

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]



सत्यमेव जयते

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

U74900KA2010PTC054928

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADCV3997K

(ii) (a) Name of the company

VIDAL HEALTHCARE SERVICES

(b) Registered office address

1st Floor, Tower 2, SJR i Park EPIP Zone, Whitefield NA
Bangalore
Bangalore
Karnataka
560066

(c) *e-mail ID of the company

CO*****TH.COM

(d) *Telephone number with STD code

08*****78

(e) Website

www.vidalhealth.com

(iii) Date of Incorporation

24/08/2010

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(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	Q	Hospital and Medical Care	Q6	Other Hospital and Medical Care Activities	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	VIDAL HEALTH INSURANCE TP	U85199KA2002PTC030218	Subsidiary	100
2	VH MEDCARE PRIVATE LIMITED	U85110KA2009PTC151571	Subsidiary	100
3	INTENTHEALTH TECHNOLOGIE	U74999KA2020PTC132646	Associate	21.3

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	8,115,000	1,775,472	1,775,472	1,775,472
Total amount of equity shares (in Rupees)	81,150,000	17,754,720	17,754,720	17,754,720

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	8,115,000	1,775,472	1,775,472	1,775,472
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	81,150,000	17,754,720	17,754,720	17,754,720

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	30,000	0	0	0
Total amount of preference shares (in rupees)	38,850,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	30,000	0	0	0
Nominal value per share (in rupees)	1,295	1,295	1,295	1,295
Total amount of preference shares (in rupees)	38,850,000	0	0	0

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	474,623	1,279,235	1753858	17,538,580	17,538,580	
Increase during the year	21,614	496,237	517851	216,140	216,140	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	21,614	0	21614	216,140	216,140	
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	
x. Others, specify	0	496,237	496237	0	0	
Convert into demat						
Decrease during the year	496,237	0	496237	0	0	0
i. Buy-back of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify	496,237	0	496237			
Converted into Demat						
At the end of the year	0	1,775,472	1775472	17,754,720	17,754,720	
Preference shares						
At the beginning of the year	21,614	0	21614	27,990,130	27,990,130	
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						
Decrease during the year	0	0	0	27,990,130	27,990,130	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				27,990,130	27,990,130	
Compulsory Convertible Preference Shares						
At the end of the year	21,614	0	21614	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	28/09/2023		
Date of registration of transfer (Date Month Year)	12/06/2023		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	2,100	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	08		
Transferor's Name	Private Limited	Consulting Services	Feedback Business
	Surname	middle name	first name
Ledger Folio of Transferee	01		

Transferee's Name	Rao		Girish
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	03/07/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	333,590	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	12
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Transferor's Name	Fund II	Pragma	Ambit
	Surname	middle name	first name

Ledger Folio of Transferee	13
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Transferee's Name	Services LLP	Capital	Victus
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	03/07/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	123,552	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	12
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Transferor's Name	Fund II	Pragma	Ambit
	Surname	middle name	first name

Ledger Folio of Transferee	14
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Transferee's Name	TT Raghunathan	jointly with	TT Jagannathan
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	03/07/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	6,178	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	12
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Transferor's Name	Fund II	Pragma	Ambit
	Surname	middle name	first name

Ledger Folio of Transferee	15
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Transferee's Name	Shankaran		Krishnamurthy
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	
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Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
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Ledger Folio of Transferor	
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Transferor's Name			
	Surname	middle name	first name

Ledger Folio of Transferee	
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Transferee's Name			
	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	3,700	100000	370,000,000
Total			370,000,000

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	370,000,000	0	0	370,000,000

(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

360,653,254

(ii) Net worth of the Company

668,131,220

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	547,573	30.84	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)	0	0	0	
10.	Others	0	0	0	
	Total	547,573	30.84	0	0

Total number of shareholders (promoters)

1

(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	894,309	50.37	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)	333,590	18.79	0	
10.	Others	0	0	0	
	Total	1,227,899	69.16	0	0

Total number of shareholders (other than promoters)

12

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

13

**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	1	1
Members (other than promoters)	12	12
Debenture holders	1	1

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	30.72	0

B. Non-Promoter	0	1	0	1	0	9.91
(i) Non-Independent	0	1	0	1	0	9.91
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	1	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	1	0	0	0	0
Total	1	2	1	1	30.72	9.91

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

2

(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)
GIRISH RAO	00073937	Managing Director	547,573	
NANDITA DURAI SWA	03181823	Director	176,021	26/04/2024

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

1

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)
PRATIK SETHI	06588155	Nominee director	03/07/2023	Cessation

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

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	28/09/2023	13	2	40.76
EGM	13/06/2023	11	3	67.55
EGM	04/07/2023	13	2	40.76
EGM	03/11/2023	13	2	40.76

B. BOARD MEETINGS

*Number of meetings held

15

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	10/04/2023	3	3	100
2	12/06/2023	3	3	100
3	21/06/2023	3	2	66.67
4	30/06/2023	3	3	100
5	03/07/2023	3	3	100
6	03/07/2023	2	2	100
7	04/08/2023	2	2	100
8	08/09/2023	2	2	100
9	20/09/2023	2	2	100
10	28/09/2023	2	2	100
11	19/10/2013	2	2	100
12	03/11/2023	2	2	100

C. COMMITTEE MEETINGS

Number of meetings held

3

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

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	12/06/2023	3	3	100
2	Compensation	10/04/2023	2	2	100
3	CSR Committee	10/04/2023	2	2	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	27/08/2024
								(Y/N/NA)
1	GIRISH RAO	15	15	100	3	3	100	No
2	NANDITA DUTTA	15	15	100	3	3	100	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GIRISH RAO	Managing Director	19,350,330	0	0	0	19,350,330
	Total		19,350,330	0	0	0	19,350,330

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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

Whether associate or fellow

☐ Associate ☐ Fellow

Certificate of practice number

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.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... 09 dated 19/07/2024

(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:

1. 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.
2. 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

GIRISH RAO
Digitally signed by GIRISH RAO
Date: 2024.10.24 21:17:38 +05'30'

DIN of the director

0*0*3*3*

To be digitally signed by

TALAKAD RAMASHESHA SHASTRY JAIRAM
Digitally signed by TALAKAD RAMASHESHA SHASTRY JAIRAM
Date: 2024.10.24 21:51:11 +05'30'

- ☐ Company Secretary
- ☒ Company secretary in practice

Membership number 4*9*

Certificate of practice number 2*4*

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

List of Shareholding - VHC.pdf
Board meeting dates 23-24.pdf
UDIN MGT-7.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

VIDAL HEALTHCARE SERVICES PRIVATE LIMITED

(CIN: U74900KA2010PTC054928)

BOARD MEETING DATES FOR THE FY 01/04/2023 – 31/03/2024

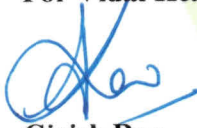
Sl. No.	Date of Meeting	Total Number of directors associated as on the date of meeting	Number of directors attended	% of attendance
1.	10/04/2023	3	3	100
2.	12/06/2023	3	3	100
3.	21/06/2023	3	2	100
4.	30/06/2023	3	3	100
5.	03/07/2023	2	3	100
6.	03/07/2023	2	2	100
7.	04/08/2023	2	2	100
8.	08/09/2023	2	2	100
9.	20/09/2023	2	2	100
10.	28/09/2023	2	2	100
11.	19/10/2023	2	2	100
12.	03/11/2023	2	2	100
13.	29/01/2024	2	2	100
14.	29/02/2024	2	2	100
15.	22/03/2024	2	2	100

LIST OF EQUITY SHAREHOLDERS OF THE COMPANY AS ON 31ST MARCH, 2024

Sl.No	Name of the Shareholders	No. of shares	Face value per share (Rs.)	Share capital	Percentage of Share capital
				(Rs.)	%
1.	Mr.Girish Rao	5,47,573	10	54,75,730	30.84
2.	Ms.Kameshwari Rao	2,817	10	28,170	0.16
3.	Ms.Nandita Swamy	1,76,021	10	17,60,210	9.91
4.	Mr. V Ravichandar	70,409	10	7,04,090	3.97
5.	Ms.Hema Ravichandar	70,409	10	7,04,090	3.97
6.	Mr.Srivathsan Aparajithan	1,41,137	10	14,11,370	7.95
7.	Ms.Vidya Hariharan	1,76,021	10	17,60,210	9.91
8.	Mr.Prakash Nene	28,000	10	2,80,000	1.58
9.	Ms.Ireena Vittal	28,000	10	2,80,000	1.58
10.	Ms.Sheela Ananth	71,765	10	7,17,650	4.04
11.	M/s Victus Capital Services LLP	3,33,590	10	33,35,900	18.79
12.	Mr.TT Jagannathan J/W TT Raghunathan (As partners of T T Krishnamachari & company)	1,23,552	10	12,35,520	6.96
13	Mr. K Shankaran	6,178	10	61,780	0.35
	Total	17,75,472		1,77,54,720	100

“Certified True Copy”

For Vidal Healthcare Services Private Limited



Girish Rao

Managing Director

DIN – 00073937

**Address: Villa 132, Phase 1, Adarsh Palm Meadows,
Varthur Main Road Ramanagondanahalli,
Whitefield, Bengaluru 560066**



VIDAL HEALTHCARE SERVICES PRIVATE LIMITED

Regd. & Corp. Office : “SJR iPark,” First Floor, Tower No. 2, EPIP Zone, Whitefield , Bangalore-560 066. Phone : 080 - 40125678

E-mail : co.sec@vidalhealth.com website : www.vidalhealth.com CIN : U74900KA2010PTC054928

LIST OF COMPULSORILY CONVERTIBLE DEBENTUREHOLDERS AS ON 31ST MARCH, 2024

SL. No	Name of the Debenture Holders	No. of Debentures	Face value per Debenture (Rs.)	Compulsorily Convertible Debentures
1.	Victus Capital Services LLP	3700	1,00,000/-	37,00,00,000/- Compulsorily Convertible Debentures

“Certified True Copy”

For Vidal Healthcare Services Private Limited



Girish Rao

Managing Director

DIN – 00073937

Address: Villa 132, Phase 1, Adarsh Palm Meadows,

Varthur Main Road Ramanagondanahalli,

Whitefield, Bengaluru 560066



VIDAL HEALTHCARE SERVICES PRIVATE LIMITED

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