

To,  
**Head, Listing Compliance Department  
BSE Limited**  
Phiroze Jeejeebhoy Towers Dalal Street,  
Mumbai - 400 001.

**Head, Listing Compliance Department  
National Stock Exchange of India  
Limited**  
Exchange Plaza, Plot No. C/1. G Block,  
Bandra -Kurla Complex, Bandra (East),  
Mumbai- 400051.  
**Scrip Symbol: METROPOLIS**

**Scrip Code: 542650**

**Subject: Outcome of the Board Meeting held on October 15, 2021**

**Reference: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. ('LODR')**

Dear Sir/Madam,

With reference to our earlier intimation dated January 17, 2021 and July 10, 2021, we wish to inform you that the Board of Directors of Metropolis Healthcare Limited ('the Company'), at their meeting held today, have inter-alia considered and approved the amendment to the terms and conditions of the Share Purchase agreement dated January 17, 2021 signed between the Company, Dr. Ganesan's Hitech Diagnostic Centre Private Limited and its promoters/shareholders for the acquisition of 100% stake in Dr. Ganesan's Hitech Diagnostic Centre Private Limited along with its subsidiary Centralab Healthcare Services Private Limited ('Hitech'). On January 17, 2021 the Board had agreed Cash consideration of Rs. 511/- Crores and Equity consideration of upto 495000 fully paid-up equity shares of Rs. 2 each. Now the amended deal term is Cash consideration of Rs. 636/- Crores only as against the combination of cash and equity, earlier announced by the Company.

Pursuant to the completion of the acquisition, Hitech will become a wholly owned subsidiary of the Company.

The details required as per SEBI LODR is enclosed as Annexure A.

The above meeting commenced at 12.30 p.m. and concluded at 1:40 p.m.

Thanking you,

Yours faithfully

For **Metropolis Healthcare Limited**

Simmi Singh Bisht  
**Head – Legal and Secretarial**  
Membership No. A23360  
Encl. a/a

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**METROPOLIS**  
The Pathology Specialist

**Metropolis Healthcare Limited**

Registered & Corporate Office: 250 D, Udyog Bhavan, Hind Cycle Marg, Worli, Mumbai - 400 030.

CIN: L73100MH2000PLC192798 Tel No.: 8422 801 801 Email: [support@metropolisindia.com](mailto:support@metropolisindia.com)

Website: [www.metropolisindia.com](http://www.metropolisindia.com)

Global Reference Laboratory: 4th Floor, Commercial Building-1A, Kohinoor Mall, Vidyavihar (W), Mumbai - 400 070.

## ANNEXURE A: Details required in case of acquisition

Sr. No.	Particulars	Details
1	Name of the Target entity and details in brief such as size, turnover, etc.	Dr. Ganesan's Hitech Diagnostic Centre Private Limited ('Hitech'), along with its subsidiary Centralab Healthcare Services Private Limited  Refer Annexure 1 for turnover
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter / promoter group Companies have any interest in the entity being acquired?  If yes, nature of interest and details thereof and whether the same is done at arm's length	The proposed acquisition does not fall within the purview of a related party transaction and the Promoter / Promoter Group of the Company is not interested in the entity being acquired.
3	Industry to which the acquired entity belongs	The entity proposed to be acquired belongs to the Healthcare Industry.
4	Objects and effects of acquisition	The rationale of the acquisition is to increase market share and penetration.  <i>"To acquire entire 100% shareholding in Hitech (along with its subsidiary Centralab Healthcare Services Private Limited) from its existing promoters and shareholders and post-closure, consolidate its business with the business of the Company subject to necessary procedure and approvals as may be required under the various applicable laws and regulations, in order to achieve the intended objective of business acquisition of Hitech as a part of inorganic growth strategy of the Company."</i>
5	Brief details of any government or regulatory approvals required for the acquisition	There are no government or regulatory approvals required.
6	Indicative time period for completion of the acquisition	6 months
7	Nature of consideration	Full Cash Consideration

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8	Cost of acquisition or price at which the shares are being acquired	Rs. 636 Crore (Rupees Six Hundred and Thirty Six Crore) is the total Cost of acquisition for the aforementioned acquisition to be discharged by Cash.
9	Percentage of shareholding being acquired	100% equity shares of Hitech represented by 32,22,973 equity shares of Rs. 10 each fully paid up; and  1 fully paid up equity share of Rs. 10 of Centralab Healthcare Services Private Limited
10	Brief background about the entity being acquired	Refer Annexure 1 below

#### ANNEXURE 1: Details of the entity being acquired

Sr. No.	Particulars	Details	
1	Product / Line of business	Healthcare Industry. Diagnostic business	
2	Date of Incorporation and other details	<p>Dr. Ganesan's Hitech Diagnostic Centre Private Limited ('Hitech')</p> <p><b>Date of Incorporation:</b> 18/02/2009</p> <p><b>CIN:</b> U93000TN2009PTC070768</p> <p><b>Registered Office address:</b>  #1, Millers Road Kilpauk Chennai TN 600010 IN</p> <p><b>Authorized Share Capital:</b>  35,00,000 equity shares of Rs. 10/- each.</p> <p><b>Issued, Subscribed and Paid-up share capital:</b>  32,22,973 equity shares of Rs. 10/- each fully paid up.</p>	<p>Centralab Healthcare Services Private Limited ('Centralab')</p> <p><b>Date of Incorporation:</b> 29/03/2011</p> <p><b>CIN:</b> U85110KA2011PTC057920</p> <p><b>Registered Office address:</b>  F3, 3<sup>rd</sup> Floor, Shiva Shankar Plaza, # 19, Lalbagh Road, Richmond Circle Junction, Bangalore 560027</p> <p><b>Authorized Share Capital:</b>  45,00,000 equity shares of Rs. 10/-each</p> <p><b>Issued, Subscribed and Paid-up share capital:</b>  43,50,000 equity shares of Rs. 10/-each fully paid up</p>

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3	Country in which the entity has presence	India	India
4	Last three years turnover	2018-2019: Rs. 68.8 Crore 2019-2020: Rs. 74.0 Crore 2020-2021: Rs. 112.9 Crore	2018-2019: Rs. 9 Crore 2019-2020: Rs. 10 Crore 2020-2021: Rs. 11.4 Crore

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