) and ends on 6th September 2022 (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 26th August 2022 may cast their vote electronically. The e-voting module shall be disabled by NSDL 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) Dr.C.V.Madhusudhanan, Practising Company Secretary (Membership No. FCS 5367; CP 4408) or failing him Dr.K.S.Ravichandran, Practising Company Secretary (Membership No. FCS 3675; CP 2160) Partners of M/s KSR & Co Company Secretaries LLP, 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 through VC / OAVM but shall not be entitled to cast their vote again.
- 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 26th August 2022.

Instructions for members for Remote e-voting and Joining General Meeting are as under:

The remote e-voting period begins on Sunday, 4th September 2022 (9.00 am) and ends on 6th September 2022 (5.00 pm). The remote e-voting module shall be disabled by NSDL for voting thereafter.

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

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

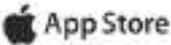
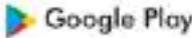
Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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

Type of shareholders	Login Method
	<p>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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> </p> <p> </p>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
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. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30.

Login type	Helpdesk details
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 022-23058738 or 022-23058542-43

B. Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

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

4. Your User ID details are given below :

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

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’, which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - i. If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

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

General Guidelines for shareholders

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
2. In case of any queries relating to e-voting you may refer to the FAQs for Shareholders and e-voting user manual for Shareholders available at the download section of <https://www.evoting.nsdl.com> or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to sta@gnsaindia.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to sta@gnsaindia.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Instructions for members for attending the AGM through VC/OAVM are as under:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Members who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID / Folio number, PAN, mobile number at secretarialdept@kmchhospitals.com on or before 5.00 p.m. IST on 2nd September 2022. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. The same will be replied by the company suitably.
6. Members can join the AGM through VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting following the procedure mentioned in the Notice.
7. Members who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.co.in /1800-222-990.

Instructions for members for e-voting on the day of the AGM are as under:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. E-voting facility for voting at the AGM will be available from the start of the AGM and up to 15 minutes after the conclusion of the AGM.
5. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**By order of the Board
For Kovai Medical Center and Hospital Limited**

Sd/-

**CS S.P. CHITTIBABU
COMPANY SECRETARY**

Place : Coimbatore
Date : 27.05.2022

ANNEXURE TO THE NOTICE**EXPLANATORY STATEMENT REQUIRED UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013 ANNEXED HERETO AND FORMS PART OF THE NOTICE DATED 27th MAY 2022****Item No.3**

The Board of Directors propose to re-appoint Dr.M.C.Thirumoorthi as a Director, who retires by rotation and being eligible, offers himself for re-appointment.

Dr.M.C.Thirumoorthi is a Paediatric Infectious Diseases Specialist in Detroit, Michigan where he is affiliated with Ascension St. John Hospital and with Wayne State University School of Medicine. At that Hospital he has served as the Chairman of the Department of Paediatrics and as the President of the Medical Staff. He is currently a Clinical Associate Professor of Paediatrics at the Medical School.

Disclosures under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), and Secretarial Standard (SS2) issued by the Institute of Company Secretaries of India are appended.

Upon the recommendations of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on 27.05.2022 have recommended the re-appointment of Dr.M.C.Thirumoorthi as a Director of the Company who retires by rotation and being eligible, offers himself for re-appointment., subject to the approval of the shareholders, by way of a Special Resolution.

Having regard to his qualifications, knowledge and vast experience despite Dr.M.C.Thirumoorthi is more than 74 years of age, the Board is of the opinion that he can bring in varied experience in decision making process.

As per Regulation 17(1A) of SEBI (LODR) (Amendment) Regulations 2018 (Amended Listing Regulations), no listed entity shall appoint a person or continue the Directorship of any persons as a non-executive Director who has attained the age of seventy five years unless a special resolution is passed to that effect. If re-appointed during the course of tenure, Dr.M.C.Thirumoorthi would attain the age of seventy five years. Hence the approval is sought by special resolution.

In the opinion of the Board of Directors of the Company, Dr.M.C.Thirumoorthi fulfills the conditions specified in the Companies Act, 2013 and Rules made thereunder, he may be re-appointed as a Director of the company.

The Board of Directors recommend passing of the resolution set out in Item No.3 of the Notice by the members by means of a special resolution.

None of the Directors, Key Managerial Personnel and / or their relatives, except Dr.M.C.Thirumoorthi is concerned or interested in the Resolution.

Item No: 4

In view of the revised Cost Audit Rules as part of new Companies Act, 2013 notified by the Ministry of Corporate Affairs in the month of July 2014, the Board of Directors on the recommendation of the Audit Committee had approved the appointment of Mr.V.Sakthivel (Membership No.23292) Partner, M/s RKMS & Associates, Cost Accountants, Coimbatore as Cost Auditor to conduct audit of cost records of the company for the financial year ending 31st March 2023 and fixed his remuneration as ₹ 4,25,000/- (Rupees Four Lakhs and twenty five thousand 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 2023 has to be ratified by the shareholders.

None of the Directors, Key Managerial Personnel of the company / their relatives are in any way, concerned or interested financially or otherwise in the resolution set out in Item No.4 of the notice.

The Board recommends the ordinary resolution set out in Item No. 4 of the notice for approval by the members.

**By order of the Board
For Kovai Medical Center and Hospital Limited**

**Sd/-
CS S.P. CHITTIBABU
COMPANY SECRETARY**

Place : Coimbatore

Date : 27.05.2022

ANNEXURE

The details of Director seeking re-appointment in the forthcoming Annual General Meeting as per Regulation 36(3) of SEBI (LODR) Regulations, 2015 are as follows:

(Refer Item No.3 of the Notice)

Name of the Director	Dr.M.C.Thirumoorthi
Director Identification Number (DIN)	00129814
Date of Birth	12.11.1947
Date of Appointment on the Board	16.09.1985
Qualifications	MD AB (USA)
Expertise	Specialist in Paediatric Infectious disease
Brief Resume	He received his medical degree from Stanley Medical College, Chennai and has been in practice for more than 45 years. He is a Paediatric Infectious Diseases Specialist in Detroit, Michigan where he is affiliated with Ascension St. John Hospital and with Wayne State University School of Medicine. At that Hospital he has served as the Chairman of the Department of Paediatrics and as the President of the Medical Staff. He is currently a Clinical Associate Professor of Paediatrics at the Medical School.
Relationship between Directors Inter-se	NIL
Directorship held in other Public Companies (excluding foreign, private and Section 8 Companies)	Appu Hotels Limited
Names of listed entities in which the person also holds the Directorship and the membership of Committees of the Board	Appu Hotels Limited
Shareholding in the company (as on 31.03.2022)	6,013

Dear Members,

Your Directors take pleasure in presenting the Thirty Sixth Annual Report along with the audited financial statements for the year ended 31st March 2022.

FINANCIAL HIGHLIGHTS

(₹ in lakhs)

Particulars	2021-22	2020-21
Operating Income	90,599.66	69,036.18
Other Income	1,182.54	1,185.35
Total Income	91,782.20	70,221.53
Earnings before Interest, Tax, Depreciation & Amortisation (EBITDA)	26,933.66	20,506.99
Profit Before Taxation (PBT)	14,067.83	10,573.62
Provision for Taxation	3,641.77	2,805.08
Profit After Taxation (PAT)	10,426.06	7,768.54
Add: Other Comprehensive Income	(166.75)	127.61
Total Comprehensive Income for the year	10,259.31	7,896.15

RESULTS OF OPERATIONS

The income from operations for the financial year 2021-22 was ₹ 90,599.66 Lakhs registering an increase of 31.24% over the previous year income of ₹ 69,036.18 Lakhs. Earnings before interest, tax, depreciation and amortization (EBITDA) were ₹ 26,933.66 Lakhs registering a growth of 31.33% over the previous year EBITDA of ₹ 20,506.99 Lakhs. Profit after tax (PAT) for the year was ₹ 10,426.06 Lakhs over the PAT of ₹ 7,768.54 Lakhs in year 2020-21.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES

The Company does not have any Subsidiary Company, Joint Venture or Associate Companies as defined in the Companies Act, 2013.

DIVIDEND

Based on company's performance, the Board of Directors are pleased to recommend a dividend of ₹ 6/- per share (60%) – (Final Dividend ₹ 3/- per share and Special Dividend ₹ 3/- per share) for the Financial Year 2021-22 for approval of the members. The dividend on equity shares, if approved by the members would involve a cash outflow of ₹ 656.54 Lakhs.

Pursuant to Finance Act, 2020, dividend income is taxable in the hands of the Shareholder with effect from 01 April 2020 and the Company is required to deduct tax at source from dividend paid to Shareholders at the prescribed rates. For the prescribed rates for various categories, Shareholders are requested to refer the Finance Act, 2020, relevant circulars and amendments thereof, if any.

Further in terms of Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the Dividend Distribution Policy of the Company is available on the website of the Company at the link: https://www.kmchhospitals.com/Policy/DD_Policy.pdf.

TRANSFER TO RESERVES

The Company does not propose to transfer any amount out of the profit to reserves.

CHANGE IN THE NATURE OF BUSINESS, IF ANY

During the year, there were no changes in the nature of business of the Company.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There were no material changes and commitments affecting financial position of the Company which have occurred between the end of the financial year of the company to which the Financial Statements relate and date of the report.

COVID-19 MANAGEMENT

Your Company has been in the forefront of handling the COVID-19 Pandemic. More than 600 Beds across various centers had been allocated for COVID-19 Management especially in the second and third wave. Presently with the reduction in number cases being affected by COVID-19, allocation of beds has also been reduced.

Your Company withstood the COVID-19 pandemic by working united, enhancing humanity's fight against this pandemic. Our Doctors were strained and strived during the COVID-19 pandemic. KMCH being a major ICU Center and a hub for Extra Corporeal Membrane Oxygenation (ECMO) worked with dedication taking on the most difficult of COVID-19 patients during the second and third waves. COVID-19 Vaccination Services still continue in all the major centers of KMCH.

BOARD MEETINGS

The Board of Directors met four times during this financial year. The disclosure on Board meetings and attendance of Directors are provided in the Corporate Governance Report.

AUDIT COMMITTEE

The composition of Audit Committee, number of meetings held and their attendance thereto have been provided under an identical head in the Corporate Governance Report.

CORPORATE SOCIAL RESPONSIBILITIES

During the year in pursuance of the recommendations of the CSR Committee, the Company had contributed ₹ 210.75 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".

INFORMATION ON STATUS OF COMPANY'S AFFAIRS

Information on operational and financial performance etc., is provided in the Management Discussion and Analysis Report, which is annexed to the Directors' Report and has been prepared inter-alia in compliance with the terms of SEBI (LODR) Regulations, 2015.

SHARE CAPITAL

The paid up equity share capital of the Company as on March 31, 2022 aggregates to ₹ 1,094.23 lakhs comprising of 1,09,42,262 equity shares of ₹ 10/- each fully paid up. There is no change in the paid-up share capital of the Company during the Financial Year.

CREDIT RATING

CARE Ratings Limited have re-affirmed your Company's Long term bank facilities as 'CARE A+' (single A+) and short term bank facilities as 'CARE A1+' (A One plus).

HOSPITAL ACCREDITATION

Your Hospital has been certified by National Accreditation Board for Hospitals and Healthcare providers (NABH) for the delivery of high standards for safety and quality care to the patients.

BOARD EVALUATION

Pursuant to the provisions of Companies Act, 2013 and SEBI (LODR) Regulations 2015, a structured questionnaire was administered after taking into consideration of various aspects to the Board functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance to ascertain the efficacy and functioning of Board and its members.

The performance evaluation of Independent Directors was completed. The Board of Directors have expressed their satisfaction with the outcome of the evaluation process. There has been no change in the circumstances affecting their status as Independent Directors of the Company.

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

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Pursuant to the requirement of SEBI (LODR) Regulations 2015, the Company has a familiarization programme for the Independent Directors with regard to their role, rights, responsibilities in the company, nature of the industry in which the Company operates, business model of the company etc. The Board members are provided with all the necessary documents / reports and internal policies to enable them to familiarize with the company's procedures and practices and the same is uploaded on the Company's website at https://www.kmchhospitals.com/Policy/FP_ID.pdf.

DIRECTORS

As per Article 103(b) of the Articles of Association and Section 152(6) of the Companies Act, 2013, except Dr. Nalla G Palaniswami and Dr. Thavamani Devi Palaniswami, all other Executive and Non-Executive Non-Independent Directors are subject to retirement by rotation. Accordingly, Dr. M.C.Thirumoorthi, Director retires by rotation and being eligible has offered himself for re-appointment.

INDEPENDENT DIRECTORS

The Independent Directors have submitted their disclosures to the Board indicating that they comply with all the requirements that are stipulated in Section 149 (6) of the Companies Act, 2013 and Regulation 16 (1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 so as to qualify themselves to act as Independent Directors in the company. Further they have also declared that they are not aware of any circumstance or situation which exist or may be reasonably anticipated that could impair or impact their ability to discharge their duties with an objective and independent judgement and without any external influence.

The Independent Directors of the Company have complied with the requirements of the provisions in relation to Independent Directors Databank as stated in the Companies (Creation and Maintenance of Databank of Independent Directors) Rules, 2019 and the Companies (Appointment and Qualification of Directors) Rules 2014 as amended from time to time.

Mr.A.P.Ammasakutti and Dr.K.Kolandaswamy have been appointed as Independent Directors of the Company for a period of five years by way of Postal Ballot.

DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS

The Company has received necessary declaration 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).

DIRECTORS RESPONSIBILITY STATEMENT

In pursuance of section 134 (5) of the Companies Act, 2013, the Directors hereby confirm that:

- a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures
- b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the company for that period
- c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities

- d) The Directors had prepared the annual accounts on a going concern basis
- e) The Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively

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://kmchhospitals.com/2022/AnnualReturn2021202222.pdf>

COMPLIANCE OF CODE OF CONDUCT

Pursuant to SEBI (Prohibition of Insider Trading) (Amendment) Regulation 2018 dated 31st December 2018, the Company amended the “Code of Conduct for Insider Trading” and “Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information”. Consequently, the Board of Directors brought in all the corresponding amendments to the above two mentioned Codes and necessary disclosures have been made in our website under: <http://www.kmchhospitals.com/Policy/COC.pdf>

KEY MANAGERIAL PERSONNEL

The Key Managerial Personnel of the company as stipulated under the Companies Act, 2013 are Dr. Nalla G Palaniswami, Managing Director, Dr. Thavamani Devi Palaniswami, Joint Managing Director, Dr. Arun N Palaniswami, Executive Director, CA M.K.Ravindra Kumar, Chief Financial Officer and CS S.P.Chittibabu, Company Secretary.

PARTICULARS OF REMUNERATION PAID TO KEY MANAGERIAL PERSONNEL

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of the remuneration of Directors, Key Managerial Personnel and employees are detailed in this Report.

The Nomination and Remuneration Policy of the company has been disclosed on the website of the Company and the web link thereon is https://www.kmchhospitals.com/Policy/NR_Policy.pdf

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND EXPENDITURE

The particulars regarding conservation of energy, technology absorption and foreign exchange earnings and expenditure stipulated under Section 134(3)(m) of the Companies Act 2013 read with the Companies (Accounts) Rules, 2014, are as under:

Energy Conservation

Energy conservation means the efforts made to reduce the consumption of energy by using less of an energy service. Your Company constantly and continuously applies all efforts for optimum utilization of the resources. Energy consumption is monitored through Energy Management System. Through this system, areas which consume high volume of electricity are monitored and alternate steps are taken to optimize energy utilization.

Other energy conservation techniques that are employed include using equipment with 5 star ratings, use of movement sensors in bathrooms of the patient rooms (i.e., the lights are operated based upon human movement), operating a centralized A/c plant and phasing out tube lights with LED lights.

Your Company adopts the concept of ‘Sustainable Development’ i.e. meeting the needs of the present without compromising the ability of future generations to meet their own needs. By following this concept, your Company has been operating a 5.25 MW Solar Power Generation Plant and Wind Mills which caters to 80% of electricity requirement per annum and through which the Company has been saving 51% on its electricity bills.

Caring for the Environment

Your Company adopts the concept of zero discharge technology, under which an effluent treatment plant had been set up and the sewage water is treated for toxic effluents. The treated water is used for horticulture within the premises. A comprehensive waste management system has been implemented and through this, bio-degradable food wastes are decomposed and biogas is produced for captive consumption in the hospital canteen which in turn results in reduced LPG cost.

All the vehicles that are operated for the company adhere to pollution control regulations. Periodic maintenance activities are undertaken to comply with prescribed regulations and vehicle efficiency.

Technology Absorption

Despite the prevalence of the pandemic, your Company has continued to invest in newer technologies. During the year 2021-22, the Company invested in a new technique employed to control heart rhythms that are caused by abnormal electrical signals traveling from the pulmonary veins to the atria. Cryoablation offers ablation catheters that use cryo (liquid NO₂) energy to create lesions through the rapid removal of heat from cardiac cells.

Your Company installed an advanced 3D mammography system from Hologic, a world leader in mammography equipment, which is not only extremely accurate but also the fastest system. This allows us to do a 3 dimensional mammography in four seconds with highest resolution.

Investment in equipment during the year 2021-22 amounts to ₹ 5,048.03 Lakhs.

Foreign Exchange Earnings & Outgo

(i) Earnings in Foreign Currency

Foreign Currency amount realized from NRE bank accounts in respect of fee for education during the year ended March 31, 2022: ₹ 459.00 Lakhs (Previous Year: ₹ 591.79 Lakhs)

(ii) Expenditure in Foreign Currency

Expenditure in foreign currency during the year ended March 31, 2022 was ₹ 69.86 Lakhs (Previous Year: ₹ 1,493.38 Lakhs).

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT 2013

As on March 31, 2022, the Company has neither provided nor there were any outstanding loans or guarantees covered under the provisions of Section 186 of the Companies Act 2013. The details of Investments covered under the provisions of Section 186 of the Act are given in Note No.6.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

KMCH 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, there are operational controls, covering the entire spectrum of internal financial controls.

The Audit committee defines the scope and authority of the Internal Auditor. The Audit Committee, comprises of professionally qualified Directors, who interact with the statutory auditors, internal auditors and management in dealing with matters within its terms of reference. A detailed program of internal audits and management review, supplements the process of internal financial control framework.

To maintain its objectivity and independence, the Internal Auditor reports to the Chairman of the Audit Committee of the Board. The internal auditor monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of internal auditor, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions proposed to fix the observations are presented to the Audit Committee of the Board.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has set up vigil mechanism for Directors and Employees to report their genuine concerns, the details of which are given in the Corporate Governance Report. 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 http://kmchhospitals.com/Policy/WB_Policy.pdf.

RELATED PARTY TRANSACTIONS AND POLICY ON RELATED PARTY TRANSACTIONS

All transactions with Related Parties are at arm's length and in the ordinary course of business duly approved by the Audit Committee of the Board. Hence there are no transactions which are either not in arm's length or which are material in nature requiring disclosure in Form AOC - 2. Hence Form AOC-2 is not annexed to this report.

The Board has formulated Policy on Related Party Transactions and the same is uploaded on the Company's website at http://www.kmchhospitals.com/Policy/RPT_Policy.pdf

RISK MANAGEMENT

The steps taken by the Company to mitigate the risk are disclosed under an identical head in the Management Discussion and Analysis forming part of Directors' Report.

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.

Further no application against the Company has been filed or is pending under the Insolvency and Bankruptcy Code 2016. The Company has not done any one time settlement with any Bank or Financial Institutions.

HUMAN RESOURCE DEVELOPMENT

Your Company continues to place great importance to the development of human resources segment and the sustained focus on retention through employee engagement initiatives has made the employees realize their potential. Learning and Development has provided various learning platforms which include classroom and online self - learning modules to meet the development need of employees to help build their skills, knowledge and capability.

The total strength of the employees of the Company as on 31st March 2022 was 4,678.

PARTICULARS OF EMPLOYEES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

a) The ratio of remuneration of each Director to the median employee's remuneration for the financial year and such other details as prescribed is as given below:

S. No.	Name of the Director	Ratio
1	Dr.Nalla G Palaniswami	138x
2	Dr.Thavamani Devi Palaniswami	135x
3	Dr. Arun N Palaniswami	75x
4	Dr. Mohan S Gounder	-
5	Dr.M.C.Thirumoorthi	-
6	Dr.Purani P Palaniswami	-
7	Mr.Kasi K Goundan	-
8	Dr.M.Manickam	-
9	CA.A.M.Palanisamy	-
10	Mr.K.Saminathan	-
11	Mrs. R. Bhuvaneshwari	-
12	Mr.A.P.Ammasaiyuthi	-
13	Dr.K.Kolandaswamy	-

- The median remuneration of employees of the Company was ₹ 3.00 Lakhs.
 - For this purpose, sitting fees paid to Directors have not been considered as remuneration.
 - During the year, Non-Executive Directors received only Sitting Fees as remuneration.
- b) The percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary in the financial year:

S. No.	Name of the Director / CFO / CS	% Increase / (Decrease) in remuneration
1	Dr.Nalla G Palaniswami	24.26%
2	Dr.Thavamani Devi Palaniswami	23.94%
3	Dr. Arun N Palaniswami	218.27%
4	Dr. Mohan S Gounder	-
5	Dr.M.C.Thirumoorthi	-
6	Dr.Purani P Palaniswami	-
7	Mr.Kasi K Goundan	-
8	Dr.M.Manickam	-
9	CA.A.M.Palanisamy	-
10	Mr.K.Saminathan	-
11	Mrs. R. Bhuvaneswari	-
12	Mr.A.P.Ammasakutti	-
13	Dr.K.Kolandaswamy	-
14	CA.M.K.Ravindra Kumar	10.33%
15	CS.S.P.Chittibabu	5.69%

- c) The percentage increase / (decrease) in the median remuneration of employees in the financial year: 20.45%.
- d) Number of permanent employees on the rolls of the Company: 4,678
- e) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration:
The average percentile increase in salaries to employees other than managerial personnel is 20.45%.
The percentile increase granted to managerial personnel is 42.82%
- f) We affirm that the remuneration paid to Directors, Key Managerial Personnel and Employees is as per the remuneration policy approved by the Board of Directors of the Company.
- g) Statement of Employees receiving remuneration not less than Rupees Eight Lakhs Fifty Thousand per month:

Name	Dr. Nalla G Palaniswami	Dr. Thavamani Devi Palaniswami	Dr. Arun N Palaniswami
Designation	Managing Director	Joint Managing Director	Executive Director
Gross Remuneration	₹ 414.56 Lakhs	₹ 406.50 Lakhs	₹ 224.67 Lakhs
Qualification	MBBS, MD AB (USA)	MBBS, AB (USA)	MBBS, MD-Internal Medicine
Age in Years	80	74	42
Date of Commencement of Employment	01 October 1989	29 July 2000	25 September 2015
Last Employment	Hypertension, Obesity and Risk Factor Clinic, Wayne State University, Detroit, USA	Consultant in Paediatric and Adolescence, City Clinic, Detroit, USA	Consultant in Internal Medicine in Hawaii, USA

Note :

- Dr. Nalla G Palaniswami, Dr. Thavamani Devi Palaniswami & Dr. Arun N Palaniswami are related to each other. Dr. Thavamani Devi Palaniswami is Dr. Nalla G Palaniswami's wife. Dr. Arun N. Palaniswami is the son of Dr. Nalla G Palaniswami and Dr. Thavamani Devi Palaniswami.
- Dr. Thavamani Devi Palaniswami owns more than 2% of the equity shares of the Company as on 31st March 2022.
- Gross remuneration comprises salary, commission, allowances, monetary value of perquisites.

h) Statement of Particulars of Employees Pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in Annexure II forming part of this Report.

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 or its members during the year.

SECRETARIAL AUDIT

Pursuant to provisions of Section 204 of the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the Company has appointed M/s KSR & Co. Company Secretaries LLP, Coimbatore, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the company for the Financial Year 2021-22. Secretarial Audit Report is annexed herewith as "Annexure - III" forming part of the report.

COMPLIANCE OF SECRETARIAL STANDARDS

The Company has complied with the Secretarial Standards notified under Section 118 of the Companies Act, 2013.

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, Mr.V.Sakthivel, Cost Accountant, M/s RKMS & Associates, Coimbatore was appointed as Cost Auditor of the company by the Board on recommendation of Audit Committee for the Financial Year 2022-23. The remuneration of the Cost Auditor is subject to ratification by the members at the ensuing Annual General Meeting.

STATUTORY AUDITORS

The members had at the 32nd Annual General Meeting held on 06th August 2018 approved the appointment of M/s VKS Aiyer & Co., Chartered Accountants (FRN: 000066S), Coimbatore for a period of five years from 2018-19 to 2022-23.

The Statutory Auditor has issued an unmodified opinion on the Financial Statements of the Company as of and for the year ended 31st March 2022. Their report on the Companies (Auditor's Report) Order, 2020 ("CARO"), issued by the Central Government of India in terms of section 143(11) of the Act, details two qualifications regarding the following:

a) Non-Registration of Lease Agreements

Management Response : All Lease Agreements with more than 11 months' tenor, require registration with Department of Revenue, Ministry of Commercial Taxes and Registration, Government of Tamil Nadu. The Company is in the process of registering all Lease Agreements and will be completed shortly.

b) Misappropriation of Cash

Management Response : The Board is confident that Internal Financial Controls exist within the organisation and is fairly robust. The incident referred was an accident and it must be noted that substantial cash has since been recovered and the balance will be reimbursed by the Insurance company. The management has since ensured that all corrective measures have been taken so that such incidents do not recur.

LISTING WITH STOCK EXCHANGE

The equity shares of the Company are listed on BSE Limited.

CORPORATE GOVERNANCE

Your Company has been complying with the provisions of Corporate Governance as stipulated in Chapter IV and other relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A separate report on Corporate Governance along with Practising Company Secretary's certificate on compliance of the Corporate Governance norms as stipulated in Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Management Discussion & Analysis forming part of this report are provided elsewhere in this Annual Report.

BUSINESS RESPONSIBILITY REPORT

A Business Responsibility Report describing the initiatives taken by the Company from an environmental, social and governance perspective, as required in terms of the provisions of Regulation 34(2)(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 annexed separately forms part of this Annual Report.

ACKNOWLEDGEMENTS

The Board expresses its grateful appreciation for the continued assistance and co-operation received from Government Authorities, Financial Institutions, Banks, Customers, Suppliers and investors.

The Board also places on record its appreciation for the dedication and commitment extended by its consultants and employees at all levels and their contribution to the growth and progress of the Company.

For and on behalf of the Board

Place: Coimbatore
Date : 27.05.2022

Sd/-
DR. NALLA G PALANISWAMI
MANAGING DIRECTOR
DIN: 00013536

Sd/-
CA.A.M.PALANISAMY
DIRECTOR
DIN: 00112303

ANNEXURE - I
ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2021-22
1. Brief outline on CSR Policy of the Company

The CSR Policy of the Company is reflective of its long beliefs and commitment towards community and social development. During the year, the company initiated sanitation programmes and providing infrastructure facilities to the educational institution under the head promotion of education 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	Dr.Nalla G Palaniswami	Chairman	3	3
2	Dr.Thavamani Devi Palaniswami	Member	3	3
3	Mr.K.Saminathan	Member	3	3
4	Mrs. R. Bhuvaneshwari	Member	2	2
5	Mr.A.P.Ammasakutti	Member	2	2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

https://kmchhospitals.com/wp-content/uploads/2016/pdf/CSR_Policy.pdf.

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

NA

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

NA

6. Average net profit of the company as per section 135 (5) : ₹ 10,537.41 Lakhs

7.

Sl.No	Particulars	Amount (₹ in lakhs)
(a)	Two percent of average net profit of the company as per section 135(5)	₹ 210.75 lakhs
(b)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	Nil
(c)	Amount required to be set off for the financial year, if any	Nil
(d)	Total CSR obligation for the financial year (7a+7b+7c)	₹ 210.75 lakhs

8. (a) CSR amount spent or unspent for the financial year

Total Amount Spent for the Financial Year (₹ in lakhs)	Amount Unspent (₹ in lakhs)				
	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
145.87	65.00	31.03.2022	-	-	-
	3.35	19.04.2022			

(b) Details of CSR amount spent against ongoing projects for the financial year:

1	2	3	4	5		6	7	8	9	10	11	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No)	Location of the project.		Project duration.	Amount allocated for the project* (₹ in lakhs)	Amount spent in the current financial Year (₹ in lakhs)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (₹ in lakhs)	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State.	District.						Name	CSR Registration number.
1	Construction of Toilet for Panchayat Union Middle School at Kalinganaickanpalayam Village.	Sanitation	Yes	Tamilnadu	Coimbatore	18	5.90	3.54	2.36	Yes	-	
2	Construction of Class Rooms for Panchayat Union Middle Class at Kalinganaickanpalayam Village	Promotion of Education	Yes	Tamilnadu	Coimbatore	18	19.47	11.68	7.79	Yes	-	
3	Construction of Class Rooms Union Elementary School at Vadamadurai village	Promotion of Education	Yes	Tamilnadu	Coimbatore	18	50.74	30.44	20.30	Yes	-	
4	Construction of Sanitation facilities for Government School at Gobi	Promotion of Education	No	Tamilnadu	Erode	18	6.94	2.08	4.86	Yes	-	
5	Construction of Infrastructure facilities for Government school at Vellalpalayam Village	Promotion of Education	No	Tamilnadu	Erode	18	33.04	-	33.04	Yes	-	
Total							116.09	47.74	68.35			

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

1	2	3	4	5		6	7	8	
				State.	District.			Name	CSR Registration number.
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No)	Location of the project.		Amount spent for the project (₹ in lakhs)	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
1.	Construction of Infrastructure facilities for Educational Institution	Promotion of Education	Yes	Tamilnadu	Erode	45.00	No	Gobi Arts and Science College	CSR00022094
2.	Mortuary Van for Electric crematorium Trust	Sanitation	Yes	Tamilnadu	Tirupur	18.15	No	Rotary Club of Tirupur South	CSR00016353
3.	Covid Vaccination for Under privileged Population	Preventive Healthcare	Yes	Tamilnadu	Coimbatore	34.98	Yes	-	-
Total						98.13			

(d) Amount spent in Administrative Overheads : Nil

(e) Amount spent on Impact Assessment, if applicable - NA

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) : ₹ 145.87 lakhs

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (₹ in lakhs)
i	Two percent of average net profit of the company as per section 135(5)	210.75
ii	Total amount spent for the Financial Year	145.87
iii	Excess amount spent for the financial year [(ii)-(i)]	Nil
iv	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
v	Amount available for set off in succeeding financial years [(iii)-(iv)]	Nil

9.

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

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (₹ in lakhs)	Amount spent in the reporting Financial Year (₹ in lakhs)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (₹ in lakhs)
				Name of the Fund	Amount (₹ in lakhs)	Date of transfer	
1	9.82	9.82	9.82	NA	NA	NA	Nil

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

1	2	3	4	5	6	7	8
Sl. No.	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (₹ in lakhs)	Amount spent on the project in the reporting Financial Year (₹ in lakhs)	Cumulative amount spent at the end of reporting Financial Year (₹ in lakhs)	Status of the project - Completed / Ongoing
1	Construction of Infrastructure facilities for Educational Institution	2020-21	18 months	188.12	9.82	188.12	Completed

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

- Date of creation or acquisition of the capital asset(s) : Nil
- Amount of CSR spent for creation or acquisition of capital asset : Nil
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc : Nil
- Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset) : Nil

11. Specify the reason(s), if the Company has failed to spend two percent of the average net profit as per section 135 (5) :

Not Applicable

For and on behalf of the Board

Sd/-

DR. NALLA G PALANISWAMI
MANAGING DIRECTOR
DIN: 00013536

Sd/-

CA.A.M.PALANISAMY
DIRECTOR
DIN: 00112303

Place: Coimbatore
 Date : 27.05.2022

ANNEXURE - II
STATEMENT OF PARTICULARS OF EMPLOYEES PURSUANT TO THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Employee Name	Designation	Educational Qualification	Age	Experience (In Years)	Date of Joining	Remuneration in FY 2021-22 (₹ In Lakhs)	Previous Employment
Dr.J.Sivakumaran	Chief Operating Officer	B.Sc, PGDHMM, MBA, M.Phil., PGDHA, Ph.D.	64	43	04 September 2014	64.00	Satguru Partap Singh Apollo Hospital, Ludhiana
Mr.S.Karthikeyan	Chief Executive Officer - KMCH Institute of Health Sciences and Research (KMCH IHSR)	M.Com	55	32	02 July 1990	60.60	-
CA.M.K.Ravindra Kumar	Chief Financial Officer	B.Com (Hons), ACA	61	42	02 May 2017	64.10	VKS Farms Limited, Coimbatore
Dr. K.K.Prakasam	Medical Superintendent - KMCH IHSR	MD - General Surgery	68	37	06 April 2018	45.00	Karpagam Faculty of Medical Sciences and Research, Coimbatore
Dr.M.G.Sridhar	Vice Principal and Professor - Biochemistry - KMCH IHSR	MD - Biochemistry, DNB	62	37	02 April 2018	42.71	Jawaharlal Institute of Postgraduate Medical Education and Research (JIPMER), Pondicherry
Dr.S.Arun Kumar	Professor - Radio-diagnosis - KMCH IHSR	MD - Radiology	40	15	03 January 2019	38.23	Karpagam Faculty of Medical Sciences and Research, Coimbatore
Dr. V. Kumaran	Dean - KMCH IHSR	MBBS, M.S - General Surgery, M.Ch - Paediatric Surgery	70	43	12 July 2018	38.00	Dean - Coimbatore Medical College
Dr. Shaik Mushahida	Professor - Anaesthesiology	MD - Anaesthesia	58	26	08 July 2020	37.50	Narayan Medical College, Nellore.
Mr.C.Tamilselvan	Vice President - Materials	M.Sc (Physics), MBA, Post Graduate Diploma in Materials Management	55	33	01 July 1989	37.22	-
Mr. S. Anto Vaz	Chief Medical Physicist & Radiological Safety Officer (RSO)	M.Sc (Medical Physics), RSO From Atomic Energy Regulatory Board, Mumbai	41	18	11 October 2010	32.18	Max Healthcare India Limited, New Delhi

**NOTE:**

1. All the Employees included in the table above are permanent employees of the Company. All appointments are / were non-contractual.
2. Remuneration disclosed is calculated as per Section 17(1) and 17(2) of the Income Tax Act, 1961.

For and on behalf of the Board

Place: Coimbatore
Date : 27.05.2022

Sd/-
DR. NALLA G PALANISWAMI
MANAGING DIRECTOR
DIN: 00013536

Sd/-
CA.A.M.PALANISAMY
DIRECTOR
DIN: 00112303

ANNEXURE – III
SECRETARIAL AUDIT REPORT

To
The Members
Kovai Medical Center and Hospital Limited
99, Avanashi Road, Coimbatore - 641 014

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

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. Due to threat of infection arising out of COVID-19 pandemic, we had to conduct our audit by examining various records and documents including minutes, registers, certificates and other records received through electronic mode as enabled by the Company. We state that we have not done a physical verification of the original documents and records. The management has confirmed that the records provided to us for audit through electronic mode are final, true and correct.
3. 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, 2022.
4. We 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. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
5. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis. Further, compliance of Act, Regulations, Directions listed under Para (vi) of the report is limited to the Company obtaining necessary permissions, approvals and licenses for conduct of the relevant business or trade stated therein.
7. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For KSR & Co Company Secretaries LLP

Sd/-

Dr.C.V.Madhusudhanan
Partner

(FCS: 5367; CP: 4408)

UDIN: F005367D000404271

Place: Coimbatore
Date : 27.05.2022

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
(Pursuant to Section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014
For the Financial Year ended 31st March, 2022

To
The Members,
Kovai Medical Center and Hospital Limited,
99, Avanashi Road, Coimbatore - 641 014.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Kovai Medical Center and Hospital Limited (CIN L85110TZ1985PLC001659)** (hereinafter called "the Company"). Secretarial Audit was conducted for the financial year ended on 31st March, 2022 in a manner that provided us a reasonable basis for evaluating the corporate conduct / statutory compliances and expressing our opinion thereon.

On the basis of the above and on our verification of documents, books, papers, minutes, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of the Audit, we hereby report that in our opinion, the Company has, during the period covered under the Audit as aforesaid, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minutes book, forms and returns filed and other records maintained by the Company for the financial year ended 31st March, 2022 according to the provisions of:

- (i) The Companies Act, 2013 and the Rules made there under.
- (ii) The Securities Contracts (Regulation) Act, 1956 and the Rules made there under.
- (iii) The Depositories Act, 1996 and the Regulations framed there under.
- (iv) The Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.

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

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021
- f. The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993.
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.
- h. The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998.
- i. Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996.

On the basis of the information and explanation provided, the Company had no transaction during the period under Audit requiring the compliance of applicable provisions of Act / Regulations / Directions as mentioned above in respect of:

- (i) Foreign Direct Investment, External Commercial Borrowings and Overseas Direct Investment.
- (ii) Issue of securities including debt instruments or securities.
- (iii) Buy-back of securities.
- (iv) Delisting of securities
- (v) Issue of Employee Stock Options

(vi) The following laws, regulations, directions, orders applicable specifically 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

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

- (i) Listing Agreement entered into with Stock Exchange.
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (iii) Secretarial Standards under Section 118 of the Companies Act, 2013

We further report that

The Board of Directors of the Company is duly constituted with the proper balance of Executive Directors, Non-Executive Directors and Independent Directors. Changes to the composition of the Board of Directors during the period covered under the Audit have been duly made.

Adequate notice and detailed notes on Agenda was given to all Directors at least seven days in advance to schedule the Board Meetings. There exists a system 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.

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

We further report that during the 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.

For KSR & Co Company Secretaries LLP

Sd/-

Dr.C.V.Madhusudhanan
Partner

Place: Coimbatore

Date : 27.05.2022

(FCS: 5367; CP: 4408)

UDIN: F005367D000404271

MANAGEMENT DISCUSSION & ANALYSIS
AN ECONOMIC OVERVIEW

India rebounded with renewed vigor – from a 6.6% GDP contraction in FY21 to an 8.9% GDP growth in FY22 – progress that has demonstrated India’s inherent resilience and determined efforts to get back to winning ways despite the second wave that threatened to derail progress once again.

The Government’s push for inoculation and the mass vaccination drives across the Indian landmass helped allay fears which provided the much-needed impetus to private consumption. Also, increased capital expenditure from government on infrastructure and defense boosted the fortunes for India Inc. As a result, 19 of 22 High Frequency Economic Indicators were higher than the pre-COVID-19 levels.

Industrial India reported a healthy double-digit growth over the previous year. The services sectors grew by more than 8% while the agriculture segment improved from 3.6% in FY21 to 3.9% in FY22.

This progress assisted the nation in garnering higher tax collections. It crossed ₹ 27 lakh crore in FY22 which was higher than the budget estimates by about ₹ 5 lakh crore and around 34% more than what the government collected in FY21.

The close of FY22 was not as expected owing to heightened geo-political tensions which is expected to cast a shadow on India’s economic prospects for FY23. In keeping with these realities, the Reserve Bank of India has suggested that India’s GDP would grow by about 7.2% in FY23 (a slight downward revision from its earlier estimate of 7.8%).

COVID-19 AND ITS IMPACT ON ECONOMY

COVID – 19 cost to the world: The IMF described coronavirus as the worst crisis since the Great Depression, and said the pandemic would leave deep and enduring scars caused by job losses, weaker investment and children being deprived of education. According to the reality, the estimated hit to the global economy from COVID-19 in 2020 would total \$28 trillion in lost output. Further, it expects that the COVID-19 pandemic will cost the global economy \$12.5 trillion through 2024.

The pandemic triggered a health and fiscal response unprecedented in terms of speed and magnitude. At a global scale, the fiscal support reached nearly \$16 trillion (around 15% of global GDP) in 2020. However, the capacity of countries to implement such measures varied significantly. As a result, the impact of the pandemic varied widely between advanced, developing and emerging economies.

COVID-19 AND HEALTHCARE INFRASTRUCTURE

The COVID-19 pandemic has exposed the vulnerabilities of healthcare systems and its profound implication on health, economic progress, trust in governments, and social cohesion. Across the globe, this health crisis called for a timely response by Governments and policymakers.

The pandemic created the acute shortage of healthcare infrastructure across the world. Developed economies, considered to be leaders in healthcare, remained in a state of shock with the surge of patients every day. Developing economies and underdeveloped nations had no option but to endure their fate painfully and patiently.

COVID-19 affected the frontline workers in the healthcare sector more than anybody else. About 20-30% of the healthcare professionals were affected by the pandemic and there were several deaths reported.

The pandemic has stressed on the pressing need to augment capacities and capability of the healthcare sector across the world.

After the second wave, there has been a foundational shift in the healthcare fraternity where consumers are getting increasingly involved in healthcare decision-making. There is rapid adoption of virtual health and digital innovations.

Telemedicine including e-healthcare, e-pharma and tele monitoring suddenly became the new alternative of formal healthcare service. Companies started delivering medicine and other healthcare services to your doorstep.

COVID-19 IMPACT ON INDIA

India too had to bear the brunt of the pandemic, especially during the second wave, which particularly highlighted the inadequacy of India’s fragile healthcare infrastructure and services.

The healthcare system was put to test with the surge of COVID-19. On May 7, 2021, India reported 4.14 lakh Covid-19 cases - the highest number of cases recorded in a single day during the second wave. An overwhelmed health infrastructure was left grappling with shortage of oxygen supply, manpower, drugs and hospital beds.

The efficiency and capabilities of scale and outreach displayed by technology-driven out-of-hospital healthcare services was well acknowledged and supported by authorities as well as medical industry stakeholders including institutional healthcare providers. The private sector healthcare startups responded to the pandemic by significantly allocating their resources to build infrastructure and support for quarantine, isolation and remote treatment of the pandemic patients.

The pandemic-induced concerns led to the dip in foot fall in the hospitals. Caregivers focused on doorstep diagnostic and delivery of non-COVID-19 care for chronic illnesses etc. Due to the government advisory, the outpatient department services in most hospitals across India remained affected. E-consultations became the new norm.

But India as a nation gradually overcame the challenge with both government and non-governmental support augmenting healthcare facilities, diagnostic and research facilities, and tracking services, to minimise the loss of human life.

This crisis, gave a clear message - It emphasized the need for a detailed look at the preparedness of India's healthcare sector and mandated immediate investments to bolster India's healthcare sector.

Vaccination drive started by Government of India started on January 16, 2021 in 3,006 centers across the country. Most corporates, MSME enterprises, NGOs and gate-community complexes organised large-scale vaccination drives which accelerated vaccination across the nation.

A year into the inoculation drive, India managed to administer more than 1.56 billion doses of vaccine. An estimated 880 million (93% of adult population) people received their first dose of vaccination and about 660 million (70% of the adult population) got fully vaccinated. As of June 16, 2022, the number of COVID-19 vaccination doses administered reached a record 195 crore. It is a great achievement for India.

According to the latest report on currency and finance released by the Reserve Bank of India, "The Indian economy could take more than a decade to overcome the losses caused by Covid-19 disruptions". The report has also projected that India lost more than a whopping ₹ 50 lakh crore in output in the last three years.

In the aftermath of the pandemic: The Government has planned to up health spending to 3% of GDP by 2022 (India's public expenditure on healthcare was at 2.1% of GDP in 2021-22). The healthcare sector is witnessing aggressive capability building.

Existing hospitals are expanding their services by investing in new technology platforms. Additionally, they are installing next-generation tools for diagnosis, entering into tie-ups with insurance companies, expanding their infrastructure geographically – all with the objective to providing world class medical care at affordable cost.

With the drive of digitalisation, there are more emphasis now on making the healthcare sector more digital. With government initiatives like Ayushman Bharat and National Digital Health Mission, India is working towards an entirely digitalised healthcare system. India also aims to invest heavily in product innovation that has the potential to revolutionize healthcare industry.

Government thrust to healthcare

The Cabinet has approved the scheme, "India Covid-19 Emergency Response and Health Systems Preparedness Package - Phase-II" (ECRP-Phase-II) on 8.07.2021 for an amount of ₹ 23,123 crores. This Scheme is aimed at preventing, detecting and responding to the continuing threat posed by COVID-19 as well as for strengthening national health systems for preparedness in similar health emergencies in India.

The Fifteenth Finance Commission has recommended grants aggregating to ₹ 70, 051 Crores, over the period of five years (2021-2026) through local governments, for strengthening healthcare system at the primary health care level.

(Source: <https://pib.gov.in/PressReleasePage.aspx?PRID=1744358>)

INDIA'S HEALTHCARE SECTOR

The best thing about living in the 21st century has to be the rapid rate of change in every sector of society. Healthcare in India, in particular, has witnessed a significant amount of evolution. Right from advanced biomedical tools to unimaginable surgeries performed by robots, the healthcare industry in India is at its historical peak. Moreover, the Indian healthcare system has created some of the finest medical surgeons and tools in the industry.

Healthcare is one of the largest sectors both in terms of revenue and employment. Healthcare comprises hospitals, medical devices, clinical trials, outsourcing, telemedicine, pharma, medical tourism, health insurance and medical equipment. The hospital industry in India accounts for a total of 80 per cent of the healthcare market and the expansion of private players in Tier 2 and Tier 3 locations, beyond metropolitan cities, offers an attractive investment opportunity. The hospital industry is expected to reach \$132 bn by 2023 growing at a CAGR of 16-17%.

The sector is seeing an expansion drive in terms of adoption of new technologies, investment in cutting-edge diagnostic equipment, tie-ups with insurance companies, expansion to the new geographies and much more.

India's healthcare delivery system has two major parts public and private. The public healthcare system (primarily a state subject in India) has limited secondary and tertiary care institutions in key cities and focuses on providing basic healthcare facilities in the form of primary healthcare centres (PHCs) in rural areas. The private sector provides the majority of secondary, tertiary, and quaternary care institutions with a major concentration in metros and Tier-I and Tier-II cities.

Healthcare in India has seen quite a number of government-sponsored schemes, some of which have been path-breaking in nature, aiming to provide good quality healthcare services to the poorest of the population.

The Indian government has displayed a clear inclination to augment India's competitiveness in the global market as a healthcare hub. Foreign Direct Investment (FDI) is permitted up to 100% in the hospital sector under the automatic route (Non-resident investor or the Indian company does not require approval from the Government of India for Investment).

India is also a popular destination for medical tourists owing to the availability of good quality healthcare at its private institutions at a low-cost.

A noteworthy mention goes to the incredible amount of research that has happened in recent years. Owing to this research-oriented approach in 21st century healthcare in India, the quality of treatment and outpatient care has shot up in a positive direction.

EMERGING HEALTHCARE BUSINESS MODELS

Lease contracts: In the hospital sector, the ownership model has become costly because of the sharp increase in land prices, especially in metros and tier 1 cities, over the past few years. This has compelled private players to look for alternative models such as lease contract.

O&M contracts: Under this model, a large private player undertakes a contract for managing a standalone hospital and overseeing functions such as marketing, operations, finance, and administration. In return, the private player receives a fixed annual management fee and share in revenue or profits

Medicity: Medicity is an integrated township of super-speciality hospitals, diagnostic centres, medical colleges, research and development (R&D), ancillary, and supporting facilities. The concept of Medicity is based on models already operating in countries such as Scotland, the US, France, and Algeria. In India we have Medanta (Gurgaon), Narayana Hrudayalaya (Bengaluru), and Chettinad Health City (Chennai).

Expansion into Tier 2 and Tier 3 cities: Private players are now foraying into tier 2 and 3 cities as income levels in these cities are fast catching up with those in metros and Tier I cities, and these regions hold a big share of unmet healthcare demand. Some of the major hospital chains are also expanding into these regions at different price formats, thereby creating a continuum of care, with provision of higher super specialty services in Metros / Tier 1 locations

On-demand On-site health: It is a healthcare technology service that connects patients with nearby doctors on call for 24 hours a day, deliver high quality care in the comfort of patients' home, office, hotel or anywhere else with the help

of a smartphone. In this model, only physicians are available for all, but the user like any other on-demand mainstream services cannot choose the doctor.

TECHNOLOGIES THAT ARE CHANGING HEALTHCARE DELIVERY

Electronic Health Records (EHR): As the name suggests this solution is designed to manage detailed medical profile and history of patients such as medication and allergies, immunisation status, laboratory test results, and radiology images in diverse formats. Further, EHRs have the capability of analysing data with respect to a specific ailment, generating customised reports, setting alarms and reminders, providing diagnostic decision support, etc. EHRs can be shared between multiple systems allowing doctors from various specialties and hospitals to share the same set of patient data.

Artificial Intelligence (AI) and Block chain: AI in healthcare is a broad term used to describe Machine Learning (ML) algorithms and other cognitive technologies in medical environment. In a nutshell, it mimics human cognition in medical setting to analyse and act on medical data to improve patients' health outcome. Healthcare establishments like hospitals are looking at opportunities to deploy AI or/and Block chain in improving their operating efficiency.

Data Mining and knowledge-based analysis: Data is the new gold, especially in today's day and age where petabytes of data are generated every day in the country. This is particularly helpful in the healthcare space where the history of the patient, his present condition (from data generated in radiology & diagnostics) can be cumulated together to get a complete idea which can facilitate in better decision making and predict a better outcome in terms of patient's health.

Radiology information system (RIS): RIS is a tool that allows managing digital copies of medical imagery on a network which is used by doctors to access this data from multiple locations. It is connected to medical equipment which generate diagnosis results in the form of images and graphs. The RIS directly captures result and feeds them to EHRs, central databases or remote databases.

Mobile-based application: Healthcare delivery is also seeing an influx of mobile-based applications (mobile apps) to assist doctors as well as patients. These apps provide features such as self-diagnosis, drug references, hospital/doctor search, appointment assistance, electronic prescriptions, etc. Furthermore, there are apps that help patients to save their medical records and keep them updated regularly, monitor patient's health, give access to healthcare facilities, help in easy payments, can access their home healthcare device and much more.

Telemedicine: Telemedicine is a technology designed to improve accessibility of healthcare services from remote locations. Telemedicine connects doctors at the main hospital and patients at remote locations or telemedicine centres. The doctor analyses the patient through telephonic conversation or video conferencing. Telemedicine or Telehealth is now in great demand because – a) it saves time to go to hospital which is both time consuming and for patients it is troublesome as well, b) saves lot of hospitalization money, c) no fear of infections, d) small diagnostic services or medicines could be at your doorstep.

Wearables and sensors: Growing healthcare awareness has resulted in people, especially millennials and Gen-Z, adopting wearables and sensors that keep a track of the vitals of the user. Wearables and sensors also have data about the user's historical health records and sends out alerts in case of any irregularities. This kind of technology is also used for patient condition monitoring and therapy delivery, etc. These devices are particularly useful in respiratory monitoring, monitoring of blood glucose and cardiac diseases, geriatric care, neonatal care, etc. According to the recent data from the International Data Corporation's (IDC) India Monthly Wearable Device Tracker, India's wristwear market (inclusive of wrist band and watches) grew by a healthy 141.3% year-over-year (YoY) in 2021, ending the year with 14.4 million unit shipments.

Optimism for the Indian healthcare sector

The Indian healthcare delivery industry is expected to register a healthy growth of 15-17% CAGR between fiscals 2021 and 2025. This optimism is based on important drivers namely 1) Pent up demand coming back onto the system 2) Strong Fundamentals 3) Increasing affordability and 4) Government programmes.

DRIVERS OF GROWTH

Growing population

India and China accounted for nearly 37% of the world's population in 2015 - The 'World Urbanization Prospects: The 2018 Revision' by the United Nations. This report projects India's population to increase at 1% CAGR to 1.5 billion by 2030, making it the world's most populous country. (Source: Report by CRISIL)

Increasing urbanisation

Urban Indians are increasing fast. The urban population which was at about 31% of India's total population in 2010 is projected to be 40% by 2030. India added about 100 million urban populations between 2000 and 2020 – it is expected to add another 120 million urban populations between 2020 and 2030. The growth in urbanisation will benefit private healthcare spends.

Growing senior-citizen community

Not just in India, people everywhere in the world are living longer. India's demographic profile is changing owing to improving life expectancy. As of 2011, nearly 8% of the Indian population was of 60 years or more; this number is expected to be about 12.5% by 2026. The ageing population will require increasingly higher healthcare services. Notable points are the pace of population ageing is much faster than in the past and by 2050, 80% of these old people will be living in low and middle-income countries.

Growing Non-communicable diseases

Lifestyle-related illnesses or non-communicable diseases (NCDs) have been growing exponentially in India over the past decade. While the world will need nearly \$30 trillion by 2030 for NCD treatments as per the World Economic Forum, India's burden of this colossal loss will be a huge \$5.4 trillion. According to WHO statistics, 41 million of 55 million global deaths in 2019 were due to NCDs, 47% of premature deaths before 70 is due to NCDs. Each year 15 million people die because of NCD between the age of 30 and 69.

Diabetology: As per Indian Council of Medical Research (ICMR) data, India has the second largest adult diabetes population in the world and the last three decades saw a 150% jump in the number of adult diabetes patients. Increasing sedentary lifestyles, unhealthy diets, obesity are some of the major reasons for this increase. However, according to ICMR, what was more alarming is the lowering of the age group for type 2 diabetes which is now in 25-34 years.

Cardiology: Cardiovascular diseases (CVD) is one of the leading causes all the deaths in India and it is estimated that about 25% of all deaths is caused by some kind of CVDs. According to a study conducted in 2021, prevalence of diagnosed CVD is 29.4% among the adults aged 45 or above. In India, out of about 10.5 million deaths happen annually, CVD led to 20.3% of those deaths in men and 16.9% of all deaths among women. Some of the primary reasons of CVDs are high cholesterol, obesity, physical inactivity and diabetes.

Growing health insurance penetration

Health insurance coverage has significantly increased from 17% in fiscal 2012 to 37% in fiscal 2020. As per the Insurance Regulatory and Development Authority (IRDA), nearly 499 million people have health insurance coverage in India (as of fiscal 2020), as against 288 million (in fiscal 2015). With health insurance coverage in India set to increase, hospitalisation rates are likely to go up. In addition, health check-ups, which form a mandatory part of health insurance coverage, are also expected to increase, boosting demand for a robust healthcare delivery platform.

Union Finance Ministry data suggests in 2020-21 ₹ 58,572 crore was collected as insurance premium whereas ₹ 73,330 collected during the next financial year. While 70% of the people are either eligible or protected by some health insurance scheme, 30% of the people, who primarily work in unorganised sector are still out there without any protection. Governments at the Center and State have introduced path-breaking insurance schemes that provide access to underprivileged masses in India.

PMJAY: Ayushman Bharat PMJAY or Pradhan Mantri Jana Arogya Yojana is the world's largest health insurance scheme funded by the Government of India. It provides an annual ₹ 5 lakh cover to a family for secondary and tertiary care hospitalisation across enlisted public and private hospitals. Over 10.74 crore poor families will be benefited from it. In 2021-22, PMJAY was allocated ₹ 6,400 crore, double the money spent in 2019-20.

NK48: Accident victims in Tamil Nadu will be given free treatment for 2 days under their Tamil Nadu Government's NK48 scheme. This scheme is not just for the natives, but it extended to the visitors from outside the state as well. Total insurance cover will be upto ₹ 1 lakh and 81 life-saving procedures are included. Government empanelled 609 hospitals and allocated ₹ 50 Crores for it.

INDIA'S HEALTHCARE INDUSTRY – CHALLENGES, OPPORTUNITIES AND THREATS

Challenges

- Indian healthcare sector has grown at a healthy double-digit rate. But there is a significant challenge - access to quality and affordable healthcare persist in large parts of the country.
 - o India has less than 1 physician per 1,000 population - well behind its peer countries.
 - o India needs an additional 3.6 million hospital beds to reach the recommended capacity.
 - o In India, the out-of-pocket expenditure on health is 62.4% as against the world average of 18.2%.
- It will take considerable effort for India to bridge the yawning gap.
- In spite of the presence of a vast number of schemes for the economically disadvantaged population, ineffective public healthcare and insurance models have rendered this herculean effort marginal at best.
- Furthermore, extended hospital wait times, the perception that public health care in India is of poor quality, and significant labour and infrastructure shortages are all systemic impediments to access.
- Lack of infrastructure specially in semi-urban and rural areas poses a significant challenge as more than half of India resides in these pin codes.

Opportunities

- Growing health awareness creates demand for quality medical care. Because of the internet and other popular methods of mass media, medical information is widespread. This creates knowledge about different medical needs and conditions.
- Growing numbers of geriatric population and multiplying incidence of lifestyle ailments across ages and cultures is increasing need for more hospitals.
- Hospitals with very good infrastructure are rare in rural and semi-urban areas. Most big groups are focusing on building infrastructure in tier II cities.
- Medical Tourism is one of the most sought after services among people of many foreign countries who want to visit India. This reality is growing the opportunity to create additional world-class health infrastructure
- The Government's increasing thrust on strengthening healthcare infrastructure through investment inducing policies is widening opportunities in India.

Threats

- Regulatory Changes and regulatory scrutiny. Healthcare Industry continues to evolve with this threat
- Cybersecurity: Medical devices and greater requirement to keep Medical records attracts the attention of malicious hackers. A robust system for cybersecurity in healthcare could prevent data theft and loss of information.

ABOUT KMCH

Kovai Medical Center and Hospital Limited (KMCH) was incorporated under The Companies Act, 1956 and started its commercial operation in June 1990, with a capacity of 200 Bed Hospital in the outskirts of Coimbatore.

Nurtured with Indian hospitality and a western mind set, KMCH has grown into a 2,250 bed multi-locational, multi-disciplinary Super specialty hospital, the best and most trusted in Southern India.

Over its more than three-decade journey, the hospital has serviced urban and rural patients from Western Tamil Nadu and parts of Kerala. The Main Center and the Medical College General Hospital is located very proximate to the city airport.

The cornerstones of KMCH legacy are its unstinting focus on clinical excellence, affordable costs, adoption of technology and academics.

INFRASTRUCTURE AND FACILITIES

KMCH is one of the few hospitals in India, that has, over the years invested in, and efficiently leveraged cutting-edge technology to facilitate best-in-class healthcare delivery.

The organization embraced the rapid advancement in Medical Equipment worldwide and introduced several technology innovations in India. This has enabled KMCH to pioneer several unique techniques in India which include 1) Steroid free “Kidney Transplantation” and 2) GDC coiling and clipping for “Brain Aneurysms” which has saved lives and improved patient’s comfort without any complication.

KMCH Main Center has 24 operation theatres and several modern equipment including the state of the art “Robotic Surgical System” of the “da Vinci. Si”, Varian Trilogy Linear Accelerator, the world’s most advanced PET CT scan, 3Tesla MRI, 3rd Generation Dual Source CT Scanner (latest in technology), Endo Bronchial Ultrasound (EBUS), Extra Corporeal Membrane Oxygenation (ECMO) Machines, 4D ultrasound scanner, Bi plane Cath lab, Cardiac Electro Physiology Lab, Bone Mineral Densitometer, Digital Mammography, Various Laser Equipment, Ultramodern Video endoscope operating neuro microscope, Computer assisted navigation for Hip & Knee replacements, ESWL for the removal of urinary stones.

In addition to housing some of the world’s most sophisticated equipment, KMCH also boast of exceptional patient care owing to its highly skilled and globally acclaimed team. The hospital has over 300 internationally renowned full-time clinicians and over 350 postgraduate medical professionals assisting them. With more than 4,500 Technicians, paramedical, patient care and administrative staff the hospital delivers a complete care to the patients. This has facilitated KMCH in fostering a ‘Patient Centric’ culture - all its systems, people, process are geared towards delivering total care to the patients.

The team at KMCH has successfully accomplished Super Specialty procedures like Deep Brain Stimulation, Bilateral Hip & Knee replacement, Kidney Transplant, Liver Transplant, Heart and Lung Transplant, Bone Marrow Transplant, Valve replacement, and advanced spine surgeries – In fact, such surgeries are performed frequently at this medical institution.

KMCH continues to be a leader in transplant surgeries which include kidney, liver, pancreas, bone marrow and cardiac transplants – vindicating the effectiveness of an extraordinarily curated and executed transplant program. More recently, KMCH commenced The Center for Advanced Lung Diseases and Transplantation with the induction of senior pulmonologists.

As a responsible corporate citizen, KMCH’s passion for a healthy India has enabled it to extend its healthcare services far beyond pure business. KMCH opened a free Paediatric Oncology Ward in KMCH Medical College General Hospital, to cater to the needs of children with cancer, who cannot afford appropriate therapy. These children with potentially treatable cancers, would be treated in this unit, completely free of cost. It has both in-patient and day care services for kids.

The hospital is actively involved in preventive health care too, through its health check-up programs, which are fairly popular in this region with various institutions and corporates subscribing to such health check-up schemes.

OPERATIONAL EXCELLENCE

Healthcare

KMCH continues to lead at the forefront of cancer care with multiple initiatives in Breast Cancer, Head & Neck Cancer, Paediatric Oncology, Haemato-oncology and upgraded Mammogram and PET scan.

Our continued focus and development of our dedicated breast clinic has made it one of India’s Best Breast Care centers in India. An advanced 3D Mammography system from Hologic, a world leader in mammography equipment, has recently been installed at KMCH and is extremely accurate and fast, enabling us to get 3-dimensional mammography done in four seconds with the highest resolution. Timely detection through screening even without any symptoms can save a lot of lives. KMCH pledged free mammography facility for all woman police personnel of Coimbatore and in this regard performed 115 Mammograms in a day, which is the most done by any hospital in the country.

Another exceptional feat was that KMCH became the first hospital in western Tamil Nadu to perform HLA-matched sibling peripheral blood stem cell transplantation on a 5-month boy for Primary hemophagocytic lympho-histiocytosis.

KMCH has continues to be a source of Cardiology excellence. In FY 22, KMCH has added two new Cath Labs to its campus. KMCH become the first center in Tamil Nadu and one of the first ten in India to start Cryoablation procedures. We live in a time, when Atrial fibrillation (AF) in Cardiac care has emerged as a serious health risk. Cryoablation is the most advanced and safe treatment for complex cardiac arrhythmias. KMCH has brought this most advanced technology to Tamil Nadu and making AF ablation safer and more successful. The hospital provides critical care to over 1000 patients a year with top-notch medical infrastructure and an excellent team of specialist doctors and medical staff.

KMCH is currently in the process of creating a dedicated Structural heart clinic capable of outstanding work such as the cases outlined below. A 70-year-old woman came to the emergency with a massive heart attack and low BP. She had a rupture in heart muscle, a rare complication of heart attack and the result is immediate death. Urgent open heart surgery was performed by the structural heart team despite all odds and being high risk due to uncontrolled sugar, obesity and poor coronary vessels. Never was such a giant rupture treated with such large ASD devices in this situation. This was the first reported case of successful closure of giant left ventricular (LV) pseudo aneurysm with a 40 mm ASD device.

Another big achievement was that, KMCH Doctors performed a rare emergency keyhole surgery to save the life of a 65-year-old man. Trans catheter Valve replacement is a relatively new procedure for replacing heart valves without open heart surgery. But changing an implanted valve is more complex and very high risk. This procedure requires detailed planning and the patient had to be immediately put on a ventilator.

Medical education

KMCH Medical College admitted its third batch of students amidst the pandemic. Third batch joined in March 2022 due to delayed holding of NEET. All the seats have been filled up without any vacancy true to KMCH traditions. It was dream come true for all KMCH members as a 750-bed new integrated KMCH Medical College General Hospital was opened in the campus of the Medical College on October 24, 2021. Empowered with a dedicated team of healthcare professionals including doctors, nurses and paramedics, the infrastructure includes 750 general beds including 50 ICU beds, 30 emergency beds and 16 operation theatres with state-of-the-art medical equipment like CT scan, MRI, Cathlab, Ultra Sound and Digital X-Ray etc. The Medical College General Hospital offers 24x7 healthcare services to public.

AWARDS, ACHIEVEMENTS

The Hospital continues to receive several accolades, all of which goes on to say that KMCH not only takes care of its patients to the best of its abilities, but also is a role model in the industry. Notable among the many awards won by KMCH is the “Best Green Hospital 2022” and “Best Hospital to Work for 2022”, from Association of Healthcare Providers of India (AHPI).

DISCUSSION ON FINANCIAL AND OPERATIONAL PERFORMANCE

Below detailed table presents summaries of Financial Results of Operations for the Year ended 31 March 2021 and 2022. The Company operates on two segments - Healthcare Services and Education Services.

(₹ in Lakhs)

Particulars	2021-22	2020-21
Operating Income	90,599.66	69,036.18
Other Income	1,182.54	1,185.35
Total Income	91,782.20	70,221.53
Medicines & Hospital Consumables	25,627.38	19,355.40
Employee Benefit Expense	15,076.07	11,866.77
Finance Costs	4,323.01	3,130.86
Depreciation & Amortisation Expense	8,542.82	6,802.51
Other Expenses	24,145.09	18,492.37

(₹ in Lakhs)

Particulars	2021-22	2020-21
Total Expenses	77,714.37	59,647.91
Profit Before Taxation (PBT)	14,067.83	10,573.62
Provision for Taxation	3,641.77	2,805.08
Profit After Taxation	10,426.06	7,768.54
Add: Other Comprehensive Income	(166.75)	127.61
Total Comprehensive Income for the year	10,259.31	7,896.15

REVENUES

Total Operating Revenue grew 31.23% from ₹ 69,036.18 Lakhs in FY21 to ₹ 90,599.66 Lakhs in FY 22.

Healthcare Services : Inpatient Revenues grew by 32.07% from ₹ 48,766.89 Lakhs in FY 21 to ₹ 64,404.12 Lakhs in FY22 and Outpatient Revenue grew by 29.28% from ₹ 17,986.44 Lakhs in FY 21 to ₹ 23,252.09 Lakhs in FY 22. Increase in Revenues is due to compensated increase in COVID-19 Revenues and restoration of Surgeries and Patient Volumes to pre-COVID 19 levels.

Education Services : This is the third year of reporting on Education Services consequent to the commencement of KMCH Institute of Health Sciences & Research (KMCH Medical College). Revenues under this segment increased from ₹ 2,060.38 Lakhs in FY 21 to ₹ 2,458.54 Lakhs in FY 22.

Below table shows the key drivers of revenues for the periods presented Year ended 31 March 2022

Particulars	2021-22	2020-21	Increase/ (Decrease)	% Increase/ (Decrease)
Inpatients (Nos.)	72,395	54,586	17,809	32.63
Inpatients Revenue (₹ in Lakhs)	64,404.12	48,766.89	15,637.23	32.07
Outpatients (Nos.)	8,14,689	5,88,626	2,26,063	38.41
Outpatients Revenue (₹ in Lakhs)	23,252.09	17,986.44	5,265.65	29.28
KMCH IHSR (No. of Students)	450	300	150	50.00
AHS Courses (No. of Students)	756	729	27	3.70
Income from Educational Institutions (₹ in Lakhs)	2,458.54	2,060.38	398.16	19.32
Other Operating Income (₹ in Lakhs)	484.92	222.47	262.45	117.97
Total	90,599.67	69,036.18	21,563.49	31.24

- KMCH IHSR – KMCH Institute of Health Sciences and Research
- AHS – Allied Health Sciences Courses

Particulars	2021-22	2020-21
Bed Capacity at the end of the Period (In Nos.)	1,854	1,629
Operating Beds at the end of the Period (In Nos.)	1,715	1,525
Inpatient (In Nos.)	72,395	54,586
Outpatient - New & Review (In Nos.)	8,14,689	5,88,626
Bed Occupancy Rate	48.66%	40.61%
Average Length of Stay (In Days)	4.21	4.14
Average Revenue per occupied bed (in ₹)	21,144	21,574

EXPENSES
MEDICINES AND HOSPITAL CONSUMABLES

During the year ended FY 22, Cost of Medicines and Hospital Consumables increased from ₹ 19,355.40 Lakhs in FY 21 to ₹ 25,627.38 Lakhs in FY 22. Increase is primarily due to increase in Surgeries consequent to second wave of COVID-19.

EMPLOYEE BENEFITS EXPENSE

Employee Benefit Expenses increased from ₹ 11,866.77 Lakhs in FY 21 to ₹ 15,076.07 Lakhs in FY 22. Increase is due to enhanced employee strength subsequent to reduction during pandemic time.

FINANCE COSTS

Finance Costs increased from ₹ 3,130.86 Lakhs in FY 21 to ₹ 4,323.01 Lakhs in FY 22, an increase of ₹ 1,192.15 Lakhs. This increase in Finance Costs is due to additional capitalization of Medical College Assets which was hitherto categorized under Capital Work in Progress.

DEPRECIATION AND AMORTIZATION EXPENSE

Depreciation and Amortization Expenses has increased from ₹ 6,802.51 Lakhs in FY 21 to ₹ 8,542.82 Lakhs in FY 22, an increase of ₹ 1,740.31 Lakhs. Increase is due to capitalization of Medical College Infrastructure and change in useful life of certain Property, Plant and Equipment. Additional Medical Equipment bought during the year is another reason for increase in Depreciation Expense.

OTHER EXPENSES

Table below summarizes the Operating and Other Administrative Expenses for the year ended 31 March 2022

Particulars	Year ended 31.03.2022		Year ended 31.03.2021		Increase/ (Decrease)	% Increase/ (Decrease)
	₹ in Lakhs	% of Revenue	₹ in Lakhs	% of Revenue		
Stores, Dietary, Power & Fuel	3,296.41	3.64	2,312.87	3.35	983.54	42.52
Professional & Consultancy Fees	13,053.21	14.41	10,434.08	15.11	2,619.13	25.10
Hospital Upkeep Expenses	1,849.17	2.04	1,292.99	1.87	556.18	43.02
Marketing & Advertising	443.20	0.49	210.49	0.30	232.71	110.56
Repairs & Maintenance	1,903.42	2.10	1,558.17	2.26	345.25	22.16
Rent	51.49	0.06	168.38	0.24	(116.89)	(69.42)
Other Administrative Expenses	3,548.19	3.92	2,515.39	3.64	1,032.80	41.06
Total	24,145.09	26.65	18,492.37	20.41	5,652.72	30.57

KEY FINANCIAL RATIOS

Key Financial Ratios are detailed in Note No. 56 of Notes to Financial Statements

LIQUIDITY

Primary Sources of Funds are Cash Flows generated from Operations as well as Long Term Borrowings, if required. It is expected that internally generated Cash Flows and our proposed drawdown from sanctioned debt will be adequate to service existing debt, fund internal growth and deploy funds for all Capital Expenditure.

RISK MANAGEMENT

In a rapidly changing business environment with dynamic customer requirements, business risks are constantly evolving. As a result, there is significant variation in the emerging risks landscape across businesses. On account of multi-fold increase in scale and the expanded area of operations, your company gets exposed to a wide range of both internal and external risks and uncertainties.

These internal and external factors may affect achievement of the company's objectives – whether they are strategic, operational or financial. Risk management's objective is to assure that uncertainty does not deflect the Company's progress from its envisioned business goals.

The Company Risk Management approach is towards striking a balance between managing risks and capitalising opportunities. Its response to identified risks includes acceptance, avoidance, transfer and mitigation. Greater focus is given towards ring-fencing the organisation from major risks that are likely to have a lasting impact on the Company profitability and sustainability.

CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis describing the health care sector's objectives, projections, estimates, expectations and predictions contain "forward looking statements" within the meaning of applicable laws and regulations. These statements and forecasts involve risk and uncertainty because they relate to events and depend upon circumstances that may or may not occur in the future. Actual results might differ materially from those either expressed or implied.

BUSINESS RESPONSIBILITY REPORT
SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

CIN	L85110TZ1985PLC001659
Name of the Company	KOVAI MEDICAL CENTER AND HOSPITAL LIMITED
Registered Address	No. 99, Avanashi Road, Coimbatore – 641014
Website	www.kmchhospitals.com
E-mail ID	secretarialdept@kmchhospitals.com
Financial Year Reported	2021-22
Sector(s) that the Company is engaged in (industrial activity code-wise)	1. Healthcare Sector – NIC Code 8610 2. Education Sector – NIC Code 8530
List three key products/services that the Company manufactures / provides (as in the Balance Sheet)	Healthcare Diagnostic Services Medical Education
Total number of Locations where the business activity is undertaken by the Company	KMCH's business activities includes operating hospitals and pharmacies and it has a presence in Coimbatore, Erode, Kovilpalayam and Sulur. KMCH Institute of Health Sciences and Research is situated in Coimbatore
Major markets served by the Company	India

SECTION B: FINANCIAL DETAILS OF THE COMPANY

Paid up Capital (₹)	1,094.23 Lakhs
Total Turnover (₹)	91,782.20 Lakhs
Total Profit after Tax (₹)	10,426.06 Lakhs
Total Spending on Corporate Social Responsibility (CSR) as a percentage of Profit After Tax (%)	2.02%
List of Activities in which CSR expenditure has been incurred	1. Sanitation 2. Promotion of Education 3. Preventive Healthcare

SECTION C: OTHER DETAILS

Does the Company have any Subsidiary Company/ Companies?	No
Do the Subsidiary Company/Companies participate in the BR Initiatives of the Parent Company? If yes, then indicate the number of such Subsidiary Companies	NA
Do any other entity/entities (e.g., suppliers, distributors, etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity /entities? [Less than 30%, 30-60%, More than 60%]	NA

SECTION D: BUSINESS REVIEW INFORMATION
1. Details of Director / Directors responsible for BR

DIN Number	00013536
Name	Dr. Nalla G Palaniswami
Designation	Managing Director
Telephone number	0422-4323800
E-mail ID	secretarialdept@kmchhospitals.com

2. Principle wise BR Policy / policies
a) Details of Compliances (Reply Y / N)

The National Voluntary Guidelines (NVGs) on Social, Environmental and Economic Responsibilities of Business released by Ministry of Corporate Affairs, Government of India have identified nine areas of Responsibility which have been coined in the form of nine Business Principles. These principles are as under:

Reference	Principles	Description
P1	Principle 1	Businesses should conduct and govern themselves with Ethics , Transparency and Accountability
P2	Principle 2	Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle
P3	Principle 3	Businesses should promote the well-being of all employees .
P4	Principle 4	Businesses should respect the interests of, and be responsive towards all stakeholders , especially those who are disadvantaged, vulnerable and marginalised
P5	Principle 5	Businesses should respect and promote human rights
P6	Principle 6	Businesses should respect , protect and make efforts to restore environment
P7	Principle 7	Businesses, when engaged in influencing public and regulatory policy , should do so in a responsible manner
P8	Principle 8	Businesses should support inclusive growth and equitable development
P9	Principle 9	Businesses should engage with and provide value to their customers and consumers in a responsible manner

S.No.	Questions	Business Ethics	Product Responsibility	Well-being of Employees	Responsiveness to Stakeholders	Respect Human Rights	Environmental Responsibility	Public Policy Advocacy	Support inclusive growth	Customer Relations
1	Do you have a policy / policies for	Y	Y	Y	Y	Y	Y	N	N	Y
2	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	N	N	Y

S.No.	Questions	Business Ethics	Product Responsibility	Well-being of Employees	Responsiveness to Stakeholders	Respect Human Rights	Environmental Responsibility	Public Policy Advocacy	Support inclusive growth	Customer Relations
3	Does the policy conform to any national / international standards? If yes, specify? (50 words)	Y	Y	Y	Y	Y	Y	N	N	Y
		Policies have been formulated taking into consideration of laws of land, environmental and safety norms. The policies are based on and/or in compliance with the applicable regulatory requirements								
4	Has the policy being approved by the Board? Is yes, it been signed by MD/owner/CEO/appropriate Board Director	Y	Y	Y	Y	Y	Y	N	N	Y
5	Does the company have a specified committee of the Board/Director/Official to oversee the implementation of the policy	Y	Y	Y	Y	Y	Y	N	N	Y
6	Indicate the link for the policy to be viewed online?	https://www.kmchhospitals.com/Policy/Code-of-Conduct.pdf https://www.kmchhospitals.com/Policy/CSR_Policy.pdf https://www.kmchhospitals.com/Policy/WB_Policy.pdf https://www.kmchhospitals.com/Policy/FP_ID.pdf								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	The policies have been formally communicated to internal and external stakeholders. It has been communicated to the external stakeholders through www.kmchhospitals.com								
8	Does the company have in-house structure to implement the policy/policies	Y	Y	Y	Y	Y	Y	N	N	Y
9	Does the company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies	Y	Y	Y	Y	Y	Y	N	N	Y
10	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency	The company has carried out internal/external audits as applicable for the respective policies. Audit/evaluation of the working of this policy is done by an internal or external agency.								

b) If answer to the question at serial number 1 against any principle is 'No', please explain why?

Not Applicable

3. Governance related to Business Responsibility (BR)

Indicate the frequency with which the Board of Directors, Committee of the Board or CEO assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year	The Board of Directors assess the BR performance of the Company annually.
Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently is it published?	Yes. It forms part of the Annual Report. The same is available in the website: https://www.kmchhospitals.com

SECTION E: PRINCIPLE-WISE PERFORMANCE
Principle 1
Businesses should conduct and govern themselves with Ethics, Transparency and Accountability
1. Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs /Others?

Policy relating to ethics, bribery and corruption is applicable to all stakeholders (Employees/ Vendors/Customers). The values and conduct mentioned in its existing “Code of ethics for directors, senior management and other employees” is practiced by all of its permanent staff. All the employees sign this Code at the time of joining the Company. Every year, the board members and senior management affirm compliance with this Code of Conduct. KMCH follows strict guidelines and policies in accordance with best industry practices and adopt zero tolerance approach towards any violation. We adhere to all applicable statutes in letter and spirit. Further, KMCH has put in place a Vigil Mechanism vide a Whistleblower Policy by which any Director or Employee of the Company can contact the Chairman of the Audit Committee of the Board to report any fraud or misfeasance in the affairs of the Company.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management?

The Company received five shareholder complaint which was redressed / resolved satisfactorily during the Financial Year 2021-22. Other stakeholder complaints relating to healthcare service are dealt by respective departments.

Principle 2
Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle
1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and / or opportunities.

KMCH continues to lead at the forefront of cancer care with multiple initiatives in Breast Cancer, Head & Neck Cancer, Paediatric Oncology, Haemato-oncology and upgraded Mammogram and PET scan.

Our continued focus and development of our dedicated breast clinic has made it one of India’s Best Breast Care centers in India. An advanced 3D Mammography system from Hologic, a world leader in mammography equipment, has recently been installed at KMCH and is extremely accurate and fast, enabling us to get 3-dimensional mammography done in four seconds with the highest resolution. KMCH pledged free mammography facility for women police personnel of Coimbatore and in this regard performed 115 Mammograms in a day, which is the most done by any hospital in the country.

KMCH opened a free Paediatric Oncology Ward in KMCH Medical College General Hospital, to cater to the needs of children with cancer, who cannot afford appropriate therapy. These children with potentially treatable cancers, would be treated in this unit, completely free of cost. It has both in-patient and day care services for kids.

Families of organ donors were appreciated in August 2021, wherein KMCH’s routine involvement in complex transplant surgeries were lauded. The hospital extensively preaches the noble principles of organ donation.

2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product(optional):

(a) Reduction during sourcing / production / distribution achieved since the previous year throughout the value chain?

(b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

KMCH adopts the concept of ‘Sustainable Development’ i.e. meeting the needs of the present without compromising the ability of future generations to meet their own needs. By following this concept, KMCH has been operating a 5.25 MW Solar Power Generation Plant which caters to 80% of electricity requirement per annum and through which the company has been saving 51% on its electricity bills.

KMCH monitors energy consumption through an Energy Management System, areas which consume high volume of electricity are monitored and alternate steps are taken to optimize energy utilization. Other energy conservation techniques that are employed include using equipment with 5 star ratings, use of movement sensors in bathrooms of the patient rooms (i.e., the lights are operated based upon human movement), operating a centralized A/c plant and phasing out tube lights with LED lights.

KMCH adopts the concept of zero discharge technology, under which an effluent treatment plant had been set up and the sewage water is treated for toxic effluents. The treated water is used for horticulture within the premises. KMCH has been operating a waste management system. Through this, bio-degradable food wastes are decomposed and biogas is produced for captive consumption in the hospital canteen which in turn results in reduced LPG cost.

3. Does the company have procedures in place for sustainable sourcing?

KMCH has a Sustainable Sourcing and Purchase policy to ensure good governance practices in our value chain. All purchases and contracts are executed in compliance with our policies. We strive to develop and encourage local suppliers to the extent possible while ensuring there is no compromise on quality. The underlying principles serve as guidelines for this Policy.

- Procure Quality Goods and Services which in turn enable the highest standards of patient care.
- Support and encourage meaningful participation of suppliers in a competitive process prior to the award of the supply or contract.
- Invite Tenders or proposals to help choose the vendor for the award of Purchase Order or a contract.
- Treat suppliers with courtesy, fairness, respect, honesty and professionalism to ensure that no supplier has an unfair advantage over his competitors

4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?

KMCH endeavours to develop the capacity of local suppliers while ensuring there is no compromise on quality so as to promote local sourcing and reduce carbon footprint.

5. Does the company have a mechanism to recycle products and waste?

Company follows a strict scrap disposal policy whereby we ensure that all medical and non-medical scrap which is generated inside the hospitals are collected, stored responsibly and disposed at regular intervals in compliance with all necessary rules and regulations. Bio-degradable food wastes are decomposed and biogas is produced for captive consumption in your hospital canteen which in turn results in reduced LPG cost. Sewage Water treated by the effluent treatment plant and is used for Horticultural purposes to provide landscaping to the entire facility. Waste Paper collected from Office and Hospital Records are also being sent for recycling.

Principle 3: Businesses should promote the wellbeing of all employees

- Please indicate the Total number of employees, Total number of employees hired on temporary/contractual/casual basis, Number of permanent women employees, Number of permanent employees with disabilities**

Particulars	As on 31 st March 2022
Total number of employees	4,678
Total number of employees hired on temporary / contractual / casual basis	323
Number of permanent women employees	3,010
Number of permanent employees with disabilities	1

- Do you have an employee association that is recognized by management?**

No

- What percentage of your permanent employees is members of this recognized employee association?**

Not Applicable

- Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.**

The Company does not employ child labour. During the financial year 2021-22 there were no complaints relating to forced labour, involuntary labour and sexual harassment.

- What percentage of your under mentioned employees were given safety & skill upgradation training in the last year?**

All employees in the Company (including Contract Employees) are provided with safety training as part of their induction programme. Aspects such as Safety Management, Patient Care Fundamentals, Incident Investigations are considered in Training Programme for all employees and contract workers. The Company has institutionalised continuous learning model for skill upgradation and development. The learning modules are also tailor made for management cadre employees.

Principle 4: Businesses should respect the interests of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

- Has the company mapped its internal and external stakeholders?**

Yes, the Company has identified its stakeholders in the Business Responsibility statement. These include, but not limited to Patients & their families, Healthcare Professionals, Employees, Investors, Business Partners / Suppliers, Media, Trade Associations, Civil society / NGO's, Local Communities and Government & Regulators.

- Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders.**

The Company is committed to equal opportunities in its employment practices. For employees, the company has instituted policies against unlawful discrimination and sexual harassment.

- Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders?**

Company's initiatives in the field of Corporate Social Responsibility are intended to cover wide spectrum of communities including the disadvantaged, vulnerable and marginalised stakeholders. These initiatives include areas like education, livelihood support, rural and infrastructure development, support to senior citizens and needy people, community hygiene and sanitation. Company engages with local community to ascertain their needs for planning, co-ordination and routine monitoring of its CSR programmes.

Principle 5: Businesses should respect and promote human rights
1. Does the policy of the company on human rights cover only the company or extend to the Group / Joint Ventures/ Suppliers / Contractors /NGOs / Others?

Policies on Human Rights including Code of Conduct, Anti-Sexual Harassment and the Whistleblower Policy cover all aspects of Human Rights for the Company and also extends to all the stakeholders of the Company.

2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?

Company did not receive any stakeholder complaint in FY 2021-22 relating to Human Rights.

Principle 6: Business should respect, protect and make efforts to restore the environment
1. Does the policy related to Principle 6 cover only the company or extends to the Group / Joint Ventures / Suppliers/ Contractors / NGOs / Others?

The Company's Environment, Health and Safety Policy is applicable to all its employees. As per the Code of Conduct the Company expects its suppliers and partners to be compliant with the code and applicable laws and regulations including environmental laws and regulations.

2. Does the company have strategies / initiatives to address global environmental issues such as climate change, global warming, etc?

The Company is committed to conducting its business in a manner that minimises adverse environment impacts. Resource conservation audits, sourcing energy from renewable sources and energy conservation projects are used to combat the effect of Climate Change and Global Warming.

3. Does the company identify and assess potential environmental risks?

The Company is committed and pro-active when it comes to managing the environmental impact caused by its operations. Responsible disposal of different categories of waste including bio-medical waste generated from our premises, is a key focus area of our environmental strategy and provides impetus for a number of action plans as well as industrial and scientific partnerships. Necessary arrangements have also been made with authorised vendors for the disposal of e-waste, solid waste and hazardous waste. Training is provided to employees on compliance to these.

4. Does the company have any project related to Clean Development Mechanism?

Since the Company is in the business of providing healthcare services and is not engaged in any manufacturing process, the compliance with Clean Development Mechanism is not applicable. Hence no projects relating to the same has been undertaken by the Company.

5. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc.

The important factors contributing to reduction in energy consumption and internal consumption apart from reduction in carbon footprint are:

- Phasing out of CFL lamps to LED lights.
- Using Solar and Wind power which is a renewable energy source.
- Energy optimization practices implemented in Transformer operation.

Apart from the above, we are involved in a range of initiatives such as:

- analyzing waste water effluents at our hospitals and assessing their impact on the environment.
- using state-of-the-art technologies to treat waste water discharge from our hospitals.
- limiting the environmental impacts of our business operations.

- carrying out environmental risk assessments.
- encouraging and supporting the proper use of medicines.
- Encouraging pre-fabricated construction technology than conventional one.

6. Are the Emissions / Waste generated by the company within the permissible limits given by CPCB / SPCB for the financial year being reported?

Yes, the emissions/wastes generated by the company are within the permissible limits given by CPCB/SPCB

7. Number of show cause/ legal notices received from CPCB / SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

Nil

Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

1. Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:

The Company is a member of many Trade / Chamber Associations. Some of them are:

- Association of Healthcare Providers of India
- Indian Medical Association
- Confederation of Indian Industry
- Southern Indian Chamber of Commerce and Industry
- Services Export Promotion Council

2. Have you advocated / lobbied through above associations for the advancement or improvement of public good?

The Company has advocated lobbied through various Industry Associations for improvement in the areas of Healthcare Reforms, Medical Education Reforms and Public Health Policy.

Principle 8: Businesses should support inclusive growth and equitable development

1. Does the company have specified programmes / initiatives / projects in pursuit of the policy related to Principle 8?

Yes. We foster our relations with one of our most important stakeholders i.e. Society. Our commitment to grow sustainable is inclusive of our responsibilities towards various section of the community.

Pursuant to the introduction of Corporate Social Responsibility (CSR) requirement as set out in section 135 of the Companies Act, 2013, the Company formulated a CSR policy covering education, rural development, protecting the environment and enriching the community life. CSR report giving the requisite details of CSR spending for the financial year 2021-22 forms part of the Annual Report of the Company.

2. Are the programmes / projects undertaken through in-house team / own foundation / external NGO / government structures /any other organization?

Our CSR philosophy is to contribute towards welfare of society through various initiatives. To make it more impactful we believe in doing things on our own and also through external Agencies. The Company would use in-house expertise to manage its initiatives.

3. Have you done any impact assessment of your initiative?

No such impact assessment was carried out.

4. What is your company's direct contribution to community development projects- Amount in ₹ and the details of the projects undertaken?

Our CSR contributions largely lies in the area of sanitation and infrastructure facilities to educational institutions. CSR report giving the requisite details of CSR spending for the financial year 2021-22 forms part of the Annual Report of the Company.

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community?

The Company monitors the outcome of the CSR initiatives in relation to the objectives.

Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner

1. What percentage of customer complaints / consumer cases are pending as on the end of financial year?

KMCH serves their patients through their network of Hospitals in and around Coimbatore. Patients' complaints are redressed through patient service co-ordinators and counsellors. These in turn are escalated to respective Departmental Heads, Nursing Superintendents, Medical Directors depending on their gravity and exigencies of the situation. Most of these are resolved amicably which in turn brings substantial goodwill to the Hospital. KMCH also has a Grievance Redressal Committee which studies all the complaints and takes corrective / remedial action as may be required. Those further aggrieved seek available legal recourse and KMCH represents and defends the case through their legal department along with inputs / advise from domain experts. 21 cases are pending before Consumer Forums and Civil Courts pertaining to customers as at the end of the Financial year.

2. Does the company display product information on the product label, over and above what is mandated as per local laws?

Not Applicable.

3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year?

Nil

4. Did your company carry out any consumer survey/ consumer satisfaction trends?

The Company collects patient feedback (OP, IP and Master Health Checkup Patients) through physical feedback forms and through Suggestion Box system.

REPORT ON CORPORATE GOVERNANCE
(Annexure to the Thirty Sixth Directors' Report 2021-22)
INTRODUCTION

The Company has adopted the requirements of Corporate Governance as specified under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), as amended from time to time, the disclosure requirements of which are detailed herein.

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

For your Company, good corporate governance is a synonym for sound management, transparency and disclosure, encompassing good corporate practices, procedures, standards and implicit rules which propel the company to take sound decisions, thus maximising long-term shareholder value without compromising on integrity, social obligations and regulatory compliances.

2. BOARD OF DIRECTORS
a. Composition

As on 31st March 2022, the strength of the Board is thirteen Directors of which three are Executive Directors. As per SEBI (LODR) Regulations 2015, if the Chairman is an Executive, atleast half of the Board should comprise of Independent Directors. There are seven Independent Directors in our Board.

None of the Independent Directors of the Company serve as an Independent Director in more than seven listed Companies and where any Independent Director is serving as whole-time director in any listed company, such director does not serve as an Independent Director in more than three listed Companies.

The number of Directorships, Committee Membership(s)/Chairmanship(s) of all Directors is within respective limits prescribed under the Companies Act, 2013 and Listing Regulations.

As on 31st March, 2022, none of the Directors on the Board hold the office of Director in more than 10 Public Limited Companies. In accordance with Regulation 26 of the Listing Regulations, none of the Directors are members in more than 10 committees excluding private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013 or act as Chairperson of more than 5 committees across all listed entities in which he/she is a Director. The Audit Committee and Stakeholders' Relationship Committee are only considered in computation of limits. Further all Directors have informed about their Directorships, Committee Memberships/Chairmanships including any changes in their positions. Relevant details of the Board of Directors as on March 31, 2022 are given below:

KMCH Board comprises of qualified members who bring in required skills, competence and expertise that allows them to make effective contributions to the Board and its committees. None of the Directors are disqualified during the year. A Certificate of Non-Disqualification of Directors from M/s KSR & Co Company Secretaries LLP, Practising Company Secretaries is annexed to this report.

Matrix of skills/ expertise/ competence of the Board of Directors

The Board of Directors are satisfied that the current composition reflects and appropriate mix of knowledge, skills, experience, diversity and independence. The Board provides leadership, strategic guidance, objective and an independent view to the Company's management while discharging its fiduciary responsibilities, thereby ensuring the management adheres to high standards of ethics, transparency and disclosure.

KMCH requires skill / expertise / competencies in the areas of leadership, finance, capital projects, governance, Government liaison, Hospital Management and new medical advancements and technology absorption, to efficiently carry on its Healthcare and Educational activities.

Details of the core skills / expertise/ competencies identified by the Board of Directors as required in the context of the business(es) and sector(s) in which it operates to function effectively and the names of Directors who possess such skills / expertise / competencies.

Core Skills / Expertise / Competence	Business Leadership	Financial Expertise	Capital Projects	Corporate Governance	Govt. Liaison	Hospital Management & Quality Patient Care	New Medical Advances & Technology Absorption
Dr. Nalla G Palaniswami	✓	✓	✓	✓	✓	✓	✓
Dr. Thavamani Devi Palaniswami	✓	✓	✓	✓	✓	✓	✓
Dr. Arun N Palaniswami	✓	✓	✓	✓	✓	✓	✓
Dr. Mohan S Gounder	✓	✓	✓	✓	-	✓	✓
Dr. M.C.Thirumoorthi	✓	-	✓	✓	-	✓	✓
Dr. Purani P Palaniswami	✓	✓	✓	✓	-	✓	✓
Mr. Kasi K Goundan	✓	✓	✓	✓	-	✓	-
Dr. M.Manickam	✓	✓	✓	✓	✓	-	-
CA. A.M.Palanisamy	✓	✓	✓	✓	✓	✓	-
Mr. K.Saminathan	✓	✓	✓	✓	✓	-	-
Mrs. R.Bhuvaneshwari	✓	✓	✓	✓	-	-	-
Mr.A.P.Ammasaiutti	✓	✓	✓	✓	✓	-	-
Dr.K.Kolandaswamy	✓	-	✓	✓	✓	✓	✓

S. No.	Name of the Director	Category of Directors	Directorship in other Public Ltd. Companies	Membership and/ or Chairperson of Committees in other Public Ltd. Companies	Directorship in other Listed Companies (Category of Directorship)
1	Dr. Nalla G Palaniswami	Promoter, Non-Independent & Executive	1	---	---
2	Dr. Thavamani Devi Palaniswami	Promoter, Non-Independent & Executive	---	---	---
3	Dr. Arun N Palaniswami	Promoter, Non-Independent & Executive	---	---	---
4	Dr. Mohan S Gounder	Promoter, Non-Independent & Non-Executive	---	---	---
5	Dr. M.C.Thirumoorthi	Promoter, Non-Independent & Non-Executive	1	---	Appu Hotels Limited (Independent, Non-Executive)
6	Dr. Purani P Palaniswami	Promoter, Non-Independent & Non-Executive	---	---	---
7	Mr. Kasi K Goundan	Independent & Non-Executive	---	---	---
8	Dr. M.Manickam	Independent & Non-Executive	8	2	Sakthi Sugars Limited (Chairman and Managing Director, Executive) Sakthi Finance Limited (Chairman, Non-Executive)
9	CA. A.M.Palanisamy	Independent & Non-Executive	1	---	K.P.R. Mill Limited (Independent, Non-Executive)
10	Mr. K.Saminathan	Independent & Non-Executive	---	---	---
11	Mrs. R.Bhuvaneshwari	Independent & Non-Executive	2	4	Precot Limited (Independent, Non-Executive) Elgi Rubber Company Limited (Independent, Non-Executive)
12	Mr.A.P.Ammasaiyuthi	Independent & Non-Executive	---	---	---
13	Dr.K.Kolandaswamy	Independent & Non-Executive	---	---	---

All independent directors possess the requisite qualifications and are very experienced in their own fields. Necessary disclosures have been obtained from all the Directors regarding their directorship and have been taken on record by the Board.

The Board confirms that all the Independent Directors of the Company fulfill the requirements of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 and are independent of the management.

b. Attendance of Directors at the Board Meetings and Annual General Meeting

The Board met four times during the financial year 2021-22. The meetings were held on 03rd June 2021, 12th August 2021, 25th November 2021 and 11th February 2022. The Board of Directors of the Company had met not exceeding with a maximum time gap of one hundred and twenty days. The relevant details are as under:

S. No.	Name of the Director	No. of Board Meetings held during the tenure	No. of Board Meetings attended during the tenure	Attendance at the last AGM (Yes/No)
1	Dr. Nalla G Palaniswami	4	4	Yes
2	Dr. Thavamani Devi Palaniswami	4	4	Yes
3	Dr. Arun N Palaniswami	4	4	Yes
4	Dr. Mohan S Gounder	4	4	Yes
5	Dr. M.C.Thirumoorthi	4	4	Yes
6	Dr. Purani P Palaniswami	4	4	Yes
7	Mr. Kasi K Goundan	4	4	Yes
8	Dr. M.Manickam	4	3	No
9	CA. A.M.Palanisamy	4	4	Yes
10	Mr. K.Saminathan	4	3	Yes
11	Mrs.R.Bhuvaneshwari	4	4	Yes
12	Mr.A.P.Ammasakutti	4	4	Yes
13	Dr.K.Kolandaswamy	3	3	Yes

The dates for the board meetings are fixed after taking into account the convenience of all the Directors and sufficient notice is given to them. Detailed agenda notes are sent to the Directors. All the information required for decision making are incorporated in the agenda. Those that cannot be included in the agenda are tabled at the meeting. The Managing Director appraises the Board on the overall performance of the Company at every board meeting. Legal issues, write-offs, provisions, purchase and disposal of capital assets are all brought to the notice of the Board.

The Board reviews performance, approves capital expenditures, sets the strategy the company should follow and ensures financial stability. The Board takes on record the actions taken by the company on all its decisions periodically.

The Board also takes on record the declaration made by the Company Secretary, Managing Director and the Chief Financial Officer regarding compliances of all laws on a quarterly basis.

3. COMPOSITION OF BOARD COMMITTEES

For effective and efficient functioning of the Company, the Board has formed the following Committees:

- a. Audit Committee
- b. Nomination and Remuneration Committee
- c. Stakeholders Relationship Committee
- d. CSR Committee
- e. Risk Management Committee

The Company Secretary of the Company acts as a Secretary for all the above Committee meetings.

a) Audit Committee

The terms of reference of this committee covers matters specified under SEBI (LODR) Regulations 2015 and Section 177 of the Companies Act 2013 and other matters referred by the Board from time to time. The Committee lays emphasis on adequate disclosures and compliance with all relevant statutes.

Terms of Reference of Audit Committee

The role of the audit committee shall include the following:

1. Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - b. Changes, if any, in accounting policies and practices and reasons for the same;
 - c. Major accounting entries involving estimates based on the exercise of judgment by management;
 - d. Significant adjustments made in the financial statements arising out of audit findings;
 - e. Compliance with listing and other legal requirements relating to financial statements;
 - f. Disclosure of any related party transactions;
 - g. Modified opinion(s) in the draft audit report;
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the listed entity with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the listed entity, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

18. To review the functioning of the whistle blower mechanism;
19. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the audit committee.
21. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
22. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Management letters / letters of internal control weaknesses issued by the statutory auditors;
3. Internal audit reports relating to internal control weaknesses; and
4. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
5. Statement of deviations:
 - a. Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - b. Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7).

The Board of Directors of the company has formed a Sub-Committee of the Board as Audit Committee consisting of the following members.

Composition of Committee and Attendance of Members:

S. No.	Name of the Member	Category	Position	No. of meetings held during their tenure	No. of meetings attended
1	CA.A.M.Palanisamy	Independent Director	Chairman	4	4
2	Mr.K.Saminathan	Independent Director	Member	4	4
3	Mr.A.P.Ammasai kutti	Independent Director	Member	3	3
4	Mrs.R.Bhuvaneshwari	Independent Director	Member	3	3

During the year the Committee met on 03.06.2021, 12.08.2021, 25.11.2021 and 11.02.2022.

b) Nomination and Remuneration Committee

The Board of Directors of the Company have formed a Sub-Committee of the Board known as Nomination and Remuneration Committee.

The following policy has been formulated by the Nomination and Remuneration Committee and adopted by the Board of Directors at their meeting held on 23.05.2014.

The objectives of the Policy are:

1. That the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors, KMP and Senior Management Personnel one level below the Board of the quality required to run the Company successfully.
2. That the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
3. That the remuneration to Directors, KMP and Senior Management Personnel (one level below the Board) of the company involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.
4. To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-executive) and persons who may be appointed in Senior Management (one level below the Board), Key Managerial Positions and to determine their remuneration.
5. To determine remuneration based on the Company's size and financial position and trends and practices on remuneration prevailing in peer companies in the industry.
6. To carry out evaluation of the performance of Directors, as well as Key Managerial and Senior Management Personnel (one level below the Board) and to provide for reward(s) linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
7. To carryout evaluation of performance of Independent Directors and their appointments.
8. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage and
9. To lay down criteria for appointment and removal of Directors, KMP and Senior Management Personnel (one level below the Board) and evaluation of their performance.

The remuneration for Managing Director, Joint Managing Director and Executive Director for the Financial Year ended 31.03.2022 is paid on the basis of the approval accorded by the shareholders and in accordance with the limits laid down in Schedule V to the Companies Act, 2013.

The Committee also recommends the remuneration and changes therein of Managing Director, Joint Managing Director and Executive Director within the limits approved by the Shareholders.

(I) Brief description of terms of reference is for:

- A. Appointment of the Directors and Key Managerial Personnel of the Company; and
- B. Fixation of the remuneration of the Directors, Key Managerial Personnel and other employees of the Company.

(II) Composition of Committee and Attendance of Members:

S. No.	Name of the Member	Category	Position	No. of meetings held during their tenure	No. of meetings attended
1	CA.A.M.Palanisamy	Independent Director	Chairman	2	2
2	Mr.K.Saminathan	Independent Director	Member	2	2
3	Mr.A.P.Ammasaikutti	Independent Director	Member	1	1
4	Mrs.R.Bhuvaneshwari	Independent Director	Member	1	1

This committee recommends the appointment / reappointment of Executive Directors and the appointment of employees from the level of Vice-president and above along with the remuneration to be paid to them. The remuneration is fixed keeping in mind the persons track record, his/her potential individual performance, the market trends and scales prevailing in the similar industry. During the financial year 2021-22 the committee met on 02.06.2021 and 11.08.2021. The Nomination and Remuneration Policy of the company has been disclosed on the website of the company and the web link thereon is :

https://kmchhospitals.com/wp-content/uploads/2016/pdf/Nomination_Remuneration_&Evaluation_Policy.pdf

(III) REMUNERATION TO DIRECTORS

The details of remuneration paid / payable, sitting fees and commission paid to each Director during the year ended 31st March 2022 are given below:

(₹ in Lakhs)

S.No.	Name of the Director	Remuneration	Sitting Fees (Board & Committee Meetings)	Commission	No. of shares held
1	Dr. Nalla G Palaniswami	118.14	-	296.42	10,000
2	Dr. Thavamani Devi Palaniswami	110.08	-	296.42	12,41,997
3	Dr. Arun N Palaniswami	76.46	-	148.21	10,000
4	Dr. Mohan S Gounder	-	1.20	-	10,000
5	Dr. M.C.Thirumoorthi	-	1.20	-	6,013
6	Dr. Purani P Palaniswami	-	1.20	-	10,000
7	Mr. Kasi K Goundan	-	1.20	-	-
8	Dr. M.Manickam	-	0.90	-	-
9	CA. A.M.Palanisamy	-	4.70	-	4,000
10	Mr. K.Saminathan	-	4.50	-	8,000
11	Mrs. R. Bhuvaneshwari	-	2.40	-	-
12	Mr.A.P.Ammasaiyappan	-	4.40	-	-
13	Dr.K.Kolandaswamy	-	0.90	-	-

Out of the total 13 directors, three are Executive Directors. The remuneration payable to these Directors is determined by the Board on the recommendation of the Nomination and Remuneration Committee. The Non-Executive Directors do not draw any remuneration from the company except sitting fees for attending the meetings of the board and its committees.

There were no pecuniary relationships or transactions of the Non-Executive Directors vis-à-vis the company during the Financial Year ended 31st March 2022.

c) Stakeholders Relationship Committee

Terms of Reference

The Board of Kovai Medical Center and Hospital Limited constituted a Stakeholders Relationship Committee to facilitate prompt and effective redressal of shareholders' complaints and reporting of the same to the Board periodically.

Composition of Committee and Attendance of Members:

S. No.	Name of the Member	Category	Position	No. of meetings held during their tenure	No. of meetings attended
1	CA.A.M.Palanisamy	Independent Director	Chairman	11	11
2	Dr.Nalla G Palaniswami	Executive, Non-Independent Director	Member	11	11
3	Dr.Arun N Palaniswami	Executive, Non-Independent Director	Member	10	10
4	Mr.K.Saminathan	Independent Director	Member	11	11
5	Mr.A.P.Ammasaiakutti	Independent Director	Member	10	10

This Committee meets approximately every fortnight to consider the request for transfer of shares and investors' grievance received on regular basis.

The committee met regularly to approve share transfers, transmissions, issue of duplicate share certificates, rematerialisation of shares and all other issues pertaining to shares and also to redress investor grievances like non-receipt of dividend warrants, non-receipt of share certificates etc. The committee regularly reviews the movement in shareholding and ownership structure. The committee also reviews the performance of the Registrar and Share Transfer Agent. During the year 2021-22, the committee met on 03.05.2021, 02.08.2021, 27.08.2021, 22.09.2021, 21.10.2021, 01.11.2021, 18.11.2021, 22.12.2021, 17.01.2022, 09.02.2022 and 04.03.2022.

All the requests and complaints received from the shareholders were attended to within the stipulated time and nothing was pending for disposal at the end of the year. CS. S.P.Chittibabu, Company secretary is the Compliance Officer of the company. For any clarification / complaint, the shareholders may contact CS. S.P.Chittibabu, Company Secretary at the registered office of the Company. During the financial year ended 31.03.2022, the company has received five complaints from the shareholders. The complaints were redressed to the satisfaction of the shareholders.

d) Corporate Social Responsibility (CSR) Committee

In compliance with the provisions of Section 135 of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has constituted the Corporate Social Responsibility ("CSR") Committee. The CSR Committee of the Board consists of the following members.

Composition of Committee and Attendance of Members:

S. No.	Name of the Member	Category	Status	No. of meetings held during their tenure	No. of meetings attended
1	Dr.Nalla G Palaniswami	Executive, Non-Independent Director	Chairman	3	3
2	Dr.Thavamani Devi Palaniswami	Executive, Non-Independent Director	Member	3	3
3	Mr.K.Saminathan	Independent Director	Member	3	3
4	Mrs.R. Bhuvaneshwari	Independent Director	Member	2	2
5	Mr.A.P.Ammasaiakutti	Independent Director	Member	2	2

During the year the Committee met three times on 02.06.2021, 11.08.2021 and 10.02.2022 and a detailed CSR spending report is appended as Annexure forming part of the Directors Report.

e. Risk Management Committee

Terms of Reference

The Risk Management Committee (“RMC”) was constituted in compliance with the provisions of Regulation 21 of SEBI Listing Regulations with majority of Board of Directors as its members. The terms of reference of this Committee are as specified under Regulation 21 of SEBI Listing Regulations, read with Part D of Schedule II. The RMC shall monitor and review the risk management plan of the Company and perform such other functions as mandated by the Board of Directors.

Composition of Committee and Attendance of Members:

The Board of Kovai Medical Center and Hospital Limited constituted a Risk Management Committee to to identify, assess, monitor and manage its business risk, including any material changes to its risk profile. This Committee meets atleast two times a year to monitor, review and manage the risk management processes.

S. No.	Name of the Member	Category	Status	No. of meetings held	No. of meetings attended
1	Dr.Nalla G Palaniswami	Executive, Non-Independent Director	Chairman	2	2
2	Dr.Arun N Palaniswami	Executive, Non-Independent Director	Member	2	2
3	Mr.A.M.Palanisamy	Independent Director	Member	2	2
4	CA.M.K.Ravindrakumar	Chief Financial Officer	Member	2	2

During the year the Committee met two times on 24.11.2021 and 10.02.2022.

4. MEETING OF INDEPENDENT DIRECTORS

The Independent Directors of the Company had met one time during the year on 10.02.2022 to review the performance of Non-Independent Directors and the Board as a whole, review the performance of the Chairperson of the Company and had assessed the quality, quantity and timeliness of flow of information between the company management and the Board. The Independent Directors expressed their satisfaction on the performance of the Chairperson and other non-independent Directors on the Board. The terms and conditions of the Appointment / re-appointment of Independent Directors are available on the Company’s website:

<https://www.kmchhospitals.com/wp-content/uploads/2019/09/Letter-of-Appointment-for-Independent-Directors.pdf>

5. DISCLOSURES

a. Related Party Transactions

There have been no materially significant related party transactions as defined under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 with the company’s Promoters, Directors, the management, their subsidiaries or relatives which may have potential conflict with the interests of the company at large. All transactions are undertaken at arm’s length and in the ordinary course of business. There were no transactions which are material in nature. The necessary disclosures regarding the transactions are given in the notes to accounts. The Company has also formulated a policy on dealing with the Related Party Transactions and necessary approval of the Audit Committee and Board of Directors were taken wherever required in accordance with the Policy.

Details of related party transactions is disclosed in Note No.45 forming part of the Accounts, as required under Indian Accounting Standard 24 of The Institute of Chartered Accountants of India.

The Company has also formulated a policy for determining the Material Related Party Transactions and the details of such policies for dealing with Related Party Transactions and such transactions are disseminated in the website of the Company.

b. Compliance by the Company

The Company has fairly complied with the requirements of the Stock Exchange and SEBI during the last three years, except, as disclosed from time to time.

The details of penalty paid to the stock exchanges and Ministry of Corporate Affairs for the FY 2021-22, for Non-compliances is as given below:

Name of the Authority	Particulars	Amount of Fine/penalty (₹)
BSE Limited	Late submission of financial results under Regulation 33 of SEBI (LODR) Regulations, 2015 for the quarter ended 30 th September 2021	50,000/-
Ministry of Corporate Affairs	Non-compliance with Section 12 of Companies Act, 2013	1,60,000/-

c. Accounting Treatment

The Company follows Indian Accounting Standards (Ind AS) as notified under Section 133 of the Companies Act 2013 and the Company has not adopted a treatment different from the prescribed Standards.

d. Insider Trading Policy

SEBI (Prohibition of Insider Trading) (Amendment) Regulation 2018 dated 31st December 2018 was introduced bringing amendments to “Code of Conduct for Insider Trading” (<https://www.kmchhospitals.com/Policy/COC.pdf>) and “Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information” (<https://www.kmchhospitals.com/Policy/COP.pdf>). Consequently, the Board of Directors brought in all the corresponding amendments to the above two mentioned Codes and necessary disclosures have been made in our website.

e. CEO / CFO Certification

As required by SEBI (LODR) Regulations, 2015, the CEO and CFO certification on Financial Statements, Cash Flow Statement and Internal Control Systems for financial reporting for the year ended March 31, 2022 have been obtained and incorporated in the Company’s Annual Report.

f. Statutory Auditor’s Remuneration

During the year, the Company has paid remuneration to Statutory Auditor M/s VKS Aiyer & Co., Chartered Accountants as detailed under Note: 36(1) in the Notes on Financial Statements.

g. Compliance with Corporate Governance Norms

The Company has complied with all the mandatory requirements of Corporate Governance norms as enumerated in SEBI (LODR) Regulations, 2015.

h. Material Subsidiary

The Company does not have any material subsidiaries.

i. Familiarisation Program

Details of Familiarisation Program Policy and programs imparted to Independent Directors are available on the Company’s Website: <https://kmchhospitals.com/wp-content/uploads/2022/05/Familiarization-Programme-2021-22.pdf>

j. Management Discussion and Analysis Report

Information on operational and financial performance etc., is provided in the Management Discussion and Analysis Report, which is annexed to the Directors’ Report and has been prepared inter-alia in compliance with the terms of SEBI (LODR) Regulations, 2015.

k. Unpaid / Unclaimed Dividend

The Ministry of Corporate Affairs notified provisions relating to unpaid / unclaimed dividends under Sections 124 and 125 of the Companies Act, 2013 and the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules. As per the new Rules, dividends not encashed / claimed seven years from the date of declaration are to be transferred to the Investor Education and Protection Fund (IEPF) Authority. The Rules mandate companies to transfer shares of shareholders whose dividends remain unpaid/ unclaimed for a continuous period of seven years

to the demat account of the IEPF Authority. The shareholders whose dividend / shares are transferred to the IEPF Authority can now claim their shares / dividend from the Authority.

In accordance with the IEPF Rules, the Company sent a notice to all shareholders whose shares are due to be transferred to the IEPF Authority and published the requisite advertisement in the newspaper.

In terms of the provisions of the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 / Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001, an amount of ₹ 4.32 Lakhs of unclaimed dividend was transferred to the Investor Education and Protection Fund during the year. The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company on the Company's website https://kmchhospitals.com/2022/UD_2022.pdf.

S.No.	Financial Year	Date of Declaration of Dividend	Due date for transfer to Investor Education and Protection Fund of Govt. of India
1	2014-15	25 Sep 2015	23 Oct 2022
2	2015-16	30 Aug 2016	28 Sep 2023
3	2016-17	11 Aug 2017	09 Sep 2024
4	2017-18	06 Aug 2018	04 Sep 2025
5	2018-19	16 Aug 2019	14 Sep 2026
6	Interim Dividend 2019-20	25 Feb 2020	23 Mar 2027
7	2020-21	16 Sep 2021	14 Oct 2028

(I) Equity Shares in Suspense Account

As per SEBI (LODR) Regulations 2015, a separate Demat Suspense Account has been opened with the Depository Participant and the voting rights on the shares outstanding in the suspense account as on March 31, 2022 shall remain frozen till the rightful owner of such shares claims the shares.

As on 31st March 2022 there are no shares outstanding in the suspense account.

The Company reports the following details of shares lying in Suspense Account.

- Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year : NIL
- Number of shareholders who approached listed entity for transfer of shares from suspense account during the year : NIL
- Number of shareholders to whom shares were transferred from suspense account during the year : NIL
- Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year : NIL
- That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares : NIL

7. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has established a mechanism for Directors / Employees to report concerns about unethical behaviour, actual or suspected fraud or violation of the code of conduct or ethics policy. It also provides for adequate safeguards against victimization of directors/ employees who avail of the mechanism. The Company affirms that no personnel has been denied access to the Audit Committee. The Company has formulated a Policy of Vigil Mechanism and has established a mechanism that any personnel may raise Reportable Matters within 30 days after becoming aware of the same. All suspected violations and Reportable Matters are reported to the Chairman of the Audit Committee at e-mail id ampalanisamy@yahoo.co.in. The key directions/actions will be informed to the Managing Director of the Company.

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

The Company has in place a Prevention of Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the work place (Prevention, Prohibition and Redressal) Act 2013. An Internal Complaint Committee has been set up to redress complaints received regarding sexual harassment. During the year 2021-22, no complaints were received by the Company related to sexual harassment.

9. CODE OF CONDUCT FOR THE BOARD OF DIRECTORS AND THE SENIOR MANAGEMENT PERSONNEL

The standards for business conduct provide that the Directors and the Senior Management will uphold ethical values and legal standards as the company pursues its objectives and that honesty and personal integrity will not be compromised under any circumstances. A copy of the said code of conduct is available on the website of the Company. As provided under SEBI (LODR) Regulations, 2015, the Board members and Senior Management Personnel have affirmed compliance with the code of conduct for the Financial Year 2021-22.

10. REGISTRAR & SHARE TRANSFER AGENT AND DEPOSITORY REGISTRAR

M/s GNSA Infotech Private Limited is the Registrar for the demat segment and also the share transfer agent of the Company, to whom communications regarding share transfer and dematerialization requests must be addressed. All matters connected with share transfer, transmission, dividend payment is handled by the share transfer agent. Share transfers are processed within 15 days of lodgement. A Practising Company Secretary certifies on a quarterly basis the timely dematerialization of shares of the company.

Address and contact details of the RTA :

GNSA Infotech Private Limited
 STA Department, Nelson Chambers,
 F-Block, 4th Floor, No.115 Nelson Manickam Road,
 Aminjikarai, Chennai - 600 029.
 Tel. No.: 044 – 42962025; Fax No.: 044 – 42962025,
 E-mail : sta@gnsaindia.com

11. (a) SHARE TRANSFER SYSTEM

Request for transfer of shares held in physical forms, received by the company are processed and generally, the share certificates are dispatched within the stipulated time under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, these documents are clear and complete in all aspects except, in cases where there are disputes over title of shares.

Certificate of compliance for share transfer formalities as required under SEBI (LODR) Regulations, 2015 was obtained from a Company Secretary in Practice and filed with the Stock Exchange.

(b) DEMATERIALISATION OF SHARES

The Company has already entered into agreements, with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to enable members of the Company, to select the Depository of their choice for holding and dealing in shares in electronic form.

The shareholders are requested to make use of such facility for maximizing their convenience in dealing with Company's shares. The ISIN (International Securities Identification Number) of the Company is INE 177F01017.

As on 31.3.2022, 92.34% of the Company's paid-up equity capital was held in dematerialized form. The Company has not issued any ADRs/GDRs/Warrants or any Convertible Instruments during the year.

12. MEANS OF COMMUNICATION

Quarterly Results: The quarterly financial results are generally published within forty five days from the end of each quarter.

Audited Results: The audited results are announced within sixty days from the end of the last quarter as stipulated in SEBI (LODR) Regulations, 2015. The audited annual financial results form a part of the Annual Report and the same is being sent to the shareholders prior to the Annual General Meeting.

The quarterly, half yearly, annual financial statements and other required information to the shareholders are posted on the Company's website : www.kmchhospitals.com and published in English and Tamil Newspapers.

13. SHAREHOLDERS MEETING

During the period, one General Meeting was held as per the details hereunder:

Particulars	35 th AGM 2021
Date of the meeting	16.09.2021
No. of Members Attended	44
No. of Proxies Attended	Nil
Chairman of the Meeting	Dr.Nalla G Palaniswami
Chief Financial Officer	CA.M.K.Ravindra Kumar
Company Secretary	CS.S.P.Chittibabu

The details of the Annual General Meetings / Extra-ordinary General Meeting held during the last three years are as under:

Year	Date	Venue	Time
2020-21	16.09.2021	Through Video Conferencing / Other Audio Visual Means (Deemed Venue: 99 Avanashi Road, Coimbatore – 641 014)	04.00 p.m
2019-20	19.09.2020	Through Video Conferencing / Other Audio Visual Means (Deemed Venue: 99 Avanashi Road, Coimbatore – 641 014)	04.00 p.m.
2018-19	16.08.2019	A.P.Kalyana Mandapam, Goldwins, Coimbatore	11.00 a.m.

The following Special Resolutions were passed by the Members during the previous three Annual General Meetings.

At The Annual General Meeting held on August 16, 2019:

- Appointment of Independent Directors
- Re-appointment of Managing Director

At the Annual General Meeting held on September 19, 2020:

- Re-appointment of Joint Managing Director

At the Annual General Meeting held on September 16, 2021:

- Revision in terms of Remuneration of Executive Director

Postal Ballot

During the year two special and two ordinary resolutions were passed by the members through Postal Ballot.

- Amendment in Articles of Association of the Company
- Appointment of Mr. A.P.Ammasaiyappan (DIN: 00909930) as an Independent Director of the Company
- Appointment of Dr.K.Kolandaswamy (DIN: 06702305) as an Independent Director of the Company
- Approval for increase in Remuneration of Dr.K.S.K Murugaiyan holding an office or place of profit in the Company

14. GENERAL SHAREHOLDERS INFORMATION

a.	AGM Date and time	7 th September 2022 at 4.00 p.m (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM)
b.	Financial Calendar	
	1 st Quarter	1 st April to 30 th June
	2 nd Quarter	1 st July to 30 th September
	3 rd Quarter	1 st October to 31 st December
	4 th & last Quarter	1 st January to 31 st March
c.	Date of Book closure	27 th August 2022 to 7 th September 2022 (both days inclusive)
d.	Dividend Payment Date	On or before 6 th October 2022
e.	Listing of	
	i. Equity Shares	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001
	ii. Listing Fees	Paid for the above Stock Exchange for 2021-22
f.	Custodial Fees	Paid the fees to NSDL and CDSL for 2021-22.
g.	Compliance Officer & Address for Correspondence	CS. S.P.Chittibabu, Company Secretary 99, Avanashi Road, Coimbatore – 641 014.
h.	Stock Exchange Security Code for Equity Shares : Bombay Stock Exchange Limited	Security Code: 523323 Security ID : KOVAI
i.	Demat ISIN Numbers in NSDL & CDSL for Equity Shares	INE 177F01017
j.	Branches	<ol style="list-style-type: none"> 1. KMCH – City Center, 18, Vivekananda Road, Ram Nagar, Coimbatore – 641 009. 2. KMCH – Speciality Hospital, 16, Palaniappa Street, Erode – 638 009. 3. KMCH – Sulur Hospital, 242-B, Trichy Road, Coimbatore – 641 402. 4. KMCH – Kovilpalayam Hospital, 87C, Sathy Main Road, Sarkar Samakulam, Kovilpalayam, Coimbatore - 641107 5. KMCHIHSR – Medical College Hospital, 99 Avanashi Road, Coimbatore – 641 014

15. RECONCILIATION OF SHARE CAPITAL AUDIT

For each of the quarter in the Financial Year 2021-22, a qualified Practising Company Secretary, carried out Share Capital Audit as stipulated by the Securities and Exchange Board of India to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and total issued / listed capital.

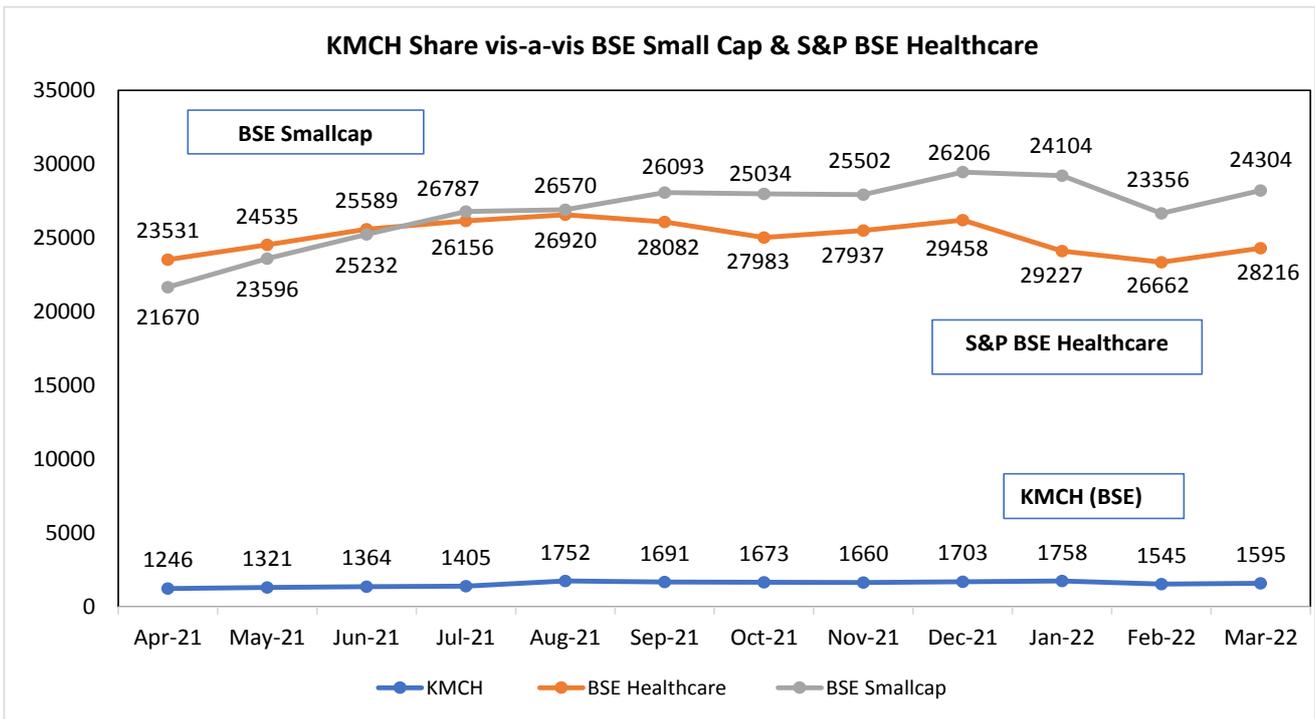
The Audit Reports confirm the total issued/paid-up capital, is in agreement with total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL and in respect of the above, quarterly Secretarial Audit Report was filed with the Stock Exchange.

16. STOCK MARKET DATA

Monthly high and low quotations of shares traded on BSE Limited for the period April 2021 to March 2022 is given below.

in ₹

Month	High	Low
April 2021	1340.00	1082.25
May 2021	1444.00	1231.00
June 2021	1599.75	1269.00
July 2021	1480.00	1349.65
August 2021	1899.00	1381.15
September 2021	1798.00	1613.95
October 2021	1840.00	1595.00
November 2021	1804.95	1600.00
December 2021	1760.20	1600.00
January 2022	1920.00	1651.00
February 2022	1845.00	1522.25
March 2022	1759.00	1489.85



17. DISTRIBUTION OF SHAREHOLDERS
a. Distribution of shareholding as at 31st March 2022

No. of Equity Shares (Slab)	No. of Shareholders	Percentage of Shareholders	Nos.	Percentage of Shareholding
1 – 500	8,828	91.12	6,89,117	6.30
501 – 1000	433	4.47	3,74,704	3.42
1001 – 2000	146	1.51	2,20,817	2.02
2001 – 3000	76	0.78	1,96,657	1.80
3001 – 4000	22	0.23	77,665	0.71
4001 – 5000	22	0.23	1,05,147	0.96
5001 – 10000	66	0.68	5,27,687	4.82
Above 10000	95	0.98	87,50,468	79.97
Total	9,688	100.00	1,09,42,262	100.00

b. Category of Shareholders as on 31st March 2022

S. No.	Category of Shareholders	Total Number of Shares	Percentage (%)
1	Promoters	60,95,813	55.71
2	Bodies Corporate	4,41,307	4.03
3	General Public	23,77,905	21.73
4	Non-Resident Indians	13,53,725	12.37
5	Director Relatives	65,370	0.60
6	Clearing Member	849	0.01
7	IEPF	1,61,014	1.47
8	Trusts	60	0.00
9	Foreign Portfolio Investor	2,32,807	2.13
10	Mutual Fund	2,13,412	1.95
	Total	1,09,42,262	100.00

For and on behalf of the Board

Sd/-
DR. NALLA G PALANISWAMI
MANAGING DIRECTOR
DIN: 00013536

Sd/-
CA.A.M.PALANISAMY
DIRECTOR
DIN: 00112303

Place: Coimbatore
Date : 27.05.2022

DECLARATION BY THE MANAGING DIRECTOR UNDER SEBI (LODR) REGULATIONS 2015 REGARDING ADHERENCE TO THE CODE OF CONDUCT

In accordance with Regulation 34 (3) read with para D of schedule V of SEBI (LODR) Regulations, 2015, I hereby confirm that all the Directors and Senior Management personnel of the Company have affirmed compliance with their respective code of conduct, as applicable to them, for the Financial Year ended 31st March 2022.

For Kovai Medical Center and Hospital Limited

Sd/-
DR. NALLA G PALANISWAMI
MANAGING DIRECTOR
DIN: 00013536

Place: Coimbatore
Date : 27.05.2022

To
 The Board of Directors
 Kovai Medical Center and Hospital Limited
 Coimbatore.

**CERTIFICATE PURSUANT TO REGULATION 17(8) AND PART B OF SCHEDULE II OF SEBI (LODR) REGULATIONS, 2015
 FOR THE FINANCIAL YEAR 2021-22**

We, Dr. Nalla G Palaniswami, Managing Director and CA. M.K.Ravindra Kumar, Chief Financial Officer of Kovai Medical Center and Hospital Limited hereby certify that:

- A. We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee
1. significant changes in internal control over financial reporting during the year;
 2. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 3. instances of significant fraud of which we have become aware and the involvement therein, if any of the management or an employee having a significant role in the company's internal control system over financial reporting. However, during the year there was no such instance.

For and on behalf of the Board

Sd/-
DR. NALLA G PALANISWAMI
MANAGING DIRECTOR

Sd/-
CA. M.K.RAVINDRA KUMAR
CHIEF FINANCIAL OFFICER

Place: Coimbatore
 Date : 27.05.2022

**CERTIFICATE OF CORPORATE GOVERNANCE**

To

The Members of Kovai Medical Center and Hospital Limited
Coimbatore

In pursuance of the provisions of Regulation-E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the LODR), I have examined the relevant records of **Kovai Medical Center and Hospital Limited, CIN: L85110TZ1985PLC001659** (the Company) for the purpose of certifying the compliance of conditions of Corporate Governance stipulated in Chapter IV of the LODR for the year ended on 31st March 2022.

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

In my opinion and to the best of my information and according to the explanations given to me and the representations made by the Management, I certify that the Company had complied with the conditions of Corporate Governance as per Chapter IV of the LODR for the period from 01st April, 2021 to 31st March, 2022.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Sd/-

K. Duraisami

Company Secretary in Practice

Membership No:6792

C P No: 18308

UDIN: F006792D000267932

Place: Coimbatore

Date : 04.05.2022

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

The Members,
Kovai Medical Center and Hospital Limited,
99, Avanashi Road, Coimbatore - 641 014.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Kovai Medical Center and Hospital Limited having CIN: L85110TZ1985PLC001659 and having registered office at 99, Avanashi Road, Coimbatore - 641 014 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me / us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, Reserve Bank of India or any such other Statutory Authority.

S. No.	Name of Director	DIN	Date of appointment in Company#
1.	Dr.Nalla G Palaniswami	00013536	01.10.1989 \$
2.	Dr.Thavamani Devi Palaniswami	00012135	29.07.2000 @
3.	Dr.Arun N Palaniswami	02706099	25.09.2015
4.	Dr.Mohan S Gounder	02479218	31.07.2004
5.	Mr.Kasi K Goundan	01145935	03.09.2014
6.	Dr.M.Manickam	00102233	03.09.2014
7.	Mr.A.M.Palanisamy	00112303	03.09.2014
8.	Dr.M.C.Thirumoorthi	00129814	16.09.1985
9.	Mr.A.K.Venkatasamy	00036191	03.09.2014 #
10.	Mr.K.Saminathan	01104196	03.09.2014
11.	Mrs.R.Bhuvaneshwari	01628512	03.09.2019
12.	Dr.Purani P Palaniswami*	02707233	03.09.2014
13.	Mr.A.P.Ammasaiakutti	00909930	03.06.2021
14.	Dr.K.Kolandaswamy	06702305	28.07.2021

shows date of first appointment and continuation in office after re-appointment(s) for further terms, without any break in term of office.

* represented by Alternate Director Dr.S.Krishnasamy until 15th September, 2021

\$ shows the date of first appointment as Managing Director

@ shows the date of first appointment as Joint Managing Director

deceased on 11th May, 2021

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For KSR & Co Company Secretaries LLP

Sd/-

DR. C.V. MADHUSUDHANAN
PARTNER

(FCS: 5367; CP: 4408)

UDIN: F005367D000404711

Place: Coimbatore
Date : 27.05.2022

INDEPENDENT AUDITOR'S REPORT
To the Members of Kovai Medical Center and Hospital Limited
Report on the Audit of the Financial Statements
Opinion

We have audited the accompanying financial statements of Kovai Medical Center and Hospital Limited ("the Company") which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity, Statement of Cash Flows for the year then ended and notes to the financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Financial Statements").

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 including the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), of the state of affairs of the Company as at March 31, 2022, its profit including other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter:

We draw attention to note no. 38 of the accompanying financial statements on a minor fire accident on 26th September 2021 in one of the storage record rooms of the company. We have performed alternative procedures and obtained corroborative audit evidences on sample basis.

Our opinion is not modified in respect of this matter

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, 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. We have determined the matter described below to be the key audit matter to be communicated in our report.

Key Audit Matter	How our audit addressed the Key Audit Matter
<p>Useful life of Property, Plant and Equipment (PPE):</p> <p>The Carrying Value of PPE as at 31.03.2022 was ₹ 1,04,838.69 lakhs and the related depreciation charge for the year was ₹ 8,107.83 lakhs.</p> <p>We identified the useful lives of PPE as a key audit matter as it requires the management to exercise significant judgment in relation to the estimate of useful lives of assets considering the nature, timing and likelihood of changes due to technical factors which may affect the useful life expectancy of the assets and therefore could have a material impact on the depreciation expense for the year.</p> <p>The management reviews the estimated useful lives and the residual value of PPE annually. After conducting a review on the useful lives of PPE, the Company resolved to change the accounting estimates of the useful life of certain depreciable assets.</p> <p>Details of the related accounting estimates are disclosed in Note 1 (B)(XII) to the financial statements. Details of the change in accounting estimates of the useful lives of certain PPE and its impact on financial statement are disclosed in note no.57 of the financial statements.</p>	<p>Our procedures in relation to the depreciable lives of the property, plant and equipment included:</p> <ul style="list-style-type: none"> Assessing the reasonableness of the management's assertions and estimates regarding estimated useful lives and residual values based on historical experience. Analyzing the assumptions and critical judgements based on historical data. Validated the correctness of the computation of depreciation charge in accordance with the Management's estimate of useful life. Verified the correctness of the presentation and related disclosures in accordance with relevant IND AS.

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

The Company's Management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, for example, Director's report and Management analysis including Annexures thereon 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 on the other information obtained prior to the date of this Auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and the Board of Directors for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including specified under section 133 of the Act, read with relevant rules issued thereunder.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless 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 also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities 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 this 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of the 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of section 143(11) of the Act, we give in "Annexure 1", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2.

(A) As required by Section 143(3) of the Act, we report that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. The Balance Sheet, the Statement of Profit and Loss, the Statement of changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;
- d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended;
- e. On the basis of the written representations received from the directors as on March 31, 2022 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act;
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2";

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

- a. The Company has disclosed the impact of pending litigations as at March 31, 2022 on its financial position in its Financial Statements – Refer Note 44 on Contingent Liabilities to the financial statements;
- b. The Company did not have any long-term contracts including derivative contracts. Hence, the question of any material foreseeable losses does not arise;
- c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31st March 2022.
- d.
 - i. The Management has represented that, to the best of its knowledge and belief, as disclosed in the Note No. 58(A) to the Financial Statements, no funds (which are material either individually or in the aggregate) 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or
 - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- ii. The Management has represented, that, to the best of its knowledge and belief, as disclosed in Note No. 58(B) of Financial Statements, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;
- iii. Based on the audit procedures as 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 d (i) and (ii) contain any material mis-statement.
- e. The dividend proposed/paid by the Company during the year is in accordance with section 123 of the Companies Act 2013.
- (C) With respect to the other matter to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended;

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

For VKS Aiyer & Co.
Chartered Accountants
ICAI Firm Registration No.: 000066S

Sd/-
Kaushik Sidartha
Partner
Membership No. 217964

Place : Coimbatore
Date : 27.05.2022
UDIN : 22217964AJRZVF9212

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Kovai Medical Center and Hospital Limited on the financial statements for the year ended 31st March 2022]

In our opinion and to the best of our knowledge & belief, the books of accounts and records examined by us and according to the information and explanation given to us, we report that

(i) (a)

(A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of Intangible assets.

(b) The Company has a regular programme of physical verification of its Property, Plant and Equipment by which the fixed assets are verified by the management in accordance with a phased programme designed to cover all the items over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. The program for physical verification for the financial year 2021-22 is not completed in full. The company is yet to reconcile the physically verified assets with the Fixed Asset Register. Material discrepancies, if any, would be adjusted in the book of accounts on completion of reconciliation.

(c) The title deeds of all the immovable properties, (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements are held in the name of the Company.

In respect of ROU assets, all the lease agreements entered by the company are yet to be registered.

(d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.

(e) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and the rules made thereunder.

(ii) (a) The inventories were physically verified during the year by the Management at reasonable intervals. The coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories.

(b) As per specific terms of working capital sanction, the company is not required to file any current assets statement with the bank. Hence, reporting on the quarterly returns or statements filed by the Company with such banks or financial institutions is not applicable.

(iii) The Company has not made any investments in, provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause 3(iii) of the Order is not applicable.

(iv) The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees, and securities provided, wherever applicable.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits under section 73 to 76 of the Act and the rules made thereunder. Hence, reporting under clause (v) of the Order is not applicable.

(vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) In respect of statutory dues:

(a) The Company is regular in depositing with appropriate authorities, Undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees State Insurance, Income-tax, Sales Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues applicable to the Company. However, there has been slight delays in few cases.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Income-tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2022, on account of disputes are given below:

Name of Statute	Nature of dues	Amount (₹ Lakhs)	Period to which the amount relates	Forum where dispute is pending
Customs Act, 1962	Customs Duty	189.46	1999-2000 & 2000-2001	Madras High Court, Chennai
Income Tax Act, 1961	Income Tax	0.80	2015-16	Commissioner of Income Tax (Appeals-1), Coimbatore
Income Tax Act, 1961	Income Tax	1441.94	2015-16	Commissioner Of Income Tax (National Faceless Appeals Centre), Delhi
Employees Provident Fund Act, 1952	Provident Fund	337.71	2016-2019	The Central Government Industrial Tribunal-Cum-Labour Court, Chennai, Tamilnadu

(viii) The company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of accounts in the tax assessments under the Income Tax Act, during the year.

(ix)(a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not taken any term loan during the year and there were no unutilized term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) We report that the Company has neither taken any funds from any entity or person during the year, nor it had any unutilised funds as at the beginning of the year of the funds raised through issue of shares or borrowings in the previous year and hence, reporting under clause (ix)(e) of the Order is not applicable.

(f) The Company does not hold any investments in any associate companies or joint venture as defined under the Company Act 2013.

(x)(a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) and hence reporting under clause (x)(a) of the Order is not applicable

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company

(xi)(a) As stated in Note No. 39, one of the cashiers of the Company had misappropriated funds amounting to ₹ 85 Lakhs during the year under audit. Except for the above, no fraud by the Company or on the company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed by auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

- (c) There were 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) The transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, where applicable and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv)(a) The Company has an adequate internal audit system commensurate with the size and the nature of its business.
 (b) We have considered, the internal audit reports issued till date for the period under audit.
- (xv) The Company has not entered into any 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) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a) & (b) of the Order is not applicable.
 (b) The Company is not a Core investment company as defined in the regulation made by RBI and hence reporting under clause (xvi) (c) & (d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, (Asset Liability Maturity (ALM) pattern) other information accompanying the financial statements and 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 indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx)(a) The company is not required to transfer unspent amount to specified fund in compliance with section 135(5) of the act. Hence, reporting under clause (xx)(a) of the order is not applicable.
 (b) In respect of ongoing projects, the Company has transferred the unspent amount, to an Unspent Corporate Social Responsibility (CSR) account within a period of 30 days from the end of the financial year in compliance with the provision of section 135(6) of the Act.
- (xxi) The company does not have any subsidiary companies, associates, or joint ventures, hence reporting under clause (xxi) of the order is not applicable.

For VKS Aiyer & Co.
 Chartered Accountants
 ICAI Firm Registration No: 000066S

Sd/-

KAUSHIK SIDARTHA
Partner
Membership No. 217964

Place : Coimbatore
 Date : 27.05.2022
UDIN : 22217964AJRZVF9212

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT
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")

[Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Kovai Medical Center and Hospital Limited on the Ind AS financial statements for the year ended March 31, 2022]

We have audited the Internal Financial Controls over Financial Reporting of Kovai Medical Center and Hospital Limited ("the Company") as of March 31, 2022 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 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 ("the Act").

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 the ICAI and the Standards on Auditing specified under section 143(10) of the Act 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 was 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 judgement, including the assessment of the risks of material misstatement of the Ind AS 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 the Ind AS 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 dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of the Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS 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 explanation 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 March 31, 2022, 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 ICAI.

For VKS Aiyer & Co.

Chartered Accountants

ICAI Firm Registration No.: 000066S

Sd/-

Kaushik Sidartha

Partner

Membership No. 217964

Place : Coimbatore

Date : 27.05.2022

UDIN :22217964AJRZVF9212

BALANCE SHEET AS AT 31st MARCH 2022

₹ in lakhs

Particulars	Notes	As at March 31, 2022	As at March 31, 2021
I ASSETS			
A. Non-Current Assets			
a) Property, Plant and Equipment	2	1,04,838.69	99,424.77
b) Right of use assets	3	3,362.36	3,623.23
c) Capital work-in-progress	4	545.80	4,526.76
d) Intangible assets	5	252.60	252.74
e) Financial Assets			
i) Investments	6	20.30	15.66
ii) Other financial assets	7	959.48	1,180.95
f) Other non-current assets	8	474.44	288.75
Total non-current assets - (A)		1,10,453.67	1,09,312.86
B. Current Assets			
a) Inventories	9	1,257.52	1,022.58
b) Financial Assets			
i) Trade receivables	10	1,935.60	1,400.35
ii) Cash and cash equivalents	11	545.30	692.70
iii) Bank balances other than cash and cash equivalents	12	19,277.23	14,765.29
iv) Other financial assets	13	406.95	559.54
c) Other current assets	14	389.43	361.59
Total current assets - (B)		23,812.03	18,802.05
Total Assets (A+B)		1,34,265.70	1,28,114.91
II EQUITY AND LIABILITIES			
A. Equity			
a) Equity share capital	15	1,094.23	1,094.23
b) Other equity	16	59,836.65	49,905.61
Total Equity - (A)		60,930.88	50,999.84
B. Non-Current Liabilities			
a) Financial liabilities			
i) Borrowings	17	48,336.66	55,071.58
ii) Lease liabilities	18	3,722.73	3,871.01
iii) Other financial liabilities	19	26.99	28.79
b) Provisions	20	1,494.85	937.86
c) Deferred tax liabilities (Net)	21	3,398.17	3,310.44
d) Other non-current liabilities	22	53.45	37.86
Total non-current liabilities - (B)		57,032.85	63,257.54
C. Current Liabilities			
a) Financial liabilities			
i) Borrowings	23	2,792.31	3,234.55
ii) Lease liabilities	24	167.40	114.55
iii) Trade payables	25		
(a) Dues to micro, small and medium enterprises		54.54	47.06
(b) Dues to others		1,367.11	1,499.15
iv) Other financial liabilities	26	4,188.05	3,220.62
b) Other current liabilities	27	7,013.37	5,154.05
c) Provisions	28	719.19	423.32
d) Current Tax liabilities (net)	29	-	164.23
Total current liabilities - (C)		16,301.97	13,857.53
Total Equity and Liabilities (A+B+C)		1,34,265.70	1,28,114.91

Significant Accounting Policies and the accompanying notes are an integral part of the Financial Statements

As per our report of even date

For and on behalf of the Board of Directors

For VKS Aiyer & Co

Chartered Accountants

ICAI Firm Registration No: 000066S

Sd/-

KAUSHIK SIDARTHA

Partner

Membership No. 217964

Place: Coimbatore

Date : 27.05.2022

Sd/-

Dr. NALLA G PALANISWAMI

Managing Director

DIN: 00013536

Sd/-

CA. M.K. RAVINDRA KUMAR

Chief Financial Officer

Sd/-

CA. A.M. PALANISAMY

Director

DIN: 00112303

Sd/-

CS. S.P. CHITTIBABU

Company Secretary

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH 2022

₹ in lakhs

Particulars		Notes	2021-22	2020-21
I	Revenue from Operations	30	90,599.66	69,036.18
II	Other Income	31	1,182.54	1,185.35
III	Total Income (I+II)		91,782.20	70,221.53
IV	EXPENSES			
	Cost of Medicines & Hospital consumables consumed	32	25,627.38	19,355.40
	Employee benefits expense	33	15,076.07	11,866.77
	Finance Costs	34	4,323.01	3,130.86
	Depreciation and amortisation expense	35	8,542.82	6,802.51
	Other Expenses	36	24,145.09	18,492.37
	Total Expenses (IV)		77,714.37	59,647.91
V	Profit before tax (III -IV)		14,067.83	10,573.62
VI	Tax expenses	37		
	Current tax		3,523.28	2,381.00
	Taxation for earlier years		(25.33)	(36.75)
	Deferred tax		143.82	460.83
VII	Profit for the year (V - VI)		10,426.06	7,768.54
VIII	Other Comprehensive Income			
	i) Items that will not be reclassified to profit or loss:			
	a) Re-measurement of post-employment benefit obligations		(227.48)	166.56
	b) Changes in equity instruments measured at FVTOCI		4.65	3.97
	ii) Income tax relating to items that will not be reclassified to profit or loss		56.08	(42.92)
IX	Total Comprehensive Income for the year (VII + VIII)		10,259.31	7,896.15
X	Earnings Per Equity Share (In Rupees)			
	Basic / Diluted (Face Value of ₹ 10 Each)	42	95.28	71.00

Significant Accounting Policies and the accompanying notes are an integral part of the Financial Statements
As per our report of even date
For VKS Aiyer & Co
Chartered Accountants
ICAI Firm Registration No: 000066S
Sd/-
KAUSHIK SIDARTHA
Partner
Membership No. 217964
Place: Coimbatore
Date : 27.05.2022
For and on behalf of the Board of Directors
Sd/-
Dr. NALLA G PALANISWAMI
Managing Director
DIN: 00013536
Sd/-
CA. A.M. PALANISAMY
Director
DIN: 00112303
Sd/-
CA. M.K. RAVINDRA KUMAR
Chief Financial Officer
Sd/-
CS. S.P. CHITTIBABU
Company Secretary

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2022
A. Equity Share Capital

Particulars	₹ in Lakhs
Balance as at 1 st April 2020	1,094.23
Changes in Equity share capital during the year	-
Balance as at 31 st March 2021	1,094.23
Changes in Equity share capital during the year	-
Balance as at 31 st March 2022	1,094.23

B. Other Equity

₹ in Lakhs

Particulars	Reserve and Surplus			Items of Other Comprehensive Income (OCI)		Total
	Capital Reserve	General Reserve	Retained Earnings	Equity instruments through OCI	Remeasurement of gains/(losses) on employee benefit plans	
Balance as at April 01, 2020	14.86	4,244.95	37,727.24	2.99	19.42	42,009.46
Add: Profit for the year	-	-	7,768.54	-	-	7,768.54
Add: Other Comprehensive Income for the year (Net of taxes)	-	-	-	3.97	123.64	127.61
Less: Dividend	-	-	-	-	-	-
Balance as at March 31, 2021	14.86	4,244.95	45,495.78	6.96	143.06	49,905.61
Add: Profit for the year	-	-	10,426.06	-	-	10,426.06
Add: Other Comprehensive Income for the year (Net of taxes)	-	-	-	4.65	(171.40)	(166.75)
Less: Dividend	-	-	328.27	-	-	328.27
Balance as at March 31, 2022	14.86	4,244.95	55,593.57	11.61	(28.34)	59,836.65

Significant Accounting Policies and the accompanying notes are an integral part of the Financial Statements

As per our report of even date

For VKS Aiyer & Co

Chartered Accountants

ICAI Firm Registration No: 000066S

Sd/-

KAUSHIK SIDARTHA

Partner

Membership No. 217964

Place: Coimbatore

Date : 27.05.2022

For and on behalf of the Board of Directors

Sd/-

Dr. NALLA G PALANISWAMI

Managing Director

DIN: 00013536

Sd/-

CA. M.K. RAVINDRA KUMAR

Chief Financial Officer

Sd/-

CA. A.M. PALANISAMY

Director

DIN: 00112303

Sd/-

CS. S.P. CHITTIBABU

Company Secretary

A. CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2022

₹ in Lakhs

Particulars	31 st March 2022		31 st March 2021	
A. CASH FLOW FROM /(USED IN) OPERATING ACTIVITIES:				
Profit before tax for the year		14,067.83		10,573.62
Adjustments for:				
Depreciation and amortisation expense	8,542.82		6,802.51	
Exchange fluctuation loss/(gain), net	(0.28)		0.10	
Finance cost	4,308.69		3,069.20	
Allowances for Expected Credit losses & Other Non Cash items	13.17		(48.14)	
Loss/(profit) on disposal of Property, Plant & Equipment (net)	93.27		(15.76)	
		12,957.67		9,807.91
Operating profit before working capital changes		27,025.50		20,381.53
(Increase) / Decrease in financial assets	(404.14)		(298.31)	
(Increase) / Decrease in other assets	(27.79)		(137.90)	
(Decrease) / Increase in financial liabilities	835.33		(963.13)	
(Decrease) / Increase in other liabilities	2,682.33		1784.58	
		3,085.73		385.24
Cash generated from operations		30,111.23		20,766.77
Income tax paid		(3,860.60)		(2,191.60)
Net cash from operating activities (A)		26,250.63		18,575.17
B. CASH FLOWS FROM / (USED IN) INVESTING ACTIVITIES:				
Purchase of Property, Plant & Equipment, Capital work in progress & Intangible assets	(9,926.31)		(18,093.25)	
Proceeds from disposal of Property, Plant & Equipment	16.77		45.00	
Net cash from /(used in) investing activities (B)		(9,909.54)		(18,048.25)
C. CASH FLOWS FROM / (USED IN) FINANCING ACTIVITIES:				
Long term Borrowings (Net of Repayment)	(7,306.42)		6,512.35	
Short term Borrowings (Net)	129.26		501.21	
Repayment of lease liabilities	(162.22)		(90.12)	
Finance Cost	(4,308.69)		(3,069.20)	
Dividend Paid	(328.48)		(16.69)	
Net cash from/(used in) financing activities (C)		(11,976.55)		3,837.55
Net increase /(decrease) in cash and cash equivalents (A+B+C)		4,364.54		4,364.47
Cash and cash equivalents at the beginning of the year		15,457.99		11,093.52
Less: Bank Balances not considered as Cash & Cash equivalents as per Ind AS 7 (Refer note no.12)		19,277.23		14,765.29
Cash and Cash equivalents at the end of the year (Refer Note No: 11)		545.30		692.70

B. CHANGES IN LIABILITY ARISING FROM FINANCING ACTIVITIES, DISCLOSING CHANGES ARISING FROM CASH AND NON CASH FLOW :

₹ in Lakhs

Particulars	Non Current Borrowings (including Current Maturities)	Current Borrowings	Lease liability (including Current Maturities)
Opening Balance as at 1st April, 2020	50,916.40	376.17	3,005.73
Cash flows (Net) – Proceeds / Repayment)	6,512.35	501.21	(90.12)
Addition / Adjustments during the year – Impact on account of Ind AS 116	-	-	1,693.69
Termination of Lease - Impact on account of Ind AS 116	-	-	(623.74)
Closing Balance as at 31st March, 2021	57,428.75	877.38	3,985.56
Cash flows (Net) – Proceeds / Repayment)	(7,306.42)	129.26	(162.22)
Addition / Adjustments during the year – Impact on account of Ind AS 116	-	-	66.79
Termination of Lease - Impact on account of Ind AS 116	-	-	-
Closing Balance as at 31st March, 2022	50,122.33	1,006.64	3,890.13

Significant Accounting Policies and the accompanying notes are an integral part of the Financial Statements
As per our report of even date
For VKS Aiyer & Co
Chartered Accountants
ICAI Firm Registration No: 000066S
Sd/-
KAUSHIK SIDARTHA
Partner
Membership No. 217964

Place: Coimbatore

Date : 27.05.2022

For and on behalf of the Board of Directors
Sd/-
Dr. NALLA G PALANISWAMI
Managing Director
DIN: 00013536
Sd/-
CA. A.M. PALANISAMY
Director
DIN: 00112303
Sd/-
CA. M.K. RAVINDRA KUMAR
Chief Financial Officer
Sd/-
CS. S.P. CHITTIBABU
Company Secretary

ACCOUNTING POLICIES AND NOTES
Notes to the Financial Statements for the year ended 31st March, 2022
Note 1
A. CORPORATE INFORMATION

Kovai Medical Center and Hospital Limited (“the Company”) is a Public Company incorporated in the year 1985 and commenced its hospital operation in the year 1990 with the flagship of Multi-Speciality Hospital at Coimbatore and has thereafter set up the satellite centers at Coimbatore (in the name of City center, Sular Hospital and Kovilpalayam Hospital) and Erode (in the name of Erode Speciality Hospital).

The Company started Educational activities with the commencement of Medical College in the year 2019-20 with the title of KMCH Institute of Health Sciences & Research as per the norms prescribed by Government of India. A Medical college can be established only with the establishment of a Medical College Hospital.

The company’s equity shares are listed in Bombay Stock Exchange (BSE).

The Company’s Financial Statements were authorized for issue as per the resolution of the Board of Directors dated 27th May, 2022.

The Company’s Financial Statements are reported in Indian Rupees which is also the company’s functional currency.

B. SIGNIFICANT ACCOUNTING POLICIES
I. General Information and Statement of compliance

These Financial Statements (‘Financial Statements’) of the Company have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the ‘Ind AS’) as notified by Ministry of Corporate Affairs (‘MCA’) under Section 133 of the Companies Act, 2013 (‘the Act’) read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Act. The Company has uniformly applied the accounting policies during the periods presented.

II. Basis of Preparation and Presentation

The Financial Statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. The presentation of financial statement is based on Ind AS Schedule III of the Companies Act, 2013.

The Financial Statements have been prepared & presented on the historical convention and on accrual basis, except for the following material items in the Balance Sheet:

- Financial assets are measured either at fair value or at amortised cost depending on their classification;
- Employee defined benefit assets/ liabilities are recognised as the net total of fair value of plan assets, adjusted for actuarial gains/losses and the present value of defined benefit obligations;
- Long term borrowings are measured at amortised cost using the effective interest rate method;
- Assets held for sale are measured at fair value less cost to sell;
- Right-of-Use of Assets are recognised at the present value of lease payments that are not paid as on that date. This amount is adjusted for any lease payments made at or before the commencement of the lease and initial direct cost incurred, if any.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes in to account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these Financial Statements is determined on the basis stated above and measurements that have some similarities to fair value but are not fair value, such as net recognised value in Ind AS 2 or value in use under Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

- a) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- b) Level 2 inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- c) Level 3 inputs are unobservable inputs for the asset or liability.

III. Use of Estimates

The preparation of Financial Statements is in conformity with generally accepted accounting principles which require the management of the Company to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future period. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Application of accounting policies that require significant accounting estimates involving complex and subjective judgments and the use of assumptions in these Financial Statements have been disclosed separately under the heading "Significant accounting Judgements, Estimates and Assumption".

IV. Current versus Non-Current classification

The entity presents assets and liabilities in the Balance Sheet based on current/ non-current classification.

An asset is classified as current, when:

- a) It is expected to be realised or intended to be sold or consumed in normal operating cycle.
- b) It is held primarily for the purpose of trading.
- c) It is expected to be realised within twelve months after the reporting period, or
- d) It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current, when:

- a) It is expected to be settled in normal operating cycle.
- b) It is held primarily for the purpose of trading.
- c) It is due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The entity classifies all other liabilities as non-current. Deferred tax assets and liabilities are always classified as non-current assets and liabilities.

V. Revenue Recognition

a) Revenue from Healthcare Services

Revenue from Healthcare services income includes revenue generated from inpatient and outpatient hospital services. These services comprise of physical examination, consultancy, treatments, surgeries, tests, clinical examination and other fees such as room and accommodation charges, nursing care, dietary, use of medical equipment and supply of pharmaceutical and related products. Revenue for these services are recognised (net off discretionary allowances, discount, and concession) at the transaction price when each performance obligation is satisfied at a point in time when the inpatient / outpatient has received their services. Generally, each of these services represents a separate performance obligation for which revenue is recognized.

Unbilled revenue is recorded for the service where the 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.

b) Sale of Goods

Revenue from dietary / pharmacy sales and other associate services, where the performance obligation is satisfied at a point of time, is recognized when the control of goods is transferred to the customer.

c) Revenue from Educational Courses

Revenue from Course Fee is recognized on a straight-line basis to match with the entity's efforts / inputs that are expended evenly throughout the performance period. Other related revenues such as registration fee, course material fee are recognized

as revenue when the performance obligation is satisfied at a point of time which generally coincides with the commencement of academic period.

d) Income from Sponsorships

Revenue from sponsorship is recognized when the amount of revenue and the cost incurred / together with the cost to be incurred to complete the transaction can be reliably measured with reference to the stage of completion of the transaction at the end of the reporting period.

e) Dividend and Interest Income

- i) Dividend income from investment is recognized as and when the right to receive payment is established.
- ii) Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis taking into account the amount outstanding at the effective interest rate applicable, which is the rate that exactly discount estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

f) Rental Income

The Company's policy for recognition of revenue from operating leases is described in Note VI(b) below.

VI. Leases

a) The Company as a Lessee:

The Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (i) the contract involves the use of an identified asset
- (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and
- (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a Right-of-Use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases) and low value leases. For these short term and low-value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the option to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised. The ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e; the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. Lease liabilities are remeasured with a corresponding adjustment to the related ROU asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as cash flows from financing activity.

b) The Company as a Lessor:

Leases for which the company is a lessor is classified as a finance or operating lease. Wherever the terms of the lease transfers substantially all the risks and ownership to the lessee, the contract is classified as finance lease. All other leases are classified as operating lease.

Rental income from operating leases is generally recognized on a straight line basis over the term of the lease. Where the rentals are structured solely to increase in line with expected inflation, such increases are recognised in the year in which such benefits accrue.

Amount due from lessees under finance lease are recognized as receivables at the amount of the Company's net investment in the lease. Finance lease income is allocated to accounting period so as to reflect constant periodical rate of return on the Company's net investment outstanding in the lease.

VII. Accounting policy for segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker, who is responsible for allocating resources and assessing performance of the operating segments. Revenues, expenses, assets and liabilities, which are common to the enterprise as a whole and are not allocable to segments on a reasonable basis, have been treated as "unallocated revenues / expenses / assets / liabilities", as the case may be. Based on the above assessment, the Company has determined that its business comprises of Healthcare services and Educational services.

VIII. Foreign currencies

Foreign currency transactions are recorded in the functional currency, by applying the exchange rate between the functional currency and the foreign currency at the date of the transaction. As at the reporting date, foreign currency monetary assets and liabilities are translated at the exchange rate prevailing on the Balance Sheet date. The exchange gains or losses on settlement or on translation are recognised in the Statement of Profit and Loss.

IX. Borrowing costs

Borrowing costs attributable to the acquisition or construction of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use.

All the other borrowing costs are recognized in the Statement of Profit and Loss in the period in which they are incurred.

X. Employee benefits

(a) Retirement benefit costs and termination benefits

Payments to defined contribution retirement benefit plans are recognized as an expense when employees have rendered service entitling them to the contributions.

Liabilities with regard to the Gratuity plan are determined by actuarial valuation, performed by an independent actuary, at each Balance Sheet date using the projected unit credit method. Re-measurement comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest) is reflected immediately in the statement of financial position with a charge or credit recognized in other comprehensive income in the period in which they occur. Re-measurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss. Past service cost is recognized in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorized as follows:

- Service cost (including current service cost, past service cost, as well as gains/losses on curtailments and settlements);
- Net interest expense or income; and
- Re-measurement.

The Company presents the first two components of defined benefit costs in the Statement of Profit and Loss in the line item 'Employee benefits expense'.

The retirement benefit obligation recognized in the Balance Sheet represents the actual deficit or surplus in the Company's defined plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

(b) Short-term and other long-term employee benefits

A liability is recognized for benefits accruing to employees in respect of wages and salaries and annual leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liability recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognized in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

XI. Taxation

Income tax expense comprises current tax and the net change in the deferred tax asset or liability during the year.

(a) Current Tax

Tax on income for the current period is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961, and based on the expected outcome of assessments/appeals.

(b) Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profits. These are 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.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exist to set off current tax assets against current tax liabilities and deferred tax assets/deferred tax liabilities relate to same taxable entity and same taxation authority.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be recognized.

(c) Current and Deferred Tax for the year

The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in equity is recognized in other comprehensive income / equity and not in the Statement of Profit and Loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

XII. Property, Plant and Equipment

Property, Plant and Equipment (PPE) being fixed assets are tangible items held for use or for administrative purposes and are measured at cost less accumulated depreciation and any accumulated impairment. Cost comprises of the purchase price including import duties and non-refundable purchase taxes after deducting trade discounts and rebates and any costs attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the Management. Financing costs relating to acquisition of assets which take substantial period of time to get ready for intended use are also included to the extent they relate to the period up to such assets are ready for their intended use. Items of stores and spares that meet the definition of PPE are capitalized at cost and depreciated over its useful life.

The Carrying amount of an item of PPE is derecognized on disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from de- recognition of Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

Depreciation on Property, Plant and Equipment (PPE) are provided under straight line method as per the useful lives and manner prescribed under Schedule II to the Companies Act, 2013, except for building and medical equipments which are depreciated over the useful life as estimated by the management.

Improvements to lease hold buildings are depreciated over the shorter of lease term and their useful lives.

The management believes that the useful life adopted reflect the expected pattern of consumption of future economic benefits.

Particulars	Management's estimate of Useful life (No. of years)	Useful life as per schedule II (No. of Years)
1. Buildings		
Buildings (RCC frame structure)	20	60
Buildings (Other then RCC frame Structure)	20	30
Improvement to Leasehold Buildings	Useful life or lease term whichever is lower	-
Fences, wells, tube wells, Roads, leasehold improvement	5	5
Others (including temporary structure, etc.)	3	3

Particulars	Management's estimate of Useful life (No. of years)	Useful life as per schedule II (No. of Years)
2. Plant & Equipment		
Medical and Surgical Equipment	1 to 10	13 / 15
Plant & Machinery	10 to 15	10/15
Solar power plant	25	25
3. Electrical Installations and Equipment	10	10
4. Furniture and fittings	10/8	10/8
5. Office Equipment	5	5
6. Computers and data processing units.		
Servers and networks	6	6
End user devices, such as, desktops, laptops, etc	3	3
7. Motor Vehicles		
Motor cycles, scooters and other mopeds	10	10
Motor buses, motor lorries, motor cars and motor taxies other than those used in a business of running them on hire	8	8

Where the cost of a part of the PPE is significant to the total cost of the PPE and if that part of the PPE has a different useful life than the main PPE, the useful life of that part is determined separately for depreciation.

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

The depreciation method applied to an asset is reviewed at each financial year-end and if there has been a significant change in the expected pattern of consumption of future economic benefits embodied in the asset, depreciation is charged to reflect the changed pattern.

XIII. Intangible Assets

Intangible assets are recognised only if it is probable that future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably.

Computer software licenses are capitalised on the basis of costs incurred to acquire and bring to use the specific software. Operating software is capitalised and amortised along with the related fixed asset. Other software is amortised, on a straight-line method, over a period of three years based on management's assessment of useful life.

Useful lives of intangible assets

Class of assets	Years
Software	3 years

XIV. Impairment of Property, Plant and Equipment and Intangible Assets

The carrying amounts of the tangible and intangible assets are reviewed, as at each Balance Sheet date, to determine if there is any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. The recoverable amount is greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows as a cash generating unit are discounted to the present value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. An impairment loss for an asset is reversed if, and only if, the reversal can be related objectively to an extent occurring after the impairment loss was recognised.

The carrying amount of an asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognised for the asset in prior years.

XV. Inventories

Inventories are valued at lower of cost and estimated net realizable value. Cost is arrived at on First-in-First Out (FIFO) basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated cost of completion and estimated costs necessary to make the inventory saleable.

Stores & Spares which do not meet the definition of Property, Plant and Equipment are accounted as inventories.

XVI. Provisions

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value unless otherwise required by the standard and are determined based on best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

XVII. Earnings per share

- a) Basic earnings per share are computed by dividing profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.
- b) For the purpose of calculating diluted earnings per share, the profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

XVIII. Financial instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a) Financial assets
Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention

in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortized cost
- Debt instruments at fair value through other comprehensive income (FVTOCI);
- Debt instruments and equity instruments at fair value through profit or loss (FVTPL);
- Equity instruments measured at fair value through other comprehensive income (FVTOCI).

Debt instruments at amortized cost:

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

Debt instrument at FVTOCI:

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

Debt instrument at FVTPL:

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Equity investments (other than investments in subsidiaries and joint ventures):

All equity investments within the scope of Ind AS 109, 'Financial Instruments', are measured at fair value either through Statement of Profit and Loss or other comprehensive income. Company makes an irrevocable election to present in OCI the subsequent changes in the fair value on an instrument-by-instrument basis. The classification is made on initial recognition.

If the Company decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, impairment gains or losses and foreign exchange gains and losses, are recognized in the OCI. Any gains or losses on de-recognition is recognized in the OCI and are not recycled to the statement of profit or loss.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

De-recognition of Financial Assets:

A financial asset (or, where applicable, a part of a financial asset) is primarily de-recognized when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Investment in Subsidiaries, Associates and Joint ventures:

The Company's investment in equity instruments of Subsidiaries, Associates and Joint venture are accounted for at cost as per Ind AS 27.

b) Financial Liabilities
Initial recognition and measurement

All financial liabilities are recognized initially at fair value and transaction cost (if any) that is attributable to the acquisition of the financial liabilities is also adjusted.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

i) Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the Effective Interest Rate (EIR) method. Gains and losses are recognized in profit or loss when the liabilities are de-recognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

ii) Trade and other payables

These amounts represent liabilities for goods or services provided to the Company which are unpaid at the end of the reporting period. Trade and other payables are presented as current liabilities when the payment is due within a period of 12 months from the end of the reporting period. For all trade and other payables classified as current, the carrying amounts approximate fair value due to the short maturity of these instruments. Other payables falling due after 12 months from the end of the reporting period are presented as non-current liabilities and are measured at amortized cost unless designated as fair value through profit and loss at the inception.

iii) Other financial liabilities at fair value through profit or loss:

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Gains or losses on liabilities held for trading are recognized in the profit or loss.

Financial Guarantee Contracts:

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by the company are initially measured at their fair values and are subsequently measured at the higher of:

- The amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
- The amount initially recognized less, when appropriate, the cumulative amount of income recognized in accordance with the principles of Ind AS 18.

De-recognition of Financial Liabilities:

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

c) Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

d) Compound Financial Instruments:

A financial instrument that comprises of both the liability and equity components are accounted as compound financial instruments. The fair value of the liability component is separated from the compound instrument and is subsequently measured at amortized cost. The residual value is recognized as equity component of other financial instrument and is not re-measured after initial recognition.

The transaction costs related to compound instruments are allocated to the liability and equity components in the proportion to the allocation of gross proceeds. Transaction costs related to equity component is recognized directly in equity and the cost related to liability component is included in the carrying amount of the liability component and amortized using effective interest method.

XIX. Impairment of Financial assets:

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognizes lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12- month expected credit losses or at an amount equal to the life time expected credit losses, if the credit risk on the financial asset has increased significantly since initial recognition.

XX. Fair value measurement:

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

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

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

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

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable, or

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the Financial Statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level Input that is significant to the fair value measurement as a whole) at the end of each reporting period.

XXI. Cash and cash equivalents:

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

Significant accounting Judgments, Estimates and Assumptions:

The preparation of Financial Statements in conformity with the recognition and measurement principles of Ind AS requires management to make judgments, estimates and assumptions that affect the reported balances of revenues, expenses, assets and liabilities and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised.

The following are the areas of estimation uncertainty and critical judgments that the management has made in the process of applying the Company's accounting policies:

a) Useful lives of depreciable assets:

Management reviews the useful lives of depreciable assets at each reporting period. As at year end, the management assessed that the useful lives represent the expected utility of the assets to the Company. Such lives are dependent upon an assessment of both the technical lives of the asset and also their economic lives based on various internal and external factors including efficiency and operating costs. Accordingly, depreciation lives are reviewed annually using the best information available to the management.

b) Evaluation of indicators for impairment of assets:

The evaluation of applicable indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

c) Recognition of deferred tax liability:

Significant management judgment is required to determine the amount of deferred tax asset that can be recognised based on the likely timing and the level of future taxable profits together with future tax planning strategies.

d) Provision and contingent liability:

Provisions and liabilities are recognised in the period when it becomes probable that there will be future outflows of funds from past events that can reasonably be estimated. The timing of recognition requires application of judgement to existing facts and circumstances which may be subject to change.

On an ongoing basis, the Company reviews pending cases, claims by third parties and other contingencies. For contingent losses that are considered probable, an estimated loss is recorded as an accrual in Financial Statements. Loss contingencies that are considered possible are not provided for but disclosed as contingent liabilities in the Financial Statements. Contingencies, the likelihood of which is remote, are not disclosed in the Financial Statements.

e) Defined benefit obligation:

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

f) Fair value measurements:

Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument.

g) Leases:

Significant judgments are required in the assumptions made in order to determine the ROU asset and lease liability. The assumptions and estimates include application of practical expedients, selection of accounting policy choices, assessment of lease term, determination of applicable incremental borrowing rate, among others.

Recent Amendments and Pronouncements:

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from April 1, 2022, as below:

Ind AS 103 – Business Combinations

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date.

Ind AS 16 – Property, Plant and Equipments

The amendment clarifies that excess of net sale proceeds of items tested over the cost of testing, if any, shall not be recognised in the statement of profit and loss but deducted from the directly attributable cost of an items of Property, Plant and Equipments.

Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets

The amendments specify that the ‘cost of fulfilling’ a contract comprises the ‘costs that relate directly to the contract’. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that related directly to fulfilling contracts.

Ind AS 109 – Financial Instruments

The amendment clarifies which fees an entity includes when it applies the ‘10 percent’ test of Ind AS 109 in assessing whether to derecognise a financial liability.

The Company does not expect the above amendments to have any significant impact in the financial statements.

Note 2 - Property, Plant and Equipment (PPE)

₹ in Lakhs

Particulars	Land	Buildings	Improvements to Leasehold Buildings	Furniture and Fixtures	Office Equipment	Plant & Equipment	Computers	Vehicles	Total
Gross Carrying Value									
As at 1st April 2020	10,111.08	28,016.28	592.75	1,566.14	422.65	33,582.36	561.67	562.10	75,415.03
Additions for the year	2,812.77	33,874.26	53.26	892.44	212.62	6,360.73	304.23	-	44,510.31
Disposals for the year	-	-	-	(1.99)	(0.66)	(156.26)	(0.60)	-	(159.51)
As at 31st March 2021	12,923.85	61,890.54	646.00	2,456.59	634.61	39,786.83	865.30	562.10	1,19,765.83
Additions for the year	924.61	4,960.65	-	532.48	216.27	6,925.57	85.35	-	13,644.93
Disposals for the year	-	-	-	(11.69)	(3.91)	(799.12)	(5.00)	(0.37)	(820.09)
As at 31st March 2022	13,848.46	66,851.19	646.00	2,977.39	846.97	45,913.29	945.64	561.730	1,32,590.67
Accumulated depreciation and Impairment									
As at 1st April 2020	-	2,596.48	25.82	564.21	168.85	10,136.69	325.53	245.62	14,063.20
Depreciation for the year	-	1,537.52	46.18	210.51	81.08	4,342.84	123.14	68.29	6,409.57
Depreciation withdrawn during the year	-	-	-	(1.19)	(0.45)	(129.87)	(0.20)	-	(131.71)
As at 31st March 2021	-	4,134.00	72.00	773.53	249.49	14,349.66	448.47	313.90	20,341.06
Depreciation for the year	-	3,732.55	47.81	259.62	100.68	3,748.63	150.25	68.29	8,107.83
Depreciation withdrawn during the year	-	-	-	(4.74)	(0.69)	(688.99)	(2.49)	-	(696.91)
As at 31st March 2022	-	7,866.55	119.81	1,028.41	349.48	17,409.30	596.23	382.19	27,751.98
Net Carrying Value									
As at 31st March 2021	12,923.85	57,756.54	574.00	1,683.06	385.12	25,437.17	416.83	248.20	99,424.77
As at 31st March 2022	13,848.46	58,984.64	526.19	1,948.98	497.49	28,503.98	349.42	179.54	1,04,838.69

- (i) Additions include borrowing cost capitalized amounting to ₹ 60.84 lakhs (Previous year: ₹ 5,004.15 lakhs)
- (ii) Certain Property, Plant and Equipment has been given as security against borrowing availed by the Company. Refer Note No. 17 and 23
- (iii) The title deeds of all the immovable properties, disclosed in the financial statements are held in the name of the Company.

Note 3 - Right of use assets (ROU)

₹ in Lakhs

Particulars	Land	Building	Total
Gross Carrying Value			
As at 1 st April 2020	-	3,046.40	3,046.40
Additions / adjustments for the year	85.36	1608.33	1,693.69
Disposals for the year	-	576.61	576.61
As at 31st March 2021	85.36	4,078.12	4,163.48
Additions/ adjustments for the year	89.68	(22.89)	66.79
Disposals for the year	-	-	-
As at 31st March 2022	175.04	4,055.23	4,230.27
Accumulated depreciation and impairment			
As at 1 st April 2020	-	207.95	207.95
Depreciation for the year	1.54	330.76	332.30
Depreciation withdrawn during the year	-	-	-
As at 31st March 2021	1.54	538.71	540.25
Depreciation for the year	8.61	319.05	327.66
Depreciation withdrawn during the year	-	-	-
As at 31st March 2022	10.15	857.76	867.91
Net Carrying Value			
As at 31 st March 2021	83.82	3,539.41	3,623.23
As at 31st March 2022	164.89	3,197.47	3,362.36

Note : In respect of ROU assets, all the lease agreements entered by the company are yet to be registered.

Note 4 - Capital work-in-progress

₹ in Lakhs

Particulars	Buildings	Plant & Equipment	Others	Total
As at 31 st March 2021	3,956.57	569.99	0.20	4,526.76
As at 31 st March 2022	368.91	175.40	1.49	545.80

Capital Work-in-progress (CWIP) ageing schedule - 2021-22

₹ in Lakhs

Particulars	Amount in CWIP for a period of				Total
	<1 yr	1 -2 Yrs	2-3 Yrs	>3 yrs	
Projects in progress	332.96	212.84	-	-	545.80
Projects temporarily Suspended	-	-	-	-	-
Total	332.96	212.84	-	-	545.80

Capital Work-in-progress (CWIP) ageing schedule - 2020-21

₹ in Lakhs

Particulars	Amount in CWIP for a period of				Total
	<1 yr	1-2 Yrs	2-3 Yrs	>3 yrs	
Projects in progress	1,820.51	2,706.25	-	-	4,526.76
Projects temporarily Suspended	-	-	-	-	-
Total	1,820.51	2,706.25	-	-	4,526.76

Capital Work in Progress – Completion schedule –2021-22

(in respect of project whose completion is overdue or exceeded its cost as compared to its budgeted plan)

₹ In lakhs

Particulars	To be Completed in			
	<1 yr	1-2 Yrs	2-3 Yrs	>3 yrs
Guest House	272.99	-	-	-
New Out Patient Block @ KMCH Sular Center	26.81	-	-	-
GYM, TV Room & Plaza	50.99	-	-	-
Urban Health Center	18.15	-	-	-
Plant & Equipment	176.86	-	-	-
Total	545.80	-	-	-

Capital work in Progress - Completion schedule –2020-21

(in respect of project whose completion is overdue or exceeded its cost as compared to its budgeted plan)

₹ In lakhs

Particulars	To be Completed in			
	<1 yr	1-2 Yrs	2-3 Yrs	>3 yrs
Ancillary Structures	247.92	-	-	-
F Block	800.24	-	-	-
Medical College Hospital Building	2,985.46	-	-	-
Guest House	-	212.84	-	-
Medical College Hostel Kitchen	245.95	-	-	-
Plant & Equipment	34.35	-	-	-
Total	4,313.92	212.84	-	-

Note 5 - Intangible assets

₹ In lakhs

Particulars	Computer software	Total
Gross carrying Value		
As at 1st April 2020	211.12	211.12
Additions for the year	226.67	226.67
Disposals for the year	-	-
As at 31st March 2021	437.79	437.79
Additions for the year	107.19	107.19
Disposals for the year	-	-
As at 31st March 2022	544.98	544.98
Accumulated amortisation and impairment		
As at 1st April 2020	124.40	124.40
Amortisation for the year	60.65	60.65
Amortisation withdrawn during the year	-	-
As at 31st March 2021	185.05	185.05
Amortisation for the year	107.33	107.33
Amortisation withdrawn during the year	-	-
As at 31st March 2022	292.38	292.38
Net Carrying Value		
As at 31 st March 2021	252.74	252.74
As at 31st March 2022	252.60	252.60

Note 6 - Investments

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
Investments in Equity Instruments		
a) At fair value through other comprehensive income		
(i) Quoted, Non Trade - fully paid up		
6100 (as on 31.03.2021- 6100)		
Equity shares of ₹ 10 each in Canara Bank	13.88	9.29
2300 (as on 31.03.2021 - 2300)		
Equity shares of ₹ 10 each in Indian Overseas Bank	0.42	0.37
b) At amortised cost		
(i) Unquoted, Trade - fully paid up		
60,000 (as on 31.03.2021 -60,000)		
Equity shares of ₹ 10 each fully paid up in Mytrah Vayu (Manjira) Private Limited	6.00	6.00
Total	20.30	15.66

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
(i) Aggregate Market value of quoted investments	14.30	9.66
(ii) Aggregate amount of unquoted investments	6.00	6.00
Total (i+ii)	20.30	15.66

The investments in Level 3 hierarchy has been valued at cost approach to arrive at the fair values as there is a wide range of possible fair value measurements and the cost represents the estimate of fair value within that range considering the purpose and restriction on the transferability of the instruments.

Note 7 - Other Financial Assets

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
Unsecured, Considered Good		
a) Rental and Lease Deposits	147.75	162.44
b) Security Deposits	740.49	729.22
c) Deposits with banks having maturity more than 12 months*	71.24	289.29
Total	959.48	1,180.95

*Includes ₹ 10.24 lakhs (PY ₹ 10.24 lakhs) which have been earmarked towards margin money and security.

Note 8 - Other Non-current Assets

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
a) Capital advance	48.40	53.30
b) Advance Payment of Taxes (Net off Provision)	299.90	97.43
c) Prepayments	126.14	138.02
Total	474.44	288.75

Note 9 - Inventories

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
a) Pharmacy	620.80	511.92
b) Hospital Consumables	499.34	401.61
c) Stores & Spares	83.78	71.14
d) Fuel & Canteen Inventory	103.64	45.56
Total (A)	1,307.56	1,030.23
Less : Provision for non-moving inventory (Net) (B)	50.04	7.65
Total (A-B)	1,257.52	1,022.58

- i) For method of valuation of inventories, refer note No.1 (B) (XV)
 ii) Inventories have been given has security against certain bank. Refer Note No.17 and 23.
 iii) Cost of inventory recognised as an expense:

a) Amount of inventories charged to Statement of Profit and Loss

₹ in Lakhs

Particulars	2021-22	2020 -21
a) Cost of Medicines & Hospital Consumables	25,627.38	19,355.40
b) Stores and spares	320.43	192.07
c) Fuel & Consumption of Dietary	2,975.98	2,120.80
Total	28,923.79	21,668.27

b) Amount of inventories stated at fair value less cost to sell

Nil

Nil

c) Amount of written down of inventories

Nil

Nil

Note 10 - Trade Receivables

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
Unsecured considered good	1,610.39	1,053.50
Unbilled Revenue	333.21	346.85
Trade receivables which have significant increase in Credit Risk	-	-
Trade receivables - credit impaired	-	-
Allowances for Expected Credit Loss	(8.00)	-
Total	1,935.60	1,400.35

Trade receivable ageing schedule - FY 2021-22

₹ In lakhs

Particulars	Outstanding for the following period from due date of payments					Total
	<6 Months	6 Months – 1 Yr	1 -2 yrs	2 -3 Yrs	>3 Yrs	
(i) Undisputed Trade Receivables - considered good	1,276.86	194.94	71.39	51.98	15.22	1610.39
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
Subtotal	1,276.86	194.94	71.39	51.98	15.22	1610.39
(vii)Unbilled Revenue - Not Due	-	-	-	-	-	333.21
Less : Allowances for Expected Credit Loss	-	-	-	-	-	(8.00)
Total						1,935.60

Trade receivable ageing schedule - FY 2020-21

₹ In lakhs

Particulars	Outstanding for the following period from due date of payments					Total
	<6 Months	6 Months – 1 Yr	1 -2 yrs	2 -3 Yrs	>3 Yrs	
(i) Undisputed Trade Receivables - considered good	864.36	100.62	76.37	11.62	0.53	1053.50
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
Subtotal	864.36	100.62	76.37	11.62	0.53	1053.50
(vii) Unbilled Revenue - Not Due	-	-	-	-	-	346.85
Less : Allowances for Expected Credit Loss	-	-	-	-	-	-
Total						1,400.35

Note 11 - Cash and Cash Equivalents

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
a) Balance with Banks		
i) In Current Accounts	361.89	411.97
ii) In deposit accounts with maturity less than 3 months at inception	-	102.60
b) Cheques on hand	2.69	1.43
c) Cash on hand	180.72	176.70
Total	545.30	692.70

Note 12 - Bank Balances other than Cash and Cash Equivalents

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
a) In term deposit accounts		
with maturity more than 3 months but less than 12 months at inception	19,038.91	14,581.37
b) Earmarked balances		
In margin money	133.53	134.11
In unpaid dividend Account	39.79	40.00
In unspent CSR Account	65.00	9.81
Total	19,277.23	14,765.29

Note 13 - Other Financial Assets

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
Unsecured, Considered Good		
a) Rent receivable	19.30	17.99
b) Accrued Income	387.65	541.55
Total	406.95	559.54

Note 14 - Other Current Assets

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
a) Advance for purchases	14.27	6.54
b) Advance for expenses	210.98	105.92
c) Prepayments	164.18	249.13
Total	389.43	361.59

Note 15 - Equity Share Capital

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
Authorized Share Capital		
1,92,00,000 equity shares of ₹ 10/- each	1,920.00	1,920.00
(31-03-2021 - 1,92,00,000 Equity Shares of ₹ 10/- each)		
Issued and Subscribed Capital		
1,09,42,262 Equity shares of ₹ 10 each	1,094.23	1,094.23
(31-03-2021 - 1,09,42,262 Equity Shares of ₹ 10/- each)		
Total	1,094.23	1,094.23

a. Reconciliation of shares outstanding at the beginning and at the end of the reporting period

₹ in Lakhs

Particulars	As at 31 st March 2022		As at 31 st March 2021	
	No. of shares	Amount	No. of shares	Amount
Shares outstanding at the beginning of the year	1,09,42,262	1,094.23	1,09,42,262	1,094.23
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	1,09,42,262	1,094.23	1,09,42,262	1,094.23

b. Terms/ Rights attached to the Equity Shares

The Company has only one class of equity shares having a par value of ₹ 10/-. Each holder of equity shares is entitled to one vote per share. The dividend Proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of Company, the holders of the Equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amount. The distribution will be in proportion to the number of equity shares held by the Shareholders.

c. Shares held by Holding Company or Ultimate Holding Company – Nil
d. Details of Shareholders' holding more than 5% shares in the Company:

₹ in Lakhs

Particulars	As at 31 st March 2022		As at 31 st March 2021	
	No. of shares	Amount	No. of shares	Amount
Kovai Purani Finance Private Limited	40,43,061	36.95	40,43,061	36.95
Dr. Thavamani Devi Palaniswami	12,41,997	11.35	12,41,997	11.35

e. No shares have been issued as fully paid up pursuant to contract without payment being received in cash, bonus shares and shares bought back in the immediately preceding five years.

f. Promoters shareholding - 2021-22

S. No.	Promoter Name	Shares held by promoters at the end of the year					
		2021-22			2020-21		
		No. of shares	% of total shares	% change during the year	No. of shares	% of total shares	% change during the year
1	M/s. Kovai Purani Finance Private Limited	40,43,061	36.95	-	40,43,061	36.95	0.43
2	Dr. Thavamani Devi Palaniswami	12,41,997	11.35	-	12,41,997	11.35	0.51
3	M/s. Pavai Property Developers Private Limited	5,19,304	4.75	-	5,19,304	4.75	100 % Categorised as promoter during March 2021
4	Dr. Balasundaram. S	86,944	0.79	-	86,944	0.79	-
5	Mrs. Vani V Thirumoorthi	71,485	0.65	-	71,485	0.65	-
6	Dr. K S K Murugaiyan	70,101	0.64	-	70,101	0.64	-
7	Mrs. Mallika Murugaiyan	10,101	0.09	-	10,101	0.09	-
8	Dr. N Palaniswami	10,000	0.09	-	10,000	0.09	-
9	Dr. Mohan S Gounder	10,000	0.09	-	10,000	0.09	-
10	Dr. Purani P Palaniswami	10,000	0.09	-	10,000	0.09	-
11	Dr. Arun N Palaniswami	10,000	0.09	-	10,000	0.09	-
12	Dr. Thirumoorthi M C	6,013	0.05	-	6,013	0.05	-
13	Dr. S Rajkumar	3,373	0.03	100	-	-	-
14	Ms. Sangeetha S	3,333	0.03	100	-	-	-
15	Dr. K C Ramasamy	101	-	-	101	-	-
16	Dr. Kavetha Sundaramoorthy	-	-	-100	10,000	0.09	-
17	Dr. Sadasivan N	-	-	-100	2,514	0.02	-
	Total	60,95,813	55.69		61,01,621	55.74	-

Note 16 - Other equity

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
a) Capital Reserve	14.86	14.86
b) General Reserve	4,244.95	4,244.95
c) Retained Earnings	55,593.57	45,495.78
d) Other Comprehensive Income	(16.73)	150.02
Total	59,836.65	49,905.61

Refer "Statement of Changes in Equity" for additions /deletions in each reserve.

Notes:

- Capital reserve represents the reserve created on account of amalgamation of Idhyam Hospitals Erode Limited (erstwhile subsidiary) under the pooling of interest method
- General Reserve is created from time to time by transferring profits from retained earnings and can be utilised for purposes such as dividend payout, bonus issue etc.
- Retained Earnings represents the surplus / accumulated earnings of the Company and are available for distribution to Shareholders.

Note 17 - Borrowings

₹ in Lakhs

Particulars	As at 31 st March 2022		As at 31 st March 2021	
	Non-Current	Current	Non-Current	Current
Secured Loan				
Term Loans				
From Banks	48,336.66	1,785.67	55,071.58	2,357.17
Total	48,336.66	1,785.67	55,071.58	2,357.17

Details of amount Outstanding, Terms of repayment & Security details

Term Loans from Bank

a) Term loans from Indian Bank:

₹ in Lakhs

S.No	As at 31 st March 2022	As at 31 st March 2021	Terms of loans
1	-	380.00	The loan has been repaid during the current year
2	-	4,875.00	The loan has been repaid during the current year
3	2,303.32	2,815.41	Repayable in 125 monthly instalments aggregating to ₹ 2,303.32 lakhs. The Interest is payable on monthly basis and the rate of interest is 7.35% per annum.
4	2,354.17	2,479.17	Repayable in 130 monthly instalments aggregating to ₹ 2,354.17 lakhs. The Interest is payable on monthly basis and the rate of interest is 7.30% per annum.
5	5,850.00	6,000.00	Repayable in 138 monthly instalments aggregating to ₹ 5,850.00 lakhs. The Interest is payable on monthly basis and the rate of interest varies from 7.30% per annum.
6	4,400.00	4,400.00	Repayable in 144 monthly instalments from April 2022 (Moratorium of 36 months from the date of drawdown) aggregating to ₹ 4,400.00 lakhs. The Interest is payable on monthly basis and the rate of interest is 7.30% per annum.
7	5,600.00	5,600.00	Repayable in 144 monthly instalments from December 2022 (Moratorium of 36 months from the date of drawdown) aggregating to ₹ 5,600.00 lakhs. The Interest is payable on monthly basis and the rate of interest is 7.30% per annum.
8	2,500.00	2,500.00	Repayable in 144 monthly instalments from April 2023 (Moratorium of 36 months from the date of drawdown) aggregating to ₹ 2,500.00 lakhs. The Interest is payable on monthly basis and the rate of interest varies from 7.30% per annum.
9	1,120.00	1,120.00	Repayable in 144 monthly instalments from April 2023 (Moratorium of 36 months from the date of drawdown) aggregating to ₹ 1,120.00 lakhs. The Interest is payable on monthly basis and the rate of interest varies from 7.35% per annum.
10	3,000.00	3,000.00	Repayable in 144 monthly instalments from March 2024 (Moratorium of 36 months from the date of drawdown) aggregating to ₹ 3,000.00 lakhs. The Interest is payable on monthly basis and the rate of interest is 7.30% per annum

b) Term loans from Indian Overseas Bank:

₹ in Lakhs

S.No	As at 31 st March 2022	As at 31 st March 2021	Terms of loans
1	2,290.67	3,280.00	Repayable in 132 monthly instalments aggregating to ₹ 2,290.67 lakhs. The Interest is payable on monthly basis and the rate of interest is 7.45% per annum.
2	2,354.17	2,479.17	Repayable in 130 monthly instalments aggregating to ₹ 2,354.17 lakhs. The Interest is payable on monthly basis and the rate of interest is 7.45% per annum.
3	5,850.00	6,000.00	Repayable in 138 monthly instalments aggregating to ₹ 5,850.00 lakhs. The Interest is payable on monthly basis and the rate of interest varies from 7.45% per annum.
4	4,400.00	4,400.00	Repayable in 144 monthly instalments from April 2022 (Moratorium of 36 months from the date of drawdown) aggregating to ₹ 4,400.00 lakhs. The Interest is payable on monthly basis and the rate of interest is 7.45% per annum.
5	5,600.00	5,600.00	Repayable in 144 monthly instalments from December 2022 (Moratorium of 36 months from the date of drawdown) aggregating to ₹ 5,600.00 lakhs. The Interest is payable on monthly basis and the rate of interest is 7.45% per annum.

₹ in Lakhs

S.No	As at 31 st March 2022	As at 31 st March 2021	Terms of loans
6	2,500.00	2,500.00	Repayable in 144 monthly instalments from April 2023 (Moratorium of 36 months from the date of drawdown) aggregating to ₹ 2,500.00 lakhs. The Interest is payable on monthly basis and the rate of interest is 7.45% per annum.

c) Security details:

- (i) The above term loans from Bank are primarily secured by first charge on the land and appurtenances therewith located at Kalapatti and Suler Town Panchayat at Coimbatore and the land located at Erode and Karur, pari passu first charge on the entire fixed assets (present and future) of the Company.
- (ii) The facilities are also collaterally secured by second charge on the entire current assets (present and future) of the Company.
- (iii) The term loans from bank are further secured by personal guarantees of the Managing Director - Dr.Nalla G Palaniswami and Joint Managing Director - Dr.Thavamani Devi Palaniswami, of the Company.
- (iv) The company has made registration of charges/satisfaction with Registrar of Companies (ROC) within the statutory period, wherever applicable.

Note 18 - Lease Liabilities

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
Obligation in respect of lease liability (Refer No. 43)	3,722.73	3,871.01
Total	3,722.73	3,871.01

Note 19 - Other Financial Liabilities

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
Rental Deposits	26.99	28.79
Total	26.99	28.79

Note 20 - Provisions

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
Provision for Employee Benefits		
- Gratuity (Refer Note No.40 (b) (i))	1,494.85	937.86
Total	1,494.85	937.86

Note 21 - Deferred Tax Liabilities (net)

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
Deferred Tax Liabilities		
-On PPE and intangible assets	4,161.76	3,824.59
-On fair value adjustment of financial instruments	(2.04)	(1.29)
(A)	4,159.72	3,823.30
Deferred tax assets		
- On disallowances / other adjustments under the Income Tax Act	(654.52)	(421.67)
- On lease liability	(107.03)	(91.19)
(B)	(761.55)	(512.86)
Net deferred tax liability / (asset) (A-B)	3,398.17	3,310.44

Refer Note No. 37 (b) for reconciliation of components of deferred taxes.

Note 22 - Other Non-Current Liabilities

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
Advance rental Income	5.45	1.47
Others liabilities	48.00	36.39
Total	53.45	37.86

Note 23 - Borrowings

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
Secured		
a) Current maturities of Long term debts (Ref.Note.No.17)	1,785.67	2,357.17
b) Working capital loans from bank	1,006.64	877.38
Total	2,792.31	3,234.55

The Company has availed working capital facility from Indian Bank which is secured by:

- First Charge on current assets by way of hypothecation of present and future current assets including book debts and receivables.
- The working capital facility is collaterally secured by all fixed assets mentioned in Note No.17 long term borrowings.
- The working capital facility carries interest rates which varies from @ 7.30% to @ 8.60%
- The working capital loans from bank are further secured by personal guarantees of the Managing Director - Dr.Nalla G Palaniswami and Joint Managing Director - Dr. Thavamani Devi Palaniswami, of the Company.
- As per the terms of sanction letter, the company is not required to file monthly/ quarterly statements of current assets.

Note 24 - Lease Liabilities

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
Current Maturities of lease liabilities (Ref. Note No. 43)	167.40	114.55
Total	167.40	114.55

Note 25 - Trade Payables

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
Trade payables		
a. Total outstanding dues of Micro and Small Enterprises (Refer Note No 51)	54.54	47.06
b. Total outstanding dues of creditors other than Micro and Small Enterprises	1,367.11	1,499.15
Total	1,421.65	1,546.21

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

Refer Note No.45 for transactions with Related Parties.

Trade Payable ageing – 2021-22

₹ in Lakhs

Particulars	Outstanding for the following period from due date of payments				Total
	<6 Months	1 -2 yrs	2 -3 Yrs	>3 Yrs	
(i) MSME	54.54	-	-	-	54.54
(ii) Others	1367.11	-	-	-	1367.11
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	1421.65	-	-	-	1421.65

Trade Payable ageing – 2020-21

₹ in Lakhs

Particulars	Outstanding for the following period from due date of payments				Total
	<6 Months	1 -2 yrs	2 -3 Yrs	>3 Yrs	
(i) MSME	47.06	-	-	-	47.06
(ii) Others	1499.15	-	-	-	1499.15
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	1546.21	-	-	-	1546.21

Note 26 - Other Financial Liabilities

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
a. Deposits from Employees	533.34	256.51
b. Payable to related parties (Ref. Note No.45)	753.83	469.14
c. Employee Benefits Payable	724.25	596.30
d. Unpaid Dividend	39.79	40.00
e. Provision for CSR	65.00	-
f. Other payables	2,071.84	1,858.67
Total	4,188.05	3,220.62

Note : Other payables include accrued liabilities for expenses and Creditors for expenses.

Note 27 - Other Current Liabilities

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
a. Statutory dues payables	567.09	377.22
b. Creditors for capital goods	2,179.89	2,353.08
c. Advance received from patients	200.82	241.70
d. Advance towards course fees	4,065.57	2,182.05
Total	7,013.37	5,154.05

Note 28 - Provisions

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
Provision for Employee benefits		
a. Gratuity - (Refer Note No.40 (b) (i))	360.45	405.07
b. Leave Encashment	21.03	18.25
c. Disputed Statutory Liability	337.71	-
Total	719.19	423.32

Note 29 - Current Tax Liabilities

₹ in Lakhs

Particulars	As at 31 st March 2022	As at 31 st March 2021
a. Current Tax Liability (net off advance tax)	-	164.23
Total	-	164.23

Note 30 - Revenue From Operations

₹ in Lakhs

Particulars	2021-22	2020-21
I. Revenue from operations		
a. Inpatients Revenue		
i) Doctors fees & Other healthcare services	50,500.30	39,166.34
ii) Pharmacy & Dietary	13,903.82	9,600.55

Particulars	2021-22	2020-21
b. Outpatients Revenue		
i) Doctors fees & Other healthcare services	14,826.11	11,872.07
ii) Pharmacy & Dietary	8,425.98	6,114.37
c. Income from education	2,458.54	2,060.37
II. Other Operating Income		
Lease Income	484.92	222.47
Total	90,599.66	69,036.18

Note 31 - Other Income

₹ in Lakhs

Particulars	2021-22	2020-21
a. Interest Income		
(i) From Banks	875.75	761.00
(ii) From Others	2.99	4.83
b. Profit on sale of Property, Plant and Equipment	1.89	24.48
c. Other non-operating income	301.91	395.04
Total	1,182.54	1,185.35

Note 32 - Cost of Medicines & Hospital consumables consumed

₹ in Lakhs

Particulars	2021-22	2020-21
Opening Stock	913.53	1,163.75
Less: Opening Stock of Non Moving Inventory	7.38	31.18
Add: Purchases	25,802.58	19,128.98
	26,708.73	20,261.55
Less: Closing Stock	1,120.14	913.53
Add: Closing Stock of Non Moving Inventory	38.79	7.38
Total	25,627.38	19,355.40

Note 33 - Employee Benefits Expense

₹ in Lakhs

Particulars	2021-22	2020-21
a. Salaries, Allowances & Bonus	13,262.60	10,586.31
b. Contribution to Provident and Other Funds	1,218.15	683.93
c. Gratuity [Refer Note No. 40 (b)(i)(b)]	370.10	322.21
d. Staff Welfare Expenses	147.94	214.56
e. Compensated Absence	77.28	59.76
Total	15,076.07	11,866.77

Note 34 - Finance Costs

₹ in Lakhs

Particulars	2021-22	2020-21
a. Interest on Borrowings	3,950.14	2,716.74
b. Interest on Lease Liability	336.41	352.46
c. Unwinding of Interest on Financial Instrument at amortised cost	2.35	1.17
d. Other Borrowing Cost	34.11	60.49
Total	4,323.01	3,130.86

Note 35 - Depreciation and Amortisation Expense

₹ in Lakhs

Particulars	2021-22	2020-21
a. Depreciation on Property, Plant and Equipment (Refer Note.2)	8,107.83	6,409.57
b. Depreciation on right of use assets (Refer Note.3)	327.66	332.30
c. Amortisation on intangible assets (Refer Note.5)	107.33	60.64
Total	8,542.82	6,802.51

Note 36 - Other Expenses

₹ in Lakhs

Particulars	2021-22	2020-21
a. Consumption of stores and spares	320.43	192.07
b. Power and Fuel consumed (net) (Refer Note No.54)	1,191.70	836.02
c. Consumption of Dietary	1,784.28	1,284.78
d. Professional & Consultancy Fees	13,053.21	10,434.08
e. Hospital upkeep expenses	1,849.17	1,292.99
f. Lab test charges	578.69	466.81
g. Travel and conveyance	89.10	79.80
h. Rent	51.49	168.38
i. Advertisement	443.20	210.49
j. Auditor's Remuneration (Refer Note No.36(1) below)	32.32	34.77
k. Director's sitting fee	26.67	10.86
l. Annual Maintenance Charges	1,075.46	1,050.47
m. Repairs and Maintenance - Building	376.79	170.72
n. Repairs and Maintenance - Machinery	286.88	203.06
o. Repairs and Maintenance - Others	164.29	133.92
p. License fee, Rates & Taxes	324.99	306.88
q. Expenditure towards CSR activities (Refer Note No.49)	219.03	227.50
r. Donation	113.30	126.00
s. Printing & Stationery	439.87	286.22
t. Bank Charges	294.38	214.91
u. Loss on Sale of Property, Plant and Equipments	95.16	8.72
v. Hire Charges- Vehicle	27.54	33.64
w. Uniforms, Books & other expenses	95.05	72.05
x. Miscellaneous expenses	1212.09	647.23
Total	24,145.09	18,492.37

Note 36 (1) - Auditor's Remuneration (Exclusive of GST)

₹ in Lakhs

Particulars	2021-22	2020-21
Payments to the auditor		
a. For Statutory Audit	25.50	22.50
b. For Tax Audit	-	7.50
c. For Certification and other Services	6.18	3.95
d. For Reimbursement of Expenses	0.64	0.82
Total	32.32	34.77

Note 37 (a) - Tax expenses

₹ in Lakhs

Particulars	2021-22	2020-21
A. Current Tax		
Current tax on profit for the year	3,523.28	2,381.00
Change/ (Credit) in respect of current tax for earlier years	(25.33)	(36.75)
TOTAL (A)	3,497.95	2,344.25
B. Deferred Tax		
Origination/reversal of temporary differences	143.82	460.83
TOTAL (B)	143.82	460.83
Tax expense recognized in Statement of Profit and Loss - (C) = (A)+(B)	3,641.77	2,805.08
Tax expense recognized in Other Comprehensive Income (D)	(56.08)	42.92
Total Tax Expense /(benefit) (C + D)	3,585.69	2,848.00

Note 37(b) - Deferred Tax
Significant Components of deferred tax assets / liabilities and their movements

₹ in Lakhs

Particulars	Deferred tax liabilities / (Assets) as at 01.04.2021	Charge / (credit) to Profit/Loss	Charge / (credit) to OCI	Deferred tax liabilities / (Assets) as at 31.03.2022
Deferred tax liabilities				
- On PPE and intangible assets	3,824.59	337.17	-	4,161.76
- On fair value adjustment of financial instruments	(1.29)	(0.75)	-	(2.04)
Deferred tax assets				
- On disallowances under the Income Tax Act	(502.29)	(176.78)	-	(679.07)
- On employee benefit expense	84.75	-	(57.25)	27.50
- On fair valuation of equity instruments	(4.13)	-	1.17	(2.96)
- On lease liability	(91.19)	(15.84)	-	(107.03)
Net Deferred Tax Liability/(Asset)	3,310.44	143.82	(56.08)	3,398.17

₹ in Lakhs

Particulars	Deferred tax liabilities / (Assets) as at 01.04.2021	Charge / (credit) to Profit/Loss	Charge / (credit) to OCI	Deferred tax liabilities / (Assets) as at 31.03.2022
Deferred tax liabilities				
- On PPE and intangible assets	3,256.30	568.29	-	3,824.59
- On fair value adjustment of financial instruments	0.45	(1.74)	-	(1.29)
Deferred tax assets				
- On disallowances under the Income Tax Act	(445.07)	(57.22)	-	(502.29)
- On employee benefits expense	40.83	-	43.92	84.75
- On fair valuation of equity instruments	(3.13)	-	(1.00)	(4.13)
- On lease liability	(42.70)	(48.49)	-	(91.19)
Net Deferred Tax Liability/(Asset)	2,806.68	460.83	42.92	3,310.44

Significant Management Judgment are involved in determining provision for tax, deferred tax & recoverability of deferred tax asset. The recoverability of deferred tax asset is based on estimation of taxable income in future and availability of sufficient future profit to utilize the deferred tax asset.

Note 37 (c) - Reconciliation of estimated tax expense

The reconciliation of estimated income tax expense at tax rate to income tax expense reported in Statement of Profit and Loss is as follows:

₹ in Lakhs

Particulars	2021-22	2020-21
Profit/(loss) before tax	14,067.83	10,573.62
Enacted tax rate	25.168%	25.168%
Expected income tax expense/(benefit) at statutory tax rate	3,540.59	2,661.17
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Expenses not deductible in determining taxable profits	339.79	565.82
Tax allowances and concession	(43.97)	(51.98)
Disallowances and reversals - net	(169.31)	(333.18)
Tax expense for the year (including Deferred Tax)	3,667.10	2,841.83
Effective income tax rate	26.07%	26.88%

The above workings are based on provisional computation of tax expenses and are subject to finalisation of tax audit/ filing of tax returns in due course.

Note 37 (d) – Income Tax recognised in Other Comprehensive Income :

₹ in Lakhs

Particulars	2021-22	2020-21
Deferred Tax - Expense		
i) Remeasurement of defined benefit obligation	(57.25)	41.92
ii) Changes in Equity Instruments measured at FVTOCI	1.17	1.00
Total Income Tax recognised in OCI	(56.08)	42.92

Note 38 -On September 26, 2021, the company had a minor fire accident in one of the record storage rooms of Main Hospital at Coimbatore due to an electrical short circuit. Consequent to the fire, certain physical copies of documents, vouchers, invoices, and other records pertaining to the period 1st April 2019 to 26th September 2021 were destroyed. The primary books of accounts stored in the central server and a significant part of the records including bills, vouchers and other documents were not affected by the fire.

Subsequent to the fire accident, the company had obtained statement of accounts, external confirmation of balances from major vendors, obtained duplicate copies of invoice, vouchers and other documents wherever possible. Based on the statement of accounts, confirmation of balances and other records obtained, the misstatements, if any, for the financial year ended 31st March 2022, in the recording of liability, assets and income and expenses is considered insignificant.

Note 39 - Misappropriation of funds - One of the cashiers of the Company had misappropriated funds amounting to ₹ 85 Lakhs during the current Financial Year. A significant portion of the misappropriated funds had been recovered and an insurance claim has been lodged for the balance amount. There was no other fraud on the company during the year.

Note 40 - Employee Benefits
(a) Defined contribution plans :

The Company makes contributions towards provident fund as a defined contribution retirement benefit fund for qualifying employees. The provident fund is operated by the regional provident fund commissioner. Under the scheme, the Company is required to contribute a specific percentage of the payroll cost as per the statute.

The total expenses recognized in the Statement of Profit and Loss of ₹ 1,031.41 lakhs (for the year ended March 31, 2021: ₹ 529.80 lakhs) represents contributions payable to the plan by the Company.

(b) Defined benefit plans :
i) Gratuity

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 for in the Payment of Gratuity Act, 1972. The terms of benefits are generally common for all the employees of the company.

These plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, salary risk and longevity risk.

Investment Risk:	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.
Interest risk:	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.
Salary risk:	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.
Longevity risk:	The present value of defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

(a) The principal assumptions used for the purposes of the actuarial valuations were as follows:

₹ in Lakhs

Particulars	Valuation as at	
	31.03.2022	31.03.2021
Discount rate(s)	5.66%	5.58%
Expected Return on Assets	NA	NA
Salary Escalation	Uniform 10.0%	Uniform 8.0%
Attrition Rate	Uniform 30.0%	Uniform 25.0%
Mortality	Indian Assured Lives Mortality (2012-14) Ultimate	

(b) Amount recognized in Statement of Profit and Loss in respect of these defined benefit plans are as follows: ₹ in Lakhs

Particulars	31.03.2022	31.03.2021
Current service cost	297.54	255.59
Net Interest on Defined Benefit Obligations	72.56	66.63
Expected return on Plan assets	-	-
Past service cost and (gain) / loss from settlements	-	-
Expenses recognized in the statement of profit and loss	370.10	322.22

(c) Recognized in Other Comprehensive Income for the year: ₹ in Lakhs

Particulars	31.03.2022	31.03.2021
Return on plan assets (excluding amounts included in net interest expenses)	-	-
Actuarial gains/losses arising from changes in demographic assumptions	87.01	18.42
Actuarial gains/losses arising from changes in financial assumptions	121.00	(3.29)
Actuarial gains/losses arising from experience adjustments	19.47	(181.69)
Amount recognized in OCI for the current period	227.48	(166.56)

(d) Movements in the present value of the defined benefit obligation are as follows: ₹ in Lakhs

Particulars	31.03.2022	31.03.2021
Present value of obligations as at the beginning of the year	1,342.94	1,257.68
Current service cost	297.54	255.59
Past service cost	-	-
Net Interest on Defined Benefit Obligations	72.56	66.63
Remeasurement (gains)/losses:		
Actuarial gains/losses arising from changes in demographic assumptions	87.01	18.42
Actuarial gains/losses arising from changes in financial assumptions	121.00	(3.29)
Actuarial gains/losses arising from experience adjustments	19.47	(181.69)
Benefits paid	(85.23)	(70.40)
Present value of obligations as at the end of the year	1,855.29	1,342.94

(e) Change in fair value of plan assets: ₹ in Lakhs

Particulars	31.03.2022	31.03.2021
Fair value of plan assets as at the beginning of the period	-	-
Return on plan assets	-	-
Contributions	-	-
Benefits paid	-	-
Actuarial gain/(loss) on plan assets	-	-
Fair value of plan assets as at the end of the period	-	-

(f) Net Liability recognized in Balance Sheet: ₹ in Lakhs

Particulars	31.03.2022	31.03.2021
Present value of obligations	1,855.29	1,342.94
Fair Value of Plan Assets	-	-
Amount recognized	1,855.29	1,342.94

(g) Sensitivity analysis:

₹ in Lakhs

Particulars	31.03.2022	31.03.2021
Discount rate + 100 basis points	1,753.12	1,302.48
Discount rate - 100 basis points	1,973.79	1,386.38
Salary Escalation rate + 1%	1,958.72	1,377.55
Salary Escalation rate - 1%	1,764.11	1,309.93
Attrition rate + 1%	1,822.67	1,335.50
Attrition rate - 1%	1,878.71	1,350.74

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

(h) Experience adjustments:

₹ in Lakhs

Particulars	31.03.2022	31.03.2021
Defined Benefit Obligation	1,855.29	1,342.94
Plan Assets	-	-
Surplus / (Deficit) in Plan Assets	(1,855.29)	(1,342.94)
Experience Adjustments on Plan Liabilities – Loss/(Gain)	19.47	(181.69)
Experience Adjustments on Plan Assets – Gain/(Loss)	-	-

Note 41 - Financial instruments
(a) Capital Management

The Company manages its capital with the objective to maximize the return to stakeholders through the optimisation of the debt and equity mix. The Company's overall strategy remains unchanged from previous year.

The funding requirements are met through a mixture of equity, internal fund generation and other non-current borrowings. The Company's policy is to use current and non-current borrowings to meet anticipated funding requirements.

The Company monitors capital on the basis of the gearing ratio which is net debt divided by total capital (equity plus net debt). Net debts are non-current and current debts as reduced by cash and cash equivalents, other bank balances and current investments. Equity comprises all components including other comprehensive income.

The following table summarizes the capital structure and gearing ratio of the Company:

₹ in Lakhs

Particulars	31.03.2022	31.03.2021
Long term borrowings (Refer Note:17)	48,336.66	55,071.58
Short term Borrowings (Refer Note : 23)	2,792.31	3,234.55
Total Borrowings (a)	51,128.97	58,306.13
Cash and Cash equivalents (Refer Note:11)	545.30	692.70
Bank Balances other than cash and cash equivalents (Refer Note : 12)	19,277.23	14,765.29
Total Cash (b)	19,822.53	15,457.99
Net Debt (c) = (a)-(b)	31,306.44	42,848.14
Equity (Refer Note :15)	1,094.23	1,094.23
Other Equity (Refer Note : 16)	59,836.65	49,905.61
Total Equity (d)	60,930.88	50,999.84
Net Debt to Equity Ratio = (c)/(d)*100	51.38%	84.02%

Note:

- Equity includes all capital and reserves of the company that are managed as capital.
- Debt is defined as long term and short term borrowings (excluding derivatives and financial guarantee contracts) as stated in Notes 17 and 23.

(b) Fair Value Measurement
(i) Financial instruments by category

The carrying values of financial instruments by categories as at March 31, 2022 were as follows:

₹ in Lakhs

Particulars	Note	FVTPL	FVTOCI	Amortised cost	Total Carrying value	Total Fair value
Financial Assets						
Investments	6	-	20.30	-	20.30	20.30
Trade Receivables	10	-	-	1,935.60	1,935.60	1,935.60
Other financial assets	7,13			1,366.43	1,366.43	1,366.43
Cash & Cash Equivalent	11	-	-	545.30	545.30	545.30
Other Bank Balances	12	-	-	19,277.23	19,277.23	19,277.23
Financial Liabilities						
Borrowings	17,23	-	-	51,128.97	51,128.97	51,128.97
Trade payables	25	-	-	1,421.65	1,421.65	1,421.65
Lease Liabilities	18,24	-	-	3,890.13	3,890.13	3,890.13
Other financial liabilities	19,26	-	-	4,215.04	4,215.04	4,215.04

The carrying values of financial instruments by categories as at March 31, 2021 were as follows:

₹ in Lakhs

Particulars	Note	FVTPL	FVTOCI	Amortised cost	Total Carrying value	Total Fair value
Financial Assets						
Investments	6	-	15.66	-	15.66	15.66
Trade Receivables	10	-	-	1,400.35	1,400.35	1,400.35
Other financial assets	7,13	-	-	1,740.99	1,740.99	1,740.99
Cash & Cash Equivalent	11	-	-	692.70	692.70	692.70
Other Bank Balances	12	-	-	14,765.29	14,765.29	14,765.29
Financial Liabilities						
Borrowings	17,23	-	-	58,306.13	58,306.13	58,306.13
Trade payables	25	-	-	1,546.21	1,546.21	1,546.21
Lease Liabilities	18,24	-	-	3,985.56	3,985.56	3,985.56
Other financial liabilities	19,26	-	-	3,249.41	3,249.41	3,249.41

(ii) Fair Value Hierarchy

The Company has classified its financial instruments into three levels in order to provide an indication about the reliability of the inputs used in determining fair values.

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs)

Fair value hierarchy of financial assets and liabilities measured at fair value as at March 31, 2022 :

₹ in lakhs

Particulars	Note	Level 1	Level 2	Level 3	Carrying Values
Financial Assets					
a) At amortised costs					
Trade Receivables	10	-	-	1,935.60	1,935.60
Cash and Cash Equivalents	11	-	-	545.30	545.30
Other Bank Balances	12	-	-	19,277.23	19,277.23
Other financial assets	7,13	-	-	1,366.43	1,366.43

Particulars	Note	Level 1	Level 2	Level 3	Carrying Values
b) At fair value through Other Comprehensive Income					
Investments – Non-current quoted	6	14.30	-	-	14.30
Investments – Non-current Unquoted	6	-	-	6.00	6.00
Financial Liabilities					
a) At amortised costs					
Borrowings	17,23	-	-	51,128.97	51,128.97
Trade payables	25	-	-	1,421.65	1,421.65
Lease Liabilities	18,24	-	-	3,890.13	3,890.13
Other financial liabilities	19,26	-	-	4,215.04	4,215.04

Fair value hierarchy of financial assets and liabilities measured at fair value as at March 31, 2021:

₹ in Lakhs

Particulars	Note	Level 1	Level 2	Level 3	Carrying Values
Financial Assets					
a) At amortised costs					
Trade Receivables	10	-	-	1,400.35	1,400.35
Cash and Cash Equivalents	11	-	-	692.70	692.70
Other Bank Balances	12	-	-	14,765.29	14,765.29
Other financial assets	7,13	-	-	1,740.49	1,740.49
b) At fair value through Other Comprehensive Income					
Investments – Non-current quoted	6	9.66	-	-	9.66
Investments – Non-current Unquoted	6	-	-	6.00	6.00
Financial Liabilities					
a) At amortised costs					
Borrowings	17,23	-	-	58,306.13	58,306.13
Trade payables	25	-	-	1,546.21	1,546.21
Lease Liabilities	18,24	-	-	3,985.56	3,985.56
Other financial liabilities	19,26	-	-	3,249.41	3,249.41

The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, loans, other financial assets, borrowings, trade payables and other current financial liabilities are a reasonable approximation of their fair values. Accordingly, the fair values of such financial assets and financial liabilities have not been disclosed separately.

iii) Valuation technique used to determine fair value

The fair value of the financial assets and liabilities are at the amount that would be received to sell an asset and paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, loans, other financial assets, borrowings, trade payables and other current financial liabilities are a reasonable approximation of their fair values.

The investment included in Level 3 hierarchy have been valued at cost approach to arrive at the fair values as there is a wide range of possible fair value measurement and the cost represents estimate of fair value within that range considering the purpose and restriction on the transferability of the instruments.

The estimated fair value amounts as at March 31, 2022 have been measured as at that date. As such, the fair values of these financial instruments subsequent to reporting date may be different than the amounts reported at each year-end.

There were no transfers between Level 1, Level 2 and Level 3 during the year.

c) Financial Risk Management

In course of its business, the Company is exposed to certain financial risks that could have significant influence on the Company's business and operational / financial performance. These include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the Financial Statements.

Risk	Exposure arising from	Measurement
Credit risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost.	Ageing analysis, Credit Ratings
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts
Market risk Interest rate risk	Long-term borrowings at variable rates	Cash flow forecasting, Sensitivity analysis

(i) Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

Credit risk management

Credit risk rating

The Company assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets.

A. Low credit risk

B. Moderate credit risk

C. High credit risk

Assets Group	Description of category	Particulars	Provision for expected credit loss
Low credit risk	Assets where the counter- party has strong capacity to meet the obligations and where the risk of default is negligible or nil	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial assets.	12 month expected credit loss/life time expected credit loss
Moderate credit risk	Assets where the probability of default is considered moderate, counter-party where the capacity to meet the obligations is not strong.	Nil	12 month expected credit loss/life time expected credit loss.
High credit risk	Assets where there is a high probability of default.	Nil	12 month expected credit loss/ life time expected credit loss/fully provided for

Based on business environment in which the Company operates, a default on a financial asset is considered when the counterparty fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.

Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Any subsequent recoveries made are recognized in Statement of Profit and Loss.

Classification of Financial assets among risk categories:

₹ in Lakhs

Credit rating	Particulars	31.03.2022	31.03.2021
Low credit risk	Cash and cash equivalents, others bank balances, investments, loans, trade receivables and other financial assets	23,144.86	18,614.49
Moderate credit risk	Nil	-	-
High credit risk	Nil	-	-

Expected credit loss for trade receivables

In the case of revenue from Hospital services, the company receives payment for services rendered either before or during the course of the treatment except in respect of insurance claims which are agreed upon prior to the discharge of the patient. In respect of revenue from Education services, the fee towards course and other services are generally received in advance.

During the periods presented, the company has had no write off of trade receivables. The company has computed expected credit loss allowance for trade receivables which takes into account historical credit loss experience and is adjusted for forward looking information.

(ii) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates. In addition, the Company's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring Balance Sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

Maturities of financial liabilities as at 31 March, 2022

₹ in Lakhs

Particulars	On demand	Less than 1 year	1-5 years	More than 5 years	Total
Borrowings	1,006.64	1,785.67	13856.03	34,480.63	51,128.97
Other financial liabilities	39.79	3,614.92	559.40	0.93	4,215.04
Total	1,006.64	5,400.59	14,415.43	34,481.56	55,304.22

Maturities of financial liabilities as at 31 March, 2021

₹ in Lakhs

Particulars	On demand	Less than 1 year	1-5 years	More than 5 years	Total
Borrowings	877.38	2,357.17	19,248.99	35,822.59	58,306.13
Other financial liabilities	40.00	2950.71	258.61	0.09	3,249.41
Total	877.38	5,307.88	19,507.60	35,822.68	61,515.54

(iii) Interest rate risk

The Company's fixed rate borrowings are carried at amortized cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, 'Financial Instruments - Disclosures', since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates. However, The Company's variable rate borrowings are subject to interest rate risk. Below is the overall exposure of the borrowings:

Interest rate risk exposure

₹ in Lakhs

Particulars	31.03.2022	31.03.2021
Fixed rate borrowing	-	-
Variable rate borrowing	51,128.97	58,306.13
Total	51,128.97	58,306.13

Sensitivity Analysis :

The following table demonstrates the sensitivity to a reasonably possible change (100 basis points) in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on variable rate borrowings, as follows:

₹ in Lakhs

Particulars	2021-22	2020-21
Interest sensitivity	-	-
Interest rates – increase by 100 basis points	562.91	476.38
Interest rates – decrease by 100 basis points	511.07	547.25

Note 42- Earnings per Share (EPS) (computed in accordance with Ind AS 33)

₹ in Lakhs

Particulars	2021-22	2020-21
Profit for the year attributable to owners of the Company ₹ in Lakhs	10,426.06	7,768.54
Weighted Average Number of Equity Shares outstanding during the year for the purpose of Basic Earnings / Diluted Earnings Per Share (Nos. in Lakhs)	109.42	109.42
Basic/ Diluted Earnings Per Share (in ₹)	95.28	71.00

Note 43 – Leases
a) Disclosure as Lessee

The Company has adopted Ind AS 116 “Leases” on all lease contracts with effect from April 1, 2019. The disclosures as required under the standard are given below:

i) The following is the reconciliation of lease :

₹ in Lakhs

Particulars	2021-22	2020-21
Opening balance	3,985.56	3,005.73
Additions/Adjustments during the year	66.79	1,693.69
Less: Payment of lease liabilities	162.22	90.12
Less: Closure of lease liabilities	-	623.74
Closing balance	3,890.13	3,985.56
The following is the break up of Non-current and Current lease liabilities		
Non- Current	3,722.73	3,871.01
Current	167.40	114.55
Amount recognized in the Statement of Profit and Loss		
Interest expense on lease liabilities	336.41	352.46
Depreciation on Right-of-Use Assets	327.66	332.30

The broad range of effective interest rate for lease liability is 7.35% to 9.00%

ii) Details of contractual maturities of lease liabilities:

₹ in Lakhs

Particulars	2021-22	2020-21
Less than one year	495.56	483.12
One to five years	2,179.95	1,255.24
More than five years	3,650.57	1,916.88
Total	6,326.08	3,655.24

Note: The above maturities are disclosed on an undiscounted basis.

iii) Rental expense recorded for short-term leases was ₹ 39.66 lakhs for the year ended March 31, 2022 (Previous year ₹ 159.46 lakhs)

b) Disclosure as Lessor

Maturity Analysis of lease payment to be received:

₹ in Lakhs

Particulars	31.03.2022	31.03.2021
Less than one year	102.29	85.90
1 to 2 years	91.20	58.40
2 to 3 years	54.61	44.63
3 to 4 years	28.04	20.86
4 to 5 years	10.26	11.39
More than five years	15.48	10.88
Total	301.88	232.06

Note 44 - Contingent Liabilities and Commitments as on the closing date

₹ in Lakhs

Particulars	31.03.2022	31.03.2021
I) Contingent Liabilities:		
a) Letter of Credit for capital equipment	694.76	3,235.76
b) Disputed Statutory Liabilities not provided for (excluding interest, if any)	1,271.78	527.97
c) Claims of various nature made against the Company not acknowledged as debt	1,108.57	1,187.07

The Company has reviewed all its pending litigation and proceedings and has adequately provided for the provisions required / disclosed as contingent liability where applicable, in its financial statements. The amount of provision / contingent liability is based on management estimation and no significant liability is expected to arise out of the same.

II) Commitments:	31.03.2022	31.03.2021
Estimated amount of contracts remaining to be executed on capital account	2,661.20	6,086.91

Note 45 - Related Party Disclosures under Ind AS – 24
A. Relationship:

List of Related parties where control exists and other related parties with whom the Company had transactions and their relationships.

S.No.	Nature of relationship	Name of related parties
1.	Key Management Personnel	
	a. Executive Directors:	<ul style="list-style-type: none"> • Dr. Nalla G Palaniswami • Dr. Thavamani Devi Palaniswami • Dr. Arun N Palaniswami
	b. Non-Executive, Non Independent and Independent Directors :	<ul style="list-style-type: none"> • Dr. Mohan S Gounder • Dr.M.C.Thirumoorthi • Dr.Purani P Palaniswami • Mr.Kasi K Goundan • Dr.M.Manickam • CA.A.M.Palanisamy • Mr.K.Saminathan • Mrs.R.Bhuvaneshwari • Mr. A.P. Ammasaikutti • Dr. K. Kolandaswamy
2.	Other Related Parties (includes entities in which the Directors are interested)	<ul style="list-style-type: none"> • Purani Hospital Supplies Private Limited • Aosta India Private Limited • Sakthi Sugars Limited • Biomed Hitech Industries Limited • NGP Estate Motors Agencies • ABT Limited • Kovai Medical Center Research & Educational Trust • Dr. K.S.K. Murugaiyan

B. Related party transactions

₹ in Lakhs

Particulars	2021-22		2020-21	
	Key Management Personnel	Other Related Parties	Key Management Personnel	Other Related Parties
Transactions during the year				
Lease payments	155.72	41.60	148.30	40.06
Purchases	-	6,726.84	-	4,766.75
Advertisement	-	-	-	-
IT Software purchase & Hardware Maintenance	-	5.40	-	12.99
Consultant Charges	-	32.00	-	30.00
Directors Remuneration, Commission, & Perquisites	1,045.72	-	732.20	-
Sitting Fees to Non Whole-time Directors	22.60	-	9.20	-

Particulars	2021-22		2020-21	
	Key Management Personnel	Other Related Parties	Key Management Personnel	Other Related Parties
Managing Director's Medical Treatment cost	-	-	66.12	-
Amount outstanding at the end of the year				
Trade payable	-	191.30	-	242.96
Remuneration/Commission payable	741.04	12.79	442.72	
Lease Deposit paid	49.00	35.00	49.00	35.00

Guarantees given by Managing Director and Joint Managing Director are restricted to the amount of outstanding borrowings (Refer Note No.17).

The remuneration to key management personnel does not include the provision made for Gratuity as they are determined on an actuarial basis for the company as a whole.

The Company has entered into various lease arrangements with related parties against which Right-of-use Assets and Lease Liabilities has been recognised as required by IND AS 116. The lease liability at the year end is ₹ 1,339.48 lakhs (Previous year was ₹ 1378.75 lakhs)

C. Disclosure requirements under regulation 53(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 :

Disclosure of transactions of the listed entity with any person or entity belonging to the Promoter / Promoter group which holds 10% or more shareholding in the listed entity - Dr.Thavamani Devi Palaniswami.

₹ in Lakhs

Particulars	31-03-2022	31-03-2021
Lease rent paid	155.72	148.30
Purchase of Fuel	105.74	83.27
Remuneration, Commission & Perquisites	406.50	327.99
Amount Payable	296.42	221.36

D. There is no amount due from a director or other officers of the company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member, except due from Mrs. Thavamani Devi Palaniswami – Joint Managing Director of the company of ₹ 49 Lakhs which is paid as lease deposit.

Note 46 - Segment reporting

The company is engaged in the business of Healthcare and Medical Education activities. Details of segment wise Revenue and results along with segment assets and liabilities are given below:

a. Segment revenues and results

₹ in Lakhs

Particulars	Segment Revenue		Segment Results	
	2021-22	2020-21	2021-22	2020-21
Healthcare	87,750.60	66,840.28	19,103.81	13,840.35
Education	2,849.06	2,195.90	(712.97)	(135.87)
Total	90,599.66	69,036.18	18,390.84	13,704.48
Finance cost	-	-	4,323.01	3,130.86
Profit before tax (PBT)	-	-	14,067.83	10,573.62
Income tax	-	-	3,641.77	2,805.08
Profit after tax (PAT)	-	-	10,426.06	7,768.54

b. Segment assets and liabilities

₹ in Lakhs

Particulars	As at 31-03-2022	As at 31-03-2021
Segment assets		
Healthcare	96,414.08	95,622.58
Education	34,808.53	29,310.16
Unallocated	3,043.09	3,182.17
Sub – Total (A)	1,34,265.70	1,28,114.91
Segment liabilities		
Healthcare	55,422.92	60,179.92
Education	17,911.90	16,935.15
Unallocated	-	-
Sub – Total (B)	73,334.82	77,115.07
Total (A-B)	60,930.88	50,999.84

c. Other Information

₹ in Lakhs

Particulars	Healthcare		Education		Total	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021	31 March 2022	31 March 2021
a) Additions to Non-Current Assets						
i) Capital Advance	25.28	77.85	23.12	(24.55)	48.40	53.30
ii) Fixed Asset	12,315.43	28,929.88	1,329.51	15,580.42	13,644.94	44,510.31
iii) CWIP (Net of Withdrawals)	(3,845.55)	(13,359.23)	(135.41)	(12,073.81)	(3,980.96)	(25,433.04)
iv) Intangible asset	106.88	219.41	0.32	7.26	107.20	226.67
Total	8,602.04	15,867.91	1,217.54	3,489.32	9,819.58	19,357.24
b) Depreciation and Amortisation	7,301.68	6,388.20	1,241.14	414.31	8,542.82	6,802.51
c) Other Non cash expenditure	13.17	(48.14)	-	-	13.17	(48.14)

Note 47 – Expenditure in Foreign Currency:

₹ in Lakhs

Particulars	31-03-2022	31-03-2021
I. CIF value of imports – Capital goods	69.86	1,493.38
I. Dividend paid in foreign currency		
a. Dividend	12.53	-
b. No. of Non Resident shareholders (in Nos.)	28	-
c. No. of Shares of ₹ 10 each held by them (in Nos)	4,17,812	-

Note 48 - Foreign Currency amount realized from NRE account in respect of fee for education: ₹ 459.00 Lakhs
(Previous Year ₹ 591.79 Lakhs)

Note 49 - Corporate Social Responsibility (CSR) Activities:
a) Gross amount required to be spent by the company

₹ in Lakhs

Particulars	2021-22	2020-21
Gross amount required to be spent by the company during the year	210.75	199.81
Unspent amount pertaining to Previous Financial years	9.82	37.47
Total	220.57	237.28

b) Additional disclosures with regard to CSR Activities

₹ in Lakhs

Particulars	2021-22	2020-21
a) Amount required to be spent by the company during the year	220.57	237.28
b) Amount of Expenditure Incurred		
(i) Construction / acquisition of any asset	-	-
(ii) On purposes other than (i) above	156.11	227.46
c) Short fall at the end of the year	64.46	9.82
d) Total of Previous year shortfall	-	-
d) Reason for Short fall	Delay in Construction	Delay in Construction
e) Nature of CSR Activities	Toilets and Class rooms to Govt primary Schools, Mortuary Van to Crematorium and COVID-19 Vaccination for Under Privileged Population.	Public Toilets @ Kalapatti, Supply of provision items to under privileged Peoples, PPE Kits & Sanitizers to Coimbatore Corporation
f) Details of Related Party	-	-
g) Where a provision is made with respect to liability incurred by entering in to Contractual Obligation	65.00	-

Movement in Provision for Corporate Social Responsibility Liabilities:

₹ in Lakhs

Particulars	FY 2021-22	FY 2020-21
Opening Provision as at 01.04.2021	-	-
Additions during the year	65.00	-
Utilization during the year	-	-
Closing Provision as at 31.03.2022	65.00	-

Note 50 - Income tax assessments have been provisionally completed up to the Assessment year 2020-21.

Note 51 - Disclosure pertaining to micro, small and medium enterprises

₹ in Lakhs

Particulars	31.03.22	31.03.21
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year included in:	-	-
Principal amount due to micro, small and medium enterprises	54.54	38.68
Interest due on above	14.61	8.38
Total	69.15	47.06
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond appointed day.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointment day during the year) but without adding the interest specified under the MSMED Act, 2006.	6.23	1.81
The amount of interest accrued and remaining unpaid at the end of each accounting year.	6.23	1.81
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid for the purpose of disallowance as a deductible under section 23 of the MSMED Act, 2006.	14.61	8.38
The Company has disclosed the suppliers who have registered themselves under "Micro, Small and Medium Enterprises Development Act, 2006" to the extent they have identified on the basis of information available with the Company.		

Note 52 - Disclosure as required under section 186(4) of the Companies Act, 2013

Loans and guarantees furnished by the Company: Nil (Previous year – Nil).

Investments made are given under the respective head.

Note 53 - The New Code on Social Security 2020 (the Code) has been enacted which would impact the contribution by the company towards PF and Gratuity. The effective date from which the changes are applicable is yet to be notified and the rules are yet to be framed. Impact, if any, of the change will be assessed and accounted in the period in which the said Code becomes effective and the rules framed thereunder are published.

Note 54 - Power and Fuel consumed is net off Solar Power Income ₹ 494.98 lakhs (Previous Year ₹ 510.47 lakhs)

Note 55 - The Board of Directors recommended a dividend of ₹ 6/- per Equity share (60% of face value of ₹ 10/- each) - (Final Dividend ₹ 3/- per share and Special Dividend ₹ 3/- per share) for the financial year 2021-2022. The dividend proposed is subject to approval of the members in the ensuing Annual General Meeting.

Note 56 – Ratios

S.No	Ratio	Ratio Formula	2021-22	2020-21	Variance	Reason for Variance (more than 25%)
1	Current Ratio	Current Assets / Current Liabilities	1.46	1.36	7.66%	-
2	Debit Equity Ratio	Borrowings / Shareholders' Fund	0.84	1.14	(26.60%)	Higher repayment during the FY 2021-22
3	Debt Service Coverage Ratio	Net Operating Income/ Interest + Principal repayments + lease payments	1.98	3.76	(47.20%)	Reduced due to enhanced Prepayment of loan
4	Return on Equity Ratio	Net Profit / Shareholders' Fund	0.17	0.15	12.23%	-
5	Inventory turnover ratio	Net sales / Average inventory	82.65	61.82	33.70%	Inventory movement was at minimum level in FY 2020-21 due to Covid 19
6	Trade Receivables turnover ratio	Net sales / Average Trade Receivables	54.03	61.37	(11.96%)	-
7	Trade payables turnover ratio	Purchases / Average Trade Payables	19.58	10.32	89.68%	Reduction in payment cycle
8	Working capital turnover ratio	Sales / Working Capital	12.06	13.96	(13.60%)	-
9	Net profit ratio - %	Net Profit / Sales	11.51%	11.25%	2.27%	-
10	Return on capital employed - %	EBIT / Capital Employed	15.97%	12.20%	30.89%	Lesser margin in FY 2020-21 due to Covid 19
11	Return on Investments - %	Capital Appreciation / Investments at the beginning of the year	29.63%	34.08%	(13.05%)	-
12	Return on Network - %	Net Profit / Shareholders' Fund	17.12%	15.24%	12.33%	-

Note 57 - Disclosure of change in accounting estimates Useful life of Property, Plant and Equipment

During the year, the management has re-estimated the useful life of Buildings based on the assessment of technical life and economic useful life of the asset. Consequent to the change, the depreciation change for the financial Year 2021-2022 is higher by ₹ 1,318.76 lakhs.

Note 58 - Utilization of borrowed funds and share premium:

- A) 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:
- 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 to or on behalf of the ultimate beneficiaries.

- B) The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the 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.

Note 59 - ADDITIONAL DISCLOSURE ON ACCOUNT OF AMENDMENTS TO SCHEDULE III OF COMPANIES ACT 2013:
(i) Details of Benami property:

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

(ii) Compliance with number of layers of companies:

The company has complied with the number of layers prescribed under the Companies Act, 2013.

(iii) Undisclosed income:

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(iv) Details of crypto currency or virtual currency:

The company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(v) Valuation of Property, Plant & Equipment, intangible asset and investment property:

The company has not revalued its property, plant and equipment (including Right of Use Assets) or intangible assets or both during the current or previous year.

(vi) Wilful Defaulter:

The company had not been declared a wilful defaulter by any bank or financial institution or other lender (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

(vii) Compliance with approved scheme(s) of arrangements:

There is no accounting impact of approved scheme of arrangement during the current or previous year.

(viii) Loans to Related Parties and others:

The company had not granted any loans or advances in the nature of loans to promoters, directors, KMP's and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that: a) are repayable on demand or b) without specifying any terms or period of repayment.

(ix) Struck Off Companies:

The company has no transactions with companies struck off under section 248 of the Companies Act 2013, or section 560 of the Companies Act, 1956

Note 60 - Figures of the previous year have been regrouped, reclassified and rearranged wherever necessary to conform to current year's classification including those as required consequent to amendment to Schedule III of the Companies Act, 2013. All figures are in lakhs unless otherwise stated.

Significant Accounting Policies and the accompanying notes are an integral part of the Financial Statements

As per our report of even date

For VKS Aiyer & Co

Chartered Accountants

ICAI Firm Registration No: 000066S

Sd/-

KAUSHIK SIDARTHA

Partner

Membership No. 217964

Place: Coimbatore

Date : 27.05.2022

For and on behalf of the Board of Directors

Sd/-

Dr. NALLA G PALANISWAMI

Managing Director

DIN: 00013536

Sd/-

CA. A.M. PALANISAMY

Director

DIN: 00112303

Sd/-

CA. M.K. RAVINDRA KUMAR

Chief Financial Officer

Sd/-

CS. S.P. CHITTIBABU

Company Secretary

AWARDS



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