

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U74900KA2000PLC027229

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCN2661E

(ii) (a) Name of the company

MEDI ASSIST HEALTHCARE SEF

(b) Registered office address

Tower D, 4th Floor, IBC Knowledge Park,
4/1 Bannerghatta Road,
Bangalore
Bangalore
Karnataka
560076

(c) *e-mail ID of the company

investor.relations@mediassist.i

(d) *Telephone number with STD code

08069190000

(e) Website

www.mediassist.in

(iii) Date of Incorporation

07/06/2000

| (iv) | Type of the Company | Category of the Company | Sub-category of the Company |
|------|---------------------|---------------------------|-------------------------------|
| | Public Company | Company limited by shares | Indian Non-Government company |

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

| S.No | Main Activity group code | Description of Main Activity group | Business Activity Code | Description of Business Activity | % of turnover of the company |
|------|--------------------------|------------------------------------|------------------------|---|------------------------------|
| 1 | N | Support service to Organizations | N7 | Other support services to organizations | 100 |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

Pre-fill All

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|---------------------------|-----------------------|--|------------------|
| 1 | MEDI ASSIST INSURANCE TPA | U85199KA1999PTC025676 | Subsidiary | 100 |
| 2 | INTERNATIONAL HEALTHCARE | U85100KA2008PTC048615 | Subsidiary | 100 |
| 3 | MAYFAIR CONSULTANCY SERV | U74140KA2008FTC048684 | Subsidiary | 100 |
| 4 | MAYFAIR WE CARE LIMITED U | | Subsidiary | 60 |

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL**(a) Equity share capital**

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of equity shares | 90,700,000 | 68,859,212 | 68,859,212 | 68,859,212 |
| Total amount of equity shares (in Rupees) | 453,500,000 | 344,296,060 | 344,296,060 | 344,296,060 |

Number of classes

1

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Number of equity shares | 90,700,000 | 68,859,212 | 68,859,212 | 68,859,212 |
| Nominal value per share (in rupees) | 5 | 5 | 5 | 5 |
| Total amount of equity shares (in rupees) | 453,500,000 | 344,296,060 | 344,296,060 | 344,296,060 |

(b) Preference share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares | 0 | 0 | 0 | 0 |
| Total amount of preference shares (in rupees) | 0 | 0 | 0 | 0 |

Number of classes

0

| Class of shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Number of preference shares | | | | |
| Nominal value per share (in rupees) | | | | |
| Total amount of preference shares (in rupees) | | | | |

(c) Unclassified share capital

| Particulars | Authorised Capital |
|-------------------------------------|--------------------|
| Total amount of unclassified shares | 0 |

(d) Break-up of paid-up share capital

| Class of shares | Number of shares | | | Total nominal amount | Total Paid-up amount | Total premium |
|-------------------------------------|------------------|------------|----------|----------------------|----------------------|---------------|
| | Physical | DEMAT | Total | | | |
| Equity shares | | | | | | |
| At the beginning of the year | 0 | 68,859,212 | 68859212 | 344,296,060 | 344,296,060 | |

| | | | | | | |
|---|---|------------|----------|-------------|-------------|---|
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Public Issues | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Rights issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Bonus issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Private Placement/ Preferential allotment | 0 | 0 | 0 | 0 | 0 | 0 |
| v. ESOPs | 0 | 0 | 0 | 0 | 0 | 0 |
| vi. Sweat equity shares allotted | 0 | 0 | 0 | 0 | 0 | 0 |
| vii. Conversion of Preference share | 0 | 0 | 0 | 0 | 0 | 0 |
| viii. Conversion of Debentures | 0 | 0 | 0 | 0 | 0 | 0 |
| ix. GDRs/ADRs | 0 | 0 | 0 | 0 | 0 | 0 |
| x. Others, specify <input type="text"/> | | | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Buy-back of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify <input type="text"/> | | | | | | |
| At the end of the year | 0 | 68,859,212 | 68859212 | 344,296,060 | 344,296,060 | |
| Preference shares | | | | | | |
| At the beginning of the year | 0 | 0 | 0 | 0 | 0 | |
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Issues of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Re-issue of forfeited shares | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Others, specify <input type="text"/> | | | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Redemption of shares | 0 | 0 | 0 | 0 | 0 | 0 |

| | | | | | | |
|---------------------------------|---|---|---|---|---|---|
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify | | | | | | |
| At the end of the year | 0 | 0 | 0 | 0 | 0 | |

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

| Class of shares | | (i) | (ii) | (iii) |
|------------------------------|----------------------|-----|------|-------|
| Before split / Consolidation | Number of shares | | | |
| | Face value per share | | | |
| After split / Consolidation | Number of shares | | | |
| | Face value per share | | | |

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

| | |
|--|---|
| Date of the previous annual general meeting | <input type="text"/> |
| Date of registration of transfer (Date Month Year) | <input type="text"/> |
| Type of transfer | <input type="text"/> 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock |
| Number of Shares/ Debentures/ Units Transferred | <input type="text"/> Amount per Share/ Debenture/Unit (in Rs.) <input type="text"/> |

| | | | | | | | |
|----------------------------|--|----------------------|--|----------------------|--|----------------------|--|
| Ledger Folio of Transferor | | | | <input type="text"/> | | | |
| Transferor's Name | | <input type="text"/> | | <input type="text"/> | | <input type="text"/> | |
| | | Surname | | middle name | | first name | |
| Ledger Folio of Transferee | | | | <input type="text"/> | | | |
| Transferee's Name | | <input type="text"/> | | <input type="text"/> | | <input type="text"/> | |
| | | Surname | | middle name | | first name | |

| | | | | | | | |
|--|--|----------------------|--|--|--|----------------------|--|
| Date of registration of transfer (Date Month Year) | | | | <input type="text"/> | | | |
| Type of transfer | | <input type="text"/> | | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock | | | |
| Number of Shares/ Debentures/ Units Transferred | | <input type="text"/> | | Amount per Share/ Debenture/Unit (in Rs.) | | <input type="text"/> | |
| Ledger Folio of Transferor | | | | <input type="text"/> | | | |
| Transferor's Name | | <input type="text"/> | | <input type="text"/> | | <input type="text"/> | |
| | | Surname | | middle name | | first name | |
| Ledger Folio of Transferee | | | | <input type="text"/> | | | |
| Transferee's Name | | <input type="text"/> | | <input type="text"/> | | <input type="text"/> | |
| | | Surname | | middle name | | first name | |

(iv) * Debentures (Outstanding as at the end of financial year)

| Particulars | Number of units | Nominal value per unit | Total value |
|-------------------------------|-----------------|------------------------|-------------|
| Non-convertible debentures | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |

| Particulars | Number of units | Nominal value per unit | Total value |
|--------------|-----------------|------------------------|-------------|
| Total | | | 0 |

Details of debentures

| Class of debentures | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|--------------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| Non-convertible debentures | 0 | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 | 0 |

(v) Securities (other than shares and debentures)

0

| Type of Securities | Number of Securities | Nominal Value of each Unit | Total Nominal Value | Paid up Value of each Unit | Total Paid up Value |
|--------------------|----------------------|----------------------------|---------------------|----------------------------|---------------------|
| | | | | | |
| | | | | | |
| Total | | | | | |

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

637,880,000

(ii) Net worth of the Company

1,678,040,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

| S. No. | Category | Equity | | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 2,539,092 | 3.69 | 0 | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |

| | | | | | |
|-----|---|------------|-------|---|---|
| 3. | Insurance companies | 0 | 0 | 0 | |
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 43,972,036 | 63.86 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 46,511,128 | 67.55 | 0 | 0 |

Total number of shareholders (promoters)

3

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

| S. No. | Category | Equity | | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 742,652 | 1.08 | 0 | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |

| | | | | | |
|-----|---|------------|-------|---|---|
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 21,605,432 | 31.38 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 22,348,084 | 32.46 | 0 | 0 |

Total number of shareholders (other than promoters)

23

**Total number of shareholders (Promoters+Public/
Other than promoters)**

26

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

| Details | At the beginning of the year | At the end of the year |
|-----------------------------------|------------------------------|------------------------|
| Promoters | 3 | 3 |
| Members (other than promoters) | 23 | 23 |
| Debenture holders | 0 | 0 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

| Category | Number of directors at the beginning of the year | | Number of directors at the end of the year | | Percentage of shares held by directors as at the end of year | |
|--|--|---------------|--|---------------|--|---------------|
| | Executive | Non-executive | Executive | Non-executive | Executive | Non-executive |
| A. Promoter | 1 | 0 | 1 | 0 | 3.69 | 0 |
| B. Non-Promoter | 1 | 5 | 1 | 5 | 0 | 0 |
| (i) Non-Independent | 1 | 0 | 1 | 0 | 0 | 0 |
| (ii) Independent | 0 | 5 | 0 | 5 | 0 | 0 |
| C. Nominee Directors representing | 0 | 2 | 0 | 2 | 0 | 0 |
| (i) Banks & FIs | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Investing institutions | 0 | 2 | 0 | 2 | 0 | 0 |
| (iii) Government | 0 | 0 | 0 | 0 | 0 | 0 |
| (iv) Small share holders | 0 | 0 | 0 | 0 | 0 | 0 |

| | | | | | | |
|------------|---|---|---|---|------|---|
| (v) Others | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 2 | 7 | 2 | 7 | 3.69 | 0 |

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

12

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

| Name | DIN/PAN | Designation | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|---------------------|------------|--------------------|--------------------------------|--|
| VIKRAM JIT SINGH CH | 01606329 | Whole-time directo | 2,539,092 | |
| SATISH GIDUGU | 06643677 | Whole-time directo | 0 | |
| VISHAL VIJAY GUPTA | 01913013 | Director | 0 | |
| GAURAV SHARMA | 03311656 | Nominee director | 0 | |
| ANIL KUMAR CHANAN | 00466197 | Director | 0 | |
| ANANDA MUKERJI | 00015304 | Director | 0 | |
| RITU NIRAJ ANAND | 00363699 | Director | 0 | |
| HIMANI ATUL KAPADI/ | 00761555 | Director | 0 | |
| GOPALAN SRINIVASA | 01876234 | Director | 0 | |
| SATISH GIDUGU | AFDPG3668J | CEO | 0 | |
| MATHEW GEORGE | AGVPM3675N | CFO | 0 | |
| SIMMI SINGH BISHT | BYJPS6491K | Company Secretar | 0 | |

(ii) Particulars of change in director(s) and Key managerial personnel during the year

4

| Name | DIN/PAN | Designation at the beginning / during the financial year | Date of appointment/ change in designation/ cessation | Nature of change (Appointment/ Change in designation/ Cessation) |
|-------------------|------------|--|---|--|
| Megha Matoo | AOJPM2644F | Company Secretar | 17/02/2023 | Cessation |
| SIMMI SINGH BISHT | BYJPS6491K | Company Secretar | 18/02/2023 | Appointment |
| SATISH GIDUGU | 06643677 | Whole-time directo | 28/09/2022 | Re-Appointment |
| SATISH GIDUGU | AFDPG3668J | CEO | 28/09/2022 | Re-Appointment |

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

2

| Type of meeting | Date of meeting | Total Number of Members entitled to attend meeting | Attendance | |
|--------------------------------|-----------------|--|----------------------------|-------------------------|
| | | | Number of members attended | % of total shareholding |
| Annual General Meeting | 28/09/2022 | 26 | 6 | 98.79 |
| Extra Ordinary General Meeting | 22/02/2023 | 26 | 6 | 98.79 |

B. BOARD MEETINGS

*Number of meetings held

8

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 18/05/2022 | 9 | 9 | 100 |
| 2 | 01/07/2022 | 9 | 8 | 88.89 |
| 3 | 13/09/2022 | 9 | 9 | 100 |
| 4 | 23/09/2022 | 9 | 8 | 88.89 |
| 5 | 07/12/2022 | 9 | 8 | 88.89 |
| 6 | 17/02/2023 | 9 | 8 | 88.89 |
| 7 | 10/03/2023 | 9 | 8 | 88.89 |
| 8 | 24/03/2023 | 9 | 9 | 100 |

C. COMMITTEE MEETINGS

Number of meetings held

15

| S. No. | Type of meeting | Date of meeting | Total Number of Members as on the date of the meeting | Attendance | |
|--------|-----------------|-----------------|---|----------------------------|-----------------|
| | | | | Number of members attended | % of attendance |
| 1 | Audit Committee | 20/05/2022 | 3 | 3 | 100 |
| 2 | Audit Committee | 13/08/2022 | 3 | 3 | 100 |
| 3 | Audit Committee | 23/09/2022 | 3 | 3 | 100 |
| 4 | Audit Committee | 22/11/2022 | 3 | 3 | 100 |

| S. No. | Type of meeting | Date of meeting | Total Number of Members as on the date of the meeting | Attendance | |
|--------|---------------------------|-----------------|---|----------------------------|-----------------|
| | | | | Number of members attended | % of attendance |
| 5 | Audit Committee | 07/12/2022 | 3 | 3 | 100 |
| 6 | Audit Committee | 28/02/2023 | 3 | 3 | 100 |
| 7 | Audit Committee | 23/03/2023 | 3 | 3 | 100 |
| 8 | Nomination & Remuneration | 29/06/2022 | 3 | 2 | 66.67 |
| 9 | Nomination & Remuneration | 17/02/2023 | 3 | 3 | 100 |
| 10 | Nomination & Remuneration | 23/03/2023 | 3 | 3 | 100 |

D. *ATTENDANCE OF DIRECTORS

| S. No. | Name of the director | Board Meetings | | | Committee Meetings | | | Whether attended AGM held on |
|--------|----------------------|--|-----------------------------|-----------------|--|-----------------------------|-----------------|------------------------------|
| | | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | 24/07/2023 |
| | | | | | | | | (Y/N/NA) |
| 1 | VIKRAM JIT S | 8 | 8 | 100 | 0 | 0 | 0 | Yes |
| 2 | SATISH GIDU | 8 | 8 | 100 | 5 | 5 | 100 | Yes |
| 3 | VISHAL VIJAY | 8 | 8 | 100 | 3 | 2 | 66.67 | No |
| 4 | GAURAV SHA | 8 | 7 | 87.5 | 0 | 0 | 0 | No |
| 5 | ANIL KUMAR | 8 | 8 | 100 | 8 | 8 | 100 | No |
| 6 | ANANDA MUK | 8 | 5 | 62.5 | 0 | 0 | 0 | No |
| 7 | RITU NIRAJ A | 8 | 8 | 100 | 7 | 7 | 100 | No |
| 8 | HIMANI ATUL | 8 | 8 | 100 | 14 | 14 | 100 | No |
| 9 | GOPALAN SR | 8 | 7 | 87.5 | 12 | 11 | 91.67 | No |

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|---------------------|-----------------|--------------|------------|-------------------------------|--------|-----------------|
| 1 | Vikram Jit Singh Ch | Whole Time Dire | 25,624,997 | 0 | 0 | 0 | 25,624,997 |
| 2 | Satish Gidugu | Whole Time Dire | 15,868,914 | 0 | 0 | 0 | 15,868,914 |
| | Total | | 41,493,911 | 0 | 0 | 0 | 41,493,911 |

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-------------------|-----------------|--------------|------------|-------------------------------|--------|-----------------|
| 1 | Mathew George | CFO | 16,246,536 | 0 | 0 | 0 | 16,246,536 |
| 2 | Megha Matoo | Chief Complianc | 6,394,057 | 0 | 0 | 0 | 6,394,057 |
| 3 | Simmi Singh Bisht | Company Secre | 1,673,404 | 0 | 0 | 0 | 1,673,404 |
| | Total | | 24,313,997 | 0 | 0 | 0 | 24,313,997 |

Number of other directors whose remuneration details to be entered

5

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|------------------|-----------------|--------------|------------|-------------------------------|-----------|-----------------|
| 1 | HIMANI ATUL KAP | Independent Dir | 0 | 600,000 | | 1,450,000 | 2,050,000 |
| 2 | GOPALAN SRINIVA | Independent Dir | 0 | 600,000 | | 1,200,000 | 1,800,000 |
| 3 | ANIL KUMAR CHAN | Independent Dir | 0 | 600,000 | | 1,150,000 | 1,750,000 |
| 4 | ANANDA MUKERJI | Independent Dir | 0 | 600,000 | | 500,000 | 1,100,000 |
| 5 | RITU NIRAJ ANANI | Independent Dir | 0 | 600,000 | | 1,150,000 | 1,750,000 |
| | Total | | 0 | 3,000,000 | | 5,450,000 | 8,450,000 |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which penalised / punished | Details of penalty/ punishment | Details of appeal (if any) including present status |
|--|--|---------------|--|--------------------------------|---|
| | | | | | |

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which offence committed | Particulars of offence | Amount of compounding (in Rupees) |
|--|--|---------------|---|------------------------|-----------------------------------|
| | | | | | |

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Omkar Dindorkar

Whether associate or fellow

Associate Fellow

Certificate of practice number

24580

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... 12 dated 21/07/2023

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

VIKRAM JIT SINGH
CHHATWAL
Digitally signed by VIKRAM JIT SINGH CHHATWAL
Date: 2023.09.22 21:58:56 +05'30'

DIN of the director

01606329

To be digitally signed by

SIMMI SINGH BISHT
Digitally signed by SIMMI SINGH BISHT
Date: 2023.09.22 21:57:34 +05'30'

Company Secretary

Company secretary in practice

Membership number

23360

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

MAHS SHP.pdf
Details of Committee Meetings_Sd.pdf
MGT-8_MAHs_Signed.pdf

Remove attachment

Modify

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LIST OF SHAREHOLDERS OF MEDI ASSIST HEALTHCARE SERVICES LIMITED AS ON MARCH 31, 2023

| Name of Shareholder | Type of share | No of Shares Held | Amount per share (Nominal value in Rs.) | Address |
|--|---------------|-------------------|---|--|
| Medimatter Health Management Private Limited | Equity | 18703348 | 5 | Tower D, 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bangalore - 560 029 |
| Bessemer Health Capital LLC | Equity | 6606084 | 5 | 2711, Centerville Road, Suite 400, City of Wilmington, County of New Castle, State of Delaware 19808, United States of America |
| Bessemer India Capital Holdings II Limited | Equity | 24731608 | 5 | IFS Court, Bank Street, Twenty Eight, Cybercity, Ebene, Mauritius - 72201 |
| Investcorp India Asset Managers Pvt. Ltd. Investment manager of IDBI Trusteeship Services Limited, A/C Investcorp Infrastructure Fund 1, A/C Investcorp Private Equity Fund I (earlier known as IDFC Trustee Company Limited, A/C IDFC Infrastructure Fund 3, A/C IDFC Private Equity Fund III | Equity | 14910452 | 5 | 201, Naman Chambers, Bandra kurla Complex, Bandra East, Mumbai – 400051 |
| Medimatter Health Management Private Limited jointly with Dr. Vikram Jit Singh Chhatwal | Equity | 537080 | 5 | Tower D, 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bangalore - 560 029 |
| Dr. Vikram Jit Singh Chhatwal | Equity | 2539092 | 5 | No. 11A, 11th Floor, Sky Gardens, 12/1, Rhenius Street, Richmond Town, Bangalore 560 025 Karnataka, India |
| Rajan Mehra | Equity | 42596 | 5 | 5A, Prem Kutir, 177, Marine Drive, Mumbai - 400 020 |
| Amit Kumar Patni | Equity | 33336 | 5 | 21B, Maker Tower B, Sadhu Vaswani Road, Near World Trade Center, Cuffe Parade, Colaba, Mumbai - 400 005 |
| Arihant Patni | Equity | 33336 | 5 | 142-A, Jolly Maker Apt - I, 14th Floor, 95-97, Sadhu Vaswani Marg, Cuffe Parade, Colaba, Mumbai - 400 005 |
| Vinay Sanghi & Seena Sanghi | Equity | 20372 | 5 | 20, Mistry Court, Dinshaw Vachha Road, Opp. CCI Club, Churchgate, Mumbai 400 020 |
| Project Automobiles (Bombay) Private Limited | Equity | 20372 | 5 | Project Automobiles (Bombay) Pvt Ltd. C/O Suraj Sanghi Service Centre, Plot No 37, Dr. Annie Besant Road, Opp. Poonam Chambers, Worli, Mumbai 400 018. |
| Probir Rao | Equity | 55560 | 5 | 329, River Valley Road, #17-03, Singapore 238361 |
| P. Shankar Rao & P. Neena Rao | Equity | 42596 | 5 | Over the Hill, 1/182-20, Hillsborough, Lane opp Chinmaya Mission Ashram, Bettatty, Yedappalli, Coonoor, The Nilgiris, Tamil Nadu - 643 104 |
| Pramod Ahuja & Jyoti Ahuja | Equity | 42596 | 5 | 702, Suraj Prakash, 86 Shankar Ghanekar Marg, Next to Ravinder Natya Mandir, Prabhadevi, Mumbai, Maharashtra 400 025 |
| Jyoti Ahuja & Pramod Ahuja | Equity | 12964 | 5 | 702, Suraj Prakash, 86 Shankar Ghanekar Marg, Next to Ravinder Natya Mandir, Prabhadevi, Mumbai, Maharashtra 400 025 |

Medi Assist Healthcare Services Limited

CIN – U74900KA2000PLC027229

Registered Office : Tower “D”, 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bengaluru - 560 029.

Phone : +91 - 80 - 6919 0000. Email : ask@mediassist.in web : www.mediassist.in

| | | | | |
|----------------------------------|--------|-----------------|---|--|
| Ranjan Sanghi & Jayashree Sanghi | Equity | 12964 | 5 | 21- Mistry Court, Dinshaw Valcha Road, Opp. C C I Club, Churchgate, Marine Lines, Mumbai, Maharashtra - 400 020 |
| Hemant Mandal | Equity | 42596 | 5 | F-110, East of Kailash, Delhi - 110065 |
| Odyssey India Advisors Pvt Ltd | Equity | 68524 | 5 | 263-A, Kalpataru Horizon, S K Ahire Marg, Worli, Mumbai 400 018. |
| Rajiv Agarwal | Equity | 12964 | 5 | 3rd Floor, Chamaria Niwas, 41 Mahant Road, Vile Parle East, Near Ruia High School, Mumbai - 400 057 |
| Rekha Rakesh Jhunjunwala | Equity | 64820 | 5 | 16-17/C, Ilpalazzo CHS, Little Gibs Road, Malaar Hil, Mumbai - 400 006 |
| Vijay Jain & Kajal Kapadia Jain | Equity | 33336 | 5 | 10 Hanvant Bhavan, 80 E Napean Sea Road, Mumbai 400006 |
| Sanjay Kalra & Jyotika Kapoor | Equity | 64820 | 5 | L-8, Elipson Residential Complex, Yemalur, Bengaluru - 560 037 |
| Vivek Pandit | Equity | 64820 | 5 | 1401, The Imperial, B B Nakashe Marg, Tardeo, Tulsiwadi, Mumbai, Maharashtra - 400 034 |
| Rahul Khanna | Equity | 55560 | 5 | 81-A, Embassy Apartments, 46, Nepeansea Road, Mumbai - 400026 |
| Keshav Sanghi & Vinita Sanghi | Equity | 42596 | 5 | 61A Meherina Apartments, Malabar Hill, Mumbai 400 006 |
| Jaivardhan Sinha & Sonia Deb | Equity | 64820 | 5 | 702, Suraj Prakash, 86 Shankar Ghanekar Marg, Next to Ravinder Natya Mandir, Prabhadevi, Mumbai, Maharashtra 400 025 |
| TOTAL | | 68859212 | | |

CERTIFIED TRUE COPY

FOR MEDI ASSIST HEALTHCARE SERVICES LIMITED

**SIMMI
SINGH
BISHT**

Digitally signed
by SIMMI SINGH
BISHT
Date: 2023.09.19
13:22:42 +05'30'

SIMMI SINGH BISHT

CHIEF COMPLIANCE OFFICER & COMPANY SECRETARY

MEMBERSHIP NO. A23360

**ADDRESS: B-703, TATVA CO-OP HOUSING SOCIETY LTD, MAGATHANE, BORIVALI EAST,
MUMBAI – 400 066.**

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In continuation Point IX (C), Meetings of Members/Class of Members/Board/Committees of the Board of Directors of form MGT-7, details are provided below for Committee Meetings:

| Sr. No | Type of the Meeting | Date of the Meeting | Total Number of the Members as on the date of the Meeting | Attendance | |
|--------|-------------------------------------|---------------------|---|----------------------------|---------------------|
| | | | | Number of members attended | % of the attendance |
| 1 | CSR Committee | 21.06.2022 | 4 | 4 | 100 |
| 2 | CSR Committee | 02.12.2022 | 4 | 3 | 75 |
| 3 | CSR Committee | 23.03.2023 | 4 | 4 | 100 |
| 4 | Risk Management Committee | 10.03.2023 | 4 | 4 | 100 |
| 5 | Stakeholders Relationship Committee | 23.03.2023 | 3 | 3 | 100 |

For and on behalf of Medi Assist Healthcare Services Limited

SIMMI

SINGH BISHT

Digitally signed by
SIMMI SINGH BISHT
Date: 2023.09.21
18:40:22 +05'30'



SIMMI SINGH BISHT

Chief Compliance Officer & Company Secretary

ICSI Membership Number: A23360

Address: Flat 703, Prayaan, B

Wing, Tatva Co-op Hsg Soc Ltd,

Magathane,, Borivali East

Medi Assist Healthcare Services Limited

CIN – U74900KA2000PLC027229

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MMJB & Associates LLP

Company Secretaries

Office No. 803, 9th Floor, Ecstasy Citi of Joy, J.S.D. Rd, Mulund (West), Mumbai – 400080,
(T) 022-21678100

FORM NO. MGT.8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of
Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Medi Assist Healthcare Services Limited** (the 'Company') as required to be maintained under the Companies Act, 2013 (the 'Act') and the rules made there under for the financial year ended on 31st March, 2023. In my opinion and to the best of my information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act and Rules made there under in respect of:
 - 1. the status of the company being a Public Limited Company pursuant to the provisions of section 2 (71) of the Act.
 - 2. the Company has maintained the required registers/records as per the provisions of the Act and rules made thereunder and has made entries therein as and when required within the time prescribed.
 - 3. filing of forms and returns as per **Annexure I** with the Registrar of Companies and Central Government within the prescribed time. Further, no forms were required to be filed with the Regional Director, the Tribunal, Court or other authorities during the audit period;
 - 4. calling/convening/holding meetings of Board of Directors, committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which proper notice were given & the proceedings including the circular resolutions, if any, have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed;
 - 5. the Company was not required to close the Register of Members and does not have any other Security holders other than Equity Shareholders during the period under review;

6. the Company has not given any advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act.
7. as per the information and explanation given and as represented to us, all transactions/contracts/arrangements referred to in Section 188(1) of Companies Act, 2013 with related party(ies) as defined under the provisions of Section 2(76) of the Companies Act 2013 are in ordinary course of business and at arms length price.
8. issue or allotment or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances- **No such event occurred**
9. the Company was not required to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
10. the Final Dividend declared by the Company of Rs. 1.89/- (37.80%) per equity share of Rs 5/- each for the Financial Year ended March 31, 2023.
11. signing of audited financial statement as per the provisions of Section 134 of the Act and report of Directors is as per sub - sections (3), (4) and (5) thereof;
12.
 - a. appointment of Ms. Simmi Singh Bisht Company Secretary (Key Managerial personal) pursuant to resignation of previous Company Secretary Ms Megha Matoo.
 - b. Mr. Satish Gidugu retired by rotation and was re-appointed by the Members in the Annual General meeting
 - c. Directors have given their disclosures of interest as when the were changes
 - d. Remuneration to Whole time Directors were revised as per S.197 S.198 and SCH V of Companies Act, 2013.
 - e. There was no re-constitution/appointment of Directors done during the period under review.
13. re-appointment of Statutory Auditor of the Company for a period of 5 years as per the provisions of section 139 of the Act.
14. the Company was not required to take approval from the Central Government, Tribunal, Regional Director, Court, Registrar or such other authorities under the various provisions of the act.
15. the Company has not accepted or renewed any deposits during the review period.
16. No borrowings from banks and financial institutions, directors, members, public financial institutions during the year under review. Further there is no charge which is created under S.77 of Companies Act, 2013.

17. The Company has not altered the provisions of the Memorandum and Articles of Association.

For MMJB & Associates LLP
Company Secretaries

OMKAR MADHAV DINDORKAR
DINDORKAR

Digitally signed by OMKAR
MADHAV DINDORKAR
Date: 2023.09.22 18:35:46
+05'30'

Designated Partner: Omkar Dindorkar
Membership No: A43029
CP No: 24580
UDIN: A043029E001064434
Place: Mumbai
Date: 22.09.2023

Annexure I

Forms and Returns as filed by the Company with the Registrar of Companies during the Financial Year 2022-23

| Sr. No. | Name of form | Particulars | Due Date of filing | Date of filing | Whether delay in filing |
|----------------|---------------------|--|---------------------------|-----------------------|--------------------------------|
| 1 | PAS 6 | Reconciliation of Share Capital Audit Report (Half-yearly) | 30-05-2022 | 27-04-2022 | No |
| 2 | MGT-14 | Resolutions passed in pursuance of exercise of powers of Board of Directors(Appointment of M/s. BMP & Co. LLP as Secretarial Auditors of the Company for the financial year 2021-22) | 16-06-2022 | 09-06-2022 | No |
| 3 | ADT-1 | Appointment of Auditor | 27-10-2022 | 11-10-2022 | No |
| 4 | PAS 6 | Reconciliation of Share Capital Audit Report (Half-yearly) | 29-11-2022 | 18-10-2022 | No |
| 5 | MGT-14 | Resolutions passed in pursuance of exercise of powers of Board of Directors To consider and approve the draft Financial Statements of the Company (Standalone and Consolidated) for the Financial Year 2021- 2022 To consider and approve the draft of the Board's Report for the Financial Year 2021-2022 To approve the proposed acquisition of International Healthcare Management Services Private Limited ("IHMS") and authorization to sign the related agreements and transaction documents To approve the proposed acquisition of Mayfair Consultancy Services India Private Limited ("MCSI") and authorization to sign the related agreements and transaction documents To discuss and approve the | 22-10-2022 | 21-10-2022 | No |

| | | | | | |
|----|---------------|---|------------|------------|----|
| | | proposed investment in Mayfair We Care Limited, UK ("Mayfair") and authorization to sign the related agreements and transaction documents | | | |
| 6 | MGT-14 | To fix remuneration payable to directors including managing director or whole time director or manager To consider and approve the revision in remuneration of Mr. Satish Gidugu, Whole-Time Director and Chief Executive Officer of the Company Approval for Payment of commission to Independent Directors of the Company | 27-10-2022 | 21-10-2022 | No |
| 7 | AOC-4 XBRL | Filing XBRL document in respect of financial statement and other documents with the Registrar | 27-10-2022 | 26-10-2022 | No |
| 8 | MGT 7 | Annual Return | 27-11-2022 | 24-11-2022 | No |
| 9 | MGT-14 | Resolutions passed in pursuance of exercise of powers of Board of Directors To approve the appointment of M/s PricewaterhouseCoopers Services LLP as Internal Auditors for the financial year 2022-23 To approve the appointment of M/s. BMP & Co. LLP as Secretarial Auditors of the Company for the financial year 2022-23 | 06-01-2023 | 30-12-2022 | No |
| 10 | DIR 12 | Resignation of Company Secretary | 16-03-2023 | 15-03-2023 | No |

| | | | | | |
|----|--------|--|------------|------------|----|
| 11 | MGT-14 | Resolutions passed in pursuance of exercise of powers of Board of Directors Appointment of Ms.Simmi Singh Bisht as chief compliance officer and company secretary. To approve the business transfer agreement to be entered into between the Company and Alinea Health Care Private Limited. | 17-03-2023 | 15-03-2023 | No |
| 12 | DIR 12 | Appointment of Company Secretary | 17-03-2023 | 16-03-2023 | No |
| 13 | MGT-14 | Amendment of the ESOP plan with a view to align with the requirements of SEBI, SBEB and SE regulations Grant of employee stock options to the employees of subsidiary companies under 'ESOP 2013' | 24-03-2023 | 21-03-2023 | No |