

Date of submission: 5th September, 2022

To, The Secretary Listing Department BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code – 539551	To, The Secretary Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Mumbai – 400 051 Scrip Code- NH
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Dear Sir/Madam,

Sub: Intimation of signing of Business Transfer Agreement to acquire Orthopedic and Trauma hospital in Bengaluru

Ref: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) we hereby inform that Narayana Hrudayalaya Limited (“NH”), today i.e., 5th September, 2022 has signed a Business Transfer Agreement with Shiva and Shiva Orthopaedic Hospital Private Limited to acquire its Orthopedic and Trauma Hospital (“Sparsh Hosur Road” unit), situated at Narayana Health City campus, Bommasandra Industrial Area, Bengaluru as a going concern on slump sale basis as defined under the Income tax Act, 1961 for aggregate cash consideration of INR 2 billion. The acquisition is subject to the Conditions precedent and Conditions subsequent as agreed in the Business Transfer Agreement.

The details as required under Regulation 30 of the Listing Regulations read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 is enclosed herewith as Annexure.

The aforesaid information is being made available on our website i.e. <https://www.narayanahealth.org/>

Kindly take the same on record.

For **Narayana Hrudayalaya Limited**

Sridhar S
Group Company Secretary, Legal & Compliance Officer

Encl: as above

Annexure to Disclosure Letter dated 5th Sept 2022 on acquisition of Sparsh Hosur Road unit

Details of the acquisition of Orthopedic and Trauma Hospital (“Sparsh Hosur Road” unit) pursuant to SEBI circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015

Sl. No.	Particulars	Description
1	Name of the target entity, details in brief such as size, turnover etc.	<p>Acquisition of Orthopedic and Trauma Hospital (“Sparsh Hosur Road” unit) located at #29/P2, Narayana Health City campus at Bommasandra Industrial Area, Hosur Road, Bangalore Karnataka 560099 as a going concern on slump sale basis including all assets, liabilities, employees, licenses, authorizations, contracts, goodwill belong to the said unit from Shiva and Shiva Orthopaedic Hospital Private Limited.</p> <p>Part of the Sparsh Group of hospitals, which has presence across Karnataka, the concerned unit with around 100 operational beds has an operational track record of over a decade offering orthopaedic services. The unit has generated operational revenues of over INR 490 mn in FY 22 and over INR 180 mn for the 4 months period ending 31st July, 2022 respectively as per the unaudited provisional financial statements.</p>
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ 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 “arms length”	The acquisition does not fall within the related party transaction. Further, the promoter / promoter group / group companies do not have any interest in the concerned unit or entity owning the same.
3	Industry to which the entity being acquired belongs	Healthcare Delivery – Hospitals
4	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The acquisition will enable NH to foray into the trauma and orthopaedic specialty within the Narayana Health City campus housing our 2 flagship hospitals namely the cardiac sciences focused Narayana Institute of Cardiac Sciences and the multispecialty unit i.e. Mazumdar Shaw Medical Centre.

Sl. No.	Particulars	Description
		<p>The acquisition will add orthopaedic specialty and will supplement the other specialties of our Health City operations by supporting Trauma patients for cardiac, renal, pulmonary, neuro and other multi-organ treatments thereby increasing the breadth of our multispecialty program at our flagship campus.</p> <p>This transaction reinforces NH's focus on multispecialty care especially orthopaedics and associated trauma and neurosciences segments and further augments our core Bangalore region to derive synergies from our existing operations.</p> <p>The acquisition is not outside the main line of business of the NH.</p>
5	Brief details of any governmental or regulatory approvals required for the acquisition	No prior approval of any government authority is required for the acquisition. However, the closing of the acquisition is subject to conditions precedent and conditions subsequent as agreed in the Business Transfer Agreement which includes transfer of various licenses / authorizations in the name of NH.
6	Indicative time period for completion of the acquisition	<p>The acquisition is subject to completion of conditions precedent and conditions subsequent as agreed in the Business Transfer Agreement which includes transfer of various licenses / authorizations in the name of NH.</p> <p>The acquisition is expected to be completed on or before 31st December 2022.</p>
7	Nature of consideration – whether cash consideration or share swap and details of the same	Aggregate cash consideration of INR 2 billion subject to closing of the transaction as per the Business Transfer Agreement.
8	Cost of acquisition or the price at which the shares are acquired	Aggregate cash consideration of INR 2 billion subject to closing of the transaction as per the Business Transfer Agreement.
9	Percentage of shareholding / control acquired and / or number of shares acquired	Not applicable since the transaction is by way of acquisition of Trauma and Orthopedic Hospital from Shiva and Shiva Orthopaedic Hospital Private Limited on a going concern basis by way of slump sale under Business Transfer Agreement subject to various conditions.

Sl. No.	Particulars	Description
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	Not applicable since the transaction is by way of acquisition of Trauma and Orthopedic Hospital from Shiva and Shiva Orthopaedic Hospital Private Limited on a going concern basis by way of slump sale under Business Transfer Agreement subject to various conditions.

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