

B S R & Co. LLP

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Limited Review Report on unaudited quarterly consolidated financial results of Metropolis Healthcare Limited under Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

To the Board of Directors Metropolis Healthcare Limited

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of Metropolis Healthcare Limited (“the Parent”) and its subsidiaries (the Parent and its subsidiaries together referred to as “the Group”), and its share of the net profit after tax and total comprehensive income of its joint venture for the quarter ended 30 June 2021 (“the Statement”), being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, as amended (“Listing Regulations”).
2. This Statement, which is the responsibility of the Parent’s management and approved by the Parent’s Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 “*Interim Financial Reporting*” (“Ind AS 34”), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 “*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*”, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the Listing Regulations, to the extent applicable.
4. The Statement includes the results of the following entities as stated-

Sr No	Name of Entity	Relationship
1	Sudharma Metropolis Health Services Private Limited	Subsidiary
2	Bokil Golwilkar Metropolis Healthcare Private Limited	Subsidiary
3	Raj Metropolis Healthcare Private Limited	Subsidiary
4	Desai Metropolis Health Services Private Limited	Subsidiary
5	R.V. Metropolis Diagnostics & Healthcare Centre Private Limited	Subsidiary
6	Micron Metropolis Healthcare Private Limited	Subsidiary
7	Dr. Patel Metropolis Healthcare Private Limited	Subsidiary
8	Lab One Metropolis Healthcare Services Private Limited	Subsidiary
9	Amins Pathology Laboratory Private Limited	Subsidiary

Limited Review Report on unaudited quarterly consolidated financial results of Metropolis Healthcare Limited under Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Continued)

Metropolis Healthcare Limited

4. The Statement includes the results of the following entities as stated- (Continued)

Sr No	Name of Entity	Relationship
10	Ekopath Metropolis Lab Services Private Limited	Subsidiary
11	Metropolis Healthcare Lanka Private Limited	Subsidiary
12	Metropolis Healthcare (Mauritius) Limited	Subsidiary
13	Metropolis Star Lab Kenya Limited	Subsidiary
14	Metropolis Healthcare Ghana Limited	Subsidiary
15	Metropolis Bramser Lab Services (Mtius) Limited	Subsidiary
16	Metropolis Healthcare (Tanzania) Limited	Subsidiary
17	Metropolis Histoxpert Digital Services Private Limited	Joint Venture

5. Attention is drawn to the fact that the figures for the 3 months ended 31 March 2021 as reported in these financial results are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.
6. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
7. The Statement includes the interim financial information of 6 subsidiaries which have not been reviewed, whose interim financial information reflect total revenue of Rs. 1,378 lakhs and total net profit after tax of Rs. 212 lakhs and total comprehensive income of Rs. 210 lakhs for the quarter ended 30 June 2021 as considered in the Statement. According to the information and explanations given to us by the management, these interim financial information are not material to the Group.
- Our conclusion on the Statement is not modified in respect of the above matter.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

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by TARUN K
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Date: 2021.08.06
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Tarun Kinger
Partner

Mumbai
6 August 2021

Membership No. 105003
UDIN:21105003AAAADK6534

Metropolis Healthcare Limited

Registered and Corporate Office: 250 D, Udyog Bhavan, Hind Cycle Marg, Worli, Mumbai - 400030

CIN: L73100MH2000PLC192798

Tel. No.: 022 6258 2810

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Statement of Consolidated Financial Results for the quarter ended 30 June 2021

Sr. No.	Particulars	Quater ended			(Rs. in Lakhs)
		30 June 2021 (Unaudited)	31 March 2021 (Audited) (Refer note 4)	30 June 2020 (Unaudited)	Year ended 31 March 2021 (Audited)
1	Income				
	a) Revenue from operations	32,676.41	29,173.11	14,312.84	99,798.70
	b) Other income	376.35	206.51	315.40	1,204.52
	Total Income	33,052.76	29,379.62	14,628.24	1,01,003.22
2	Expenses				
	a) Cost of material consumed	7,292.15	7,022.13	3,815.21	25,216.27
	b) Laboratory testing charges	199.91	161.29	199.54	544.56
	c) Employee benefits expense	5,794.54	5,107.45	4,607.44	19,864.03
	d) Finance costs	564.54	272.08	187.07	778.15
	e) Depreciation and amortisation expense	1,330.68	1,408.27	987.77	4,594.45
	f) Other expenses	9,152.66	7,243.08	4,479.84	25,573.46
	Total Expenses	24,334.48	21,214.30	14,276.87	76,570.92
3	Profit before exceptional items, share of profit for equity accounted investees and income tax (1) - (2)	8,718.28	8,165.32	351.37	24,432.30
4	Exceptional Items (Refer note 5)	(1,590.15)	-	-	-
5	Profit before share of profit for equity accounted investees and tax	10,308.43	8,165.32	351.37	24,432.30
6	Share of profit for equity accounted investees (net of tax)	-	-	-	-
7	Profit before tax (5) + (6)	10,308.43	8,165.32	351.37	24,432.30
8	Tax expenses				
	Current tax	2,131.33	2,261.20	287.07	6,225.35
	Deferred tax expense/(income)	813.96	(223.12)	(160.45)	10.27
	Tax adjustments for earlier years	(129.03)	(4.70)	(63.12)	(138.19)
	Total tax expenses	2,816.26	2,033.38	63.50	6,097.43
9	Profit for the period/year (7) -(8)	7,492.17	6,131.94	287.87	18,334.87
10	Other comprehensive income				
	Items that will not be reclassified subsequently to profit and loss (net of tax)	(55.65)	(158.58)	(52.01)	(245.97)
	Items that will be subsequently reclassified to profit and loss (net of tax)	4.22	(20.43)	134.47	137.96
	Other comprehensive income for the period /year (net of tax)	(51.43)	(179.01)	82.46	(108.01)
11	Total comprehensive income (9) + (10)	7,440.74	5,952.93	370.33	18,226.86
12	Profit attributable to:				
	Owners of the Company	7,489.00	6,134.64	290.05	18,309.51
	Non-controlling interest	3.17	(2.70)	(2.18)	25.36
13	Other comprehensive income attributable to:				
	Owners of the Company	(51.63)	(177.72)	82.45	(108.81)
	Non-controlling interest	0.20	(1.29)	0.01	0.80
14	Total comprehensive income attributable to:				
	Owners of the Company	7,437.37	5,956.92	372.50	18,200.70
	Non-controlling interest	3.37	(3.99)	(2.17)	26.16
15	Paid-up equity share capital (face value - Rs. 2 per share)	1,022.57	1,022.33	1,013.63	1,022.33
16	Other equity (including Non-controlling interest)				69,784.18
17	Earnings per share (Face value of Rs.2 each) basic- (Rs.)*	14.65	12.05	0.57	35.97
	Earnings per share (Face value of Rs.2 each) diluted - (Rs.)*	14.58	11.99	0.57	35.79

(*not annualised)

See accompanying note to the audited consolidated financial results



NOTES:

- 1 Metropolis Healthcare Limited (the 'Company' or the 'Parent'), and its subsidiaries (referred to collectively as the 'Group') and its joint venture are primarily involved in providing pathology and related healthcare services.
- 2 The financial results have been prepared in accordance with the recognition and measurement principles of Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other accounting principles generally accepted in India.
- 3 The consolidated financial results of the Company have been reviewed by the Audit Committee at their meeting held on 06 August 2021 and thereafter approved by the Board of Directors at their meeting held on 06 August 2021. The statutory auditors have expressed unqualified review opinion.
- 4 The figures for the three months ended 31 March 2021 as reported in these financial results are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year.

- 5 Exceptional items comprises of :

(Rs in Lakhs)

Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For year ended 31 March 2021
Provision reversal on account of settlement of disputed trade receivables (refer note 6)	(1,600.00)	-	-	-
Provision on account of settlement of litigation with Dr Golwilkar (refer note 7)	9.85			
Total	(1,590.15)	-	-	-

- 6 The Company was in a prolonged dispute in relation to trade receivables from a party towards lab management services rendered by the Company and the matter was under arbitration. Subsequent to the quarter ended on June 30, 2021, the Company has decided to amicably resolve the dispute with the party and agreed final settlement of Rs 1600 Lakhs towards all the claims. The Company has disclosed this under exceptional item in the quarter ended June 30, 2021.
- 7 The Company had filed Arbitration proceedings against Dr. Golwilkars Labs Pvt Ltd. (Golwilkar) claiming an amount of Rs.759 Lakhs (along with interest thereon) lying in Escrow account. Golwilkars subsequently filed their Counter claim for an amount of Rs.143.10 Lakhs on the Company towards alleged non-payment of salary/ consultancy fees to them (along with interest thereon). Subsequent to quarter ended 30 June 2021, on July 8, 2021, the Hon'ble Tribunal passed an Arbitral Award allowing claims of both the Claimant and the Respondents along with 6% interest. Thereafter the Company and Golwilkar entered into settlement agreement to withdraw the amount lying in Escrow account. The Company has disclosed this under exceptional items in the quarter ended June 30, 2021.
- 8 Disclosure of segment –wise information is not applicable, as pathology services is the Group's only business segment.
- 9 On the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company has on May 27, 2021 approved grant of 2,000 Restricted Stock Units (RSU) pursuant to the Metropolis – Restrictive Stock Unit Plan – 2020 to eligible employees of the Company, this is in addition to the RSU's approved under Restrictive Stock Unit Plan – 2020 to eligible employees of the Company / subsidiaries in the previous quarters.
- 10 On 17 January 2021, the Board of Directors of the Company approved acquisition of 100% stake in Dr. Ganesan's Hitech Diagnostic Center Private Limited and its subsidiary from its existing promoters / shareholders for a cash consideration of an amount of Rs 51,100 Lakhs and issuance of upto 4,95,000 equity share of the Company at a price which shall be determined on the relevant date pursuant to the provisions of the Regulation 164 of SEBI. The Company since April 2021 through various discussion and correspondence trying to conclude the said transaction with seller under share purchase agreement, in the view of no communication from Sellers to the letter issued, it has been assumed that seller is not intending to close the transactions. The Company is presently evaluating its rights, and the various route available for their enforcement.
- 11 The result for the quarter ended June 30, 2021 is strictly not comparable with results of previous and corresponding quarter, due to resurgent of COVID-19 second wave in current quarter and nationwide lockdown in corresponding quarter.
- 12 The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Group will assess the impact of the Code when it comes into effect.
- 13 The results of the Group are available for investors at www.metropolisindia.com, www.nseindia.com and www.bseindia.com.

For Metropolis Healthcare Limited


Ameera Shah
Managing Director
DIN: 00208095
Place: Mumbai
Date: 06 August 2021

B S R & Co. LLP

Chartered Accountants

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Limited Review Report on unaudited quarterly standalone financial results of Metropolis Healthcare Limited under Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

To the Board of Directors Metropolis Healthcare Limited

1. We have reviewed the accompanying Statement of unaudited standalone financial results of Metropolis Healthcare Limited ('the Company') for the quarter ended 30 June 2021 ("the Statement").
2. This Statement, which is the responsibility of the Company's management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "*Interim Financial Reporting*" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Attention is drawn to the fact that the figures for the 3 months ended 31 March 2021 as reported in these financial results are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.
5. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For B S R & Co. LLP
Chartered Accountants

Firm's Registration No.: 101248W/W-100022

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Tarun Kinger
Partner

Membership No. 105003

UDIN: 21105003AAAADL3486

Mumbai
6 August 2021

Metropolis Healthcare Limited

Registered and Corporate Office: 250 D, Udyog Bhavan, Hind Cycle Marg, Worli, Mumbai - 400030

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Global Reference Lab: 4th Floor Commercial Bldg. - 1A, Kohinoor Mall, Vidyavihar (West), Mumbai - 400070

Statement of Standalone Financial Results for the quarter ended 30 June 2021

Sr. No.	Particulars	Quarter ended			(Rs. in Lakhs)
		30 June 2021 (Unaudited)	31 March 2021 (Audited) (Refer note 2)	30 June 2020 (Unaudited)	31 March 2021 (Audited)
1	Income				
	a) Revenue from operations	26,410.18	23,835.69	11,077.74	81,610.83
	b) Other income	327.61	4,208.24	237.39	4,864.76
	Total Income	26,737.79	28,043.93	11,315.13	86,475.59
2	Expenses				
	a) Cost of material consumed	6,155.50	5,777.13	3,161.66	21,251.24
	b) Laboratory testing charges	243.32	247.63	35.85	674.00
	c) Employee benefits expense	4,644.61	4,068.19	3,616.27	15,684.44
	d) Finance costs	501.33	196.68	132.70	577.56
	e) Depreciation and amortisation expense	1,055.54	1,117.78	762.65	3,619.74
	f) Other expenses	7,554.91	5,697.03	3,398.95	20,063.82
	Total Expenses	20,155.21	17,104.44	11,108.08	61,870.80
3	Profit before exceptional item and tax (1) - (2)	6,582.58	10,939.49	207.05	24,604.79
4	Exceptional items (Refer note 4)	(1,590.15)	-	-	-
5	Profit before tax (3) - (4)	8,172.73	10,939.49	207.05	24,604.79
6	Tax expenses				
	Current tax	1,597.00	1,919.00	197.00	5,306.00
	Deferred tax (income)/expense	753.04	(420.29)	(150.35)	(344.94)
	Tax adjustments for earlier years	(129.03)	10.34	(58.71)	(111.78)
	Total tax expenses	2,221.01	1,509.05	(12.06)	4,849.28
7	Profit for the period / year (5) - (6)	5,951.72	9,430.44	219.11	19,755.51
8	Other comprehensive income				
	Items that will not be reclassified subsequently to profit and loss (net of tax)	(55.65)	(150.73)	(37.73)	(222.61)
	Other comprehensive income for the period / year (net of tax)	(55.65)	(150.73)	(37.73)	(222.61)
9	Total comprehensive income (7) + (8)	5,896.07	9,279.71	181.38	19,532.90
10	Paid-up equity share capital (face value - Rs. 2 per share)	1,022.57	1,022.33	1,013.63	1,022.33
11	Other equity				69,870.20
12	Earnings per share (of Rs.2 each) basic - (Rs.)*	11.64	18.50	0.43	38.81
	Earnings per share (of Rs.2 each) diluted - (Rs.)*	11.59	18.40	0.43	38.61

(*not annualised)

See accompanying notes to the unaudited standalone financial results



NOTES:

- 1 The financial results have been prepared in accordance with the recognition and measurement principles of Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other accounting principles generally accepted in India.
- 2 The figures for the three months ended 31 March 2021 as reported in these financial results are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year.
- 3 The standalone financial results of the Company have been reviewed by the Audit Committee at their meeting held on 06 August 2021 and thereafter approved by the Board of Directors at their meeting held on 06 August 2021. The statutory auditors have expressed unqualified review opinion.

4 Exceptional items comprises of :

(in Rs Lakhs)

Particulars	For the quarter ended 30 June 2021	For the quarter ended 31 March 2021	For the quarter ended 30 June 2020	For year ended 31 March 2021
Provision reversal on account of settlement of disputed trade receivables (refer note 6)	(1,600.00)	-	-	-
Provision on account of settlement of litigation with Dr Golwilkar (refer note 7)	9.85	-	-	-
Total	(1,590.15)	-	-	-

5 Disclosure of segment –wise information is not applicable, as pathology services is the Company's only business segment.

6 The Company was in a prolonged dispute in relation to trade receivables from a party towards lab management services rendered by the Company and the matter was under arbitration. Subsequent to the quarter ended on June 30, 2021, the Company has decided to amicably resolve the dispute with the party and agreed final settlement of Rs 1600 Lakhs towards all the claims. The Company has disclosed this under exceptional item in the quarter ended June 30, 2021.

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8 The Nomination and Remuneration Committee of the Board of Directors of the Company has on May 27, 2021 approved the grant of 2,000 Restricted Stock Units (RSU) pursuant to the Metropolis - Restricted Stock Unit Plan – 2020 to eligible employees of the Company, this is in addition to the RSU's approved under Metropolis - Restricted Stock Unit Plan – 2020 to eligible employees of the Company / Subsidiaries in the previous quarters.

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11 The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect.

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Metropolis Healthcare Limited

Ameera Shah
Managing Director
DIN: 00208095
Place: Mumbai
Date: 06 August 2021