MEDPLUS HEALTH SERVICES LIMITED

CIN: L85110TG2006PLC051845

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FOR THE ATTENTION OF HOLDERS OF THE EQUITY SHARES OF THE MEDPLUS HEALTH SERVICES LIMITED (THE "COMPANY") FOR THE BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED.

This public announcement (the "**Public Announcement**") is being made in relation to the Buyback *(as defined hereinafter)* of Equity Shares *(as defined hereinafter)* of the Company from the open market through the stock exchange mechanism, pursuant to the provisions of Regulation 16(iv)(b) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 (including any statutory modification(s) or amendment(s) from time to time) (the "**SEBI Buyback Regulations**") and contains the disclosures, as specified in Schedule II, IV read with Schedule I of the SEBI Buyback Regulations.

Certain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments. All decimals have been rounded off to two decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row. Further, certain numerical information in this Public Announcement has been presented in 'million'. One million represents 1,000,000.

"**Working Day**" means any working day of the SEBI (*as defined hereinafter*).

BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH THE STOCK EXCHANGES.

PART A - DISCLOSURES IN ACCORDANCE WITH SCHEDULE I OF THE SEBI BUYBACK REGULATIONS

1. DETAILS OF BUYBACK OFFER AND OFFER PRICE

1.1 Pursuant to Article 77 of the Articles of Association of the Company and the provisions of Sections 68, 69, 70, 108, 110 and all other applicable provisions, if any, of the Companies Act, 2013, as amended (the "**Companies Act**") read with, rules framed under the Companies Act, including the Companies (Share Capital and Debentures) Rules, 2014 (to the extent applicable) (hereinafter referred to as the "**Share Capital Rules**"), the Companies (Management and Administration) Rules, 2014 and other relevant rules made thereunder, each as amended from time to time and the provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("**SEBI Buyback Regulations**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**SEBI Listing Regulations**") (including re-enactment of the Companies Act or the rules made thereunder or the SEBI Buyback Regulations, or the SEBI Listing Regulations) and subject to such other approvals, permissions, consents, sanctions and exemptions as may be necessary and subject to any modifications and conditions, if any, as may be prescribed by the Securities and Exchange Board of India ("**SEBI**"), Registrar of Companies, Telangana at Hyderabad (the "**RoC**"), BSE Limited ("**BSE**"), National Stock Exchange of India Limited ("**NSE**") and/or other authorities, institutions or bodies (together with SEBI, BSE and NSE, the "**Appropriate Authorities**"), as may be necessary, and subject to such conditions, alterations, amendments and modifications as may be prescribed or imposed by them while granting such approvals, permissions, consents, sanctions and exemptions which may be agreed by the board of directors of the Company ("**Board**", which term shall be deemed to include any committee of the Board and/or officials, which the Board may constitute/authorise to exercise its powers, including the powers conferred by this resolution ("**Buyback Committee**")) approved the buyback by the Company at its meeting held on November 6, 2026 of its fully paid-up equity shares having a face value of ₹2/- each (Indian Rupees Two only) ("**Equity Shares**") from its shareholders/beneficial owners (other than those who are Promoters and persons in control of the Company) in cash from the open market through stock exchanges (having nationwide trading terminals) for an aggregate amount not exceeding ₹130,00,00,000/- (Indian Rupees One Hundred and Thirty Crores only) ("**Maximum Buyback Size**") and being 9.87% and 6.61% of the aggregate of the Company's fully paid-up Equity Share capital and free reserves based on both the audited standalone and consolidated financial statements of the Company as at March 31, 2026, respectively (being the latest available audited standalone and consolidated financial statements of the Company), which is within the statutory limits of 15% of the total paid-up Equity Share capital and free reserves based on both standalone and consolidated financial statements of the Company as at March 31, 2026, at a price not exceeding ₹750/- (Indian Rupees Seven Hundred and Fifty only) per Equity Share ("**Maximum Buyback Price**") (such process is hereinafter referred to as the "**Buyback**". The Maximum Buyback Size does not include transaction costs incurred or to be incurred for the Buyback viz. brokerage, turnover charges, applicable taxes such as securities transaction tax, goods and service tax, stamp duty, expenses incurred for the Buyback like filing fees payable to SEBI, advisors, intermediary fees, public announcement, publication expenses, printing, dispatch expenses and other incidental and related expenses, etc. ("**Transaction Costs**").

1.2 The Maximum Buyback Size represents 9.87% and 6.61% of the aggregate of the Company's fully paid-up Equity Share Capital and free reserves based on the audited standalone and consolidated financial statements of the Company as of March 31, 2026, respectively (being the latest available audited standalone and consolidated financial statements of the Company). Further, since the Maximum Buyback Size is less than 10% of the total paid-up Equity Share capital and free reserves of the Company based on both audited standalone and consolidated financial statements of the Company as of March 31, 2026, in accordance with the proviso to the Section 68(2)(b) of the Companies Act and proviso to Regulation 5(i)(b) of the SEBI Buyback Regulations, approval from the shareholders of the Company is not required under the applicable laws.

1.3 At the Maximum Buyback Size and the Maximum Buyback Price, the indicative maximum number of Equity Shares bought back would be 17,33,333 (Seventeen Lakh Thirty Three Thousand Three Hundred and Thirty Three only) Equity Shares ("**Maximum Buyback Shares**"), representing 1.44% (which will not exceed 25%) of the total number of Equity Shares in the total paid-up Equity Share Capital of the Company as on the date of the Board Meeting and this Public Announcement. If the Equity Shares are bought back at a price below the Maximum Buyback Price, the number of Equity Shares bought back could exceed the Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size.

1.4 The Company shall utilize at least 75% of the Maximum Buyback Size i.e., ₹97,50,00,000/- (Indian Rupees Ninety Seven Crores and Fifty Lakhs only) ("**Minimum Buyback Size**") towards the Buyback and based on the Minimum Buyback Size and the Maximum Buyback Price, the Company would purchase an indicative minimum of 13,00,000 (Thirteen Lakh only) Equity Shares. Further, at least 40% of the Maximum Buyback Size, i.e., ₹52,00,00,000/- (Indian Rupees Fifty-Two Crores only) shall be utilized within the initial half of the 66 (sixty-six) Working Days from the date of the opening of the Buyback offer.

1.5 In accordance with Regulation 17(iii) of the SEBI Buyback Regulations, the Buyback offer shall open within 4 (four) Working Days from the date of this Public Announcement and close within 66 (sixty-six) Working Days from the date of the opening of the Buyback offer ("**Maximum Buyback Period**"). The Board shall determine, at its discretion, the time frame for completion of the Buyback and may close the Buyback which shall not be later than the Maximum Buyback Period after the Minimum Buyback Size has been reached and irrespective of whether the Maximum Buyback Size has or has not been reached, after giving appropriate notice for such closure and on completing all formalities in this regard, in accordance with the Companies Act and the SEBI Buyback Regulations.

1.6 The Buyback will be implemented by the Company from its securities premium account, free reserves, Company's current balances of cash and cash equivalents, and internal accruals (and not from any borrowed funds) as may be permitted by law and in accordance with Section 68(1) of the Companies Act and Regulation 4(ix) of the SEBI Buyback Regulations, and in accordance with Regulation 4(iv)(b)(ii) and proviso to Regulation 5(i)(b) of the SEBI Buyback Regulations, by way of open market purchases through the Stock Exchanges, by the order matching mechanism except 'all or none' order matching system as provided under the SEBI Buyback Regulations.

1.7 The Buyback is subject to such sanctions and approvals as may be required under applicable laws and regulations. The Buyback from shareholders/ beneficial owners, who are persons resident outside India, including the foreign portfolio investors/ foreign institutional investors, erstwhile overseas corporate bodies and non-resident Indians, if any, shall be subject to such necessary approvals as may be required, including approvals of the Reserve Bank of India, if any, under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, and the same shall be procured by such shareholders, if applicable.

1.8 A copy of this Public Announcement will be made available on the Company's website (www.medplusindia.com) and is expected to be available on the website of SEBI (www. sebi.gov.in), website of the National Stock Exchange of India Limited ("**NSE**") (www. nseindia.com), website of BSE Limited ("**BSE**") (www.bseindia.com) and website of the Manager to the Buyback (www.nuvama.com) during the period of the Buyback.

1.9 In addition to publication of this Public Announcement and its availability on the websites of the Company, SEBI and the Stock Exchanges, the Company shall disseminate information regarding the Buyback to all shareholders of the Company holding Equity Shares on the date of making this Public Announcement, through electronic means, within the timeline prescribed under the SEBI Buyback Regulations.

2. NECESSITY FOR THE BUYBACK

2.1 The Company has consistently endeavored to strengthen its business operations, enhance operational efficiencies and create sustainable value for its shareholders, with an increased strategic focus on its core pharmacy business. The Company's business operations have demonstrated consistent cash-generating capabilities and the ability to generate healthy internal accruals, reflecting the strength and resilience of its business model and underlying operations.

2.2 In light of the Company's strong business fundamentals, financial position and availability of surplus funds, the Buyback is being undertaken as a measure for efficient capital allocation. The Buyback would enable the Company to return a portion of its surplus funds to its shareholders, while retaining adequate financial resources to support its ongoing & future business operations and expansion requirements, thereby balancing the interests of the shareholders with the Company's business objectives.

2.3 In continuation of the Company's efforts to effectively utilize its resources, it is proposed to undertake the Buyback of its own Equity Shares. The Buyback is being undertaken, *inter alia,* for the following reasons:

(i) The Buyback would result in reduction in outstanding number of Equity Shares and consequently increase earnings per share and book value per share, based on the assumption that the Company would earn similar profits as in the past over a period of time;

(ii) The Buyback would help to effectively utilize available cash;

(iii) The Buyback may help to improve return on equity, by reduction in the equity base, thereby leading to long-term increase in shareholders' value. At the same time, it will not materially impact the ability of the Company to pursue growth opportunities; and

(iv) The Buyback gives an option to the shareholders holding Equity Shares of the Company (except the Promoters and the person in control of the Company), who can choose to participate and get cash in lieu of Equity Shares to be accepted under the Buyback offer or they may choose not to participate and enjoy a resultant increase in returns on their shareholding, post the Buyback offer, without any additional investment.

3. MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID-UP CAPITAL AND FREE RESERVES

3.1 The maximum amount of funds required for the Buyback will not exceed ₹130,00,00,000/- (Indian Rupees One Hundred Thirty Crores only), excluding Transaction Costs.

3.2 The Maximum Buyback Size represents 9.87% and 6.61% of the aggregate of the Company's fully paid-up Equity Share capital and free reserves based on the audited standalone and consolidated financial statements of the Company as of March 31, 2026, respectively (being the latest available audited standalone and consolidated financial statements of the Company), and the same is within the prescribed limit of 10% of the aggregate total paid-up Equity Share capital and free reserves of the Company, based on both standalone and consolidated audited financial statements of the Company as of March 31, 2026, under the Board approval route as per Section 68 and other applicable provisions of the Companies Act and Regulation 5 and other applicable provisions of the SEBI Buyback Regulations.

4. MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUY- BACK

4.1 At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 17,33,333 (Seventeen Lakh Thirty Three Thousand Three Hundred and Thirty Three only) Equity Shares, representing 1.44% which will not exceed 25% of the total number of Equity Shares in the total paid-up Equity Share capital of the Company as on the date of the Board Meeting and Public Announcement. If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back could exceed the Maximum Buyback Shares but will always be subject to the Maximum Buyback Size.

4.2 In terms of Regulation 15(i) of the SEBI Buyback Regulations, the Company shall utilize at least 75% of the amount earmarked as the Maximum Buyback Size for the Buyback, i.e. ₹ 97,50,00,000/- (Indian Rupees Ninety Seven Crores and Fifty Lakhs only). Based on the Minimum Buyback Size and Maximum Buyback Price, the Company would purchase a minimum of 13,00,000 (Thirteen Lakh only) Equity Shares.

4.3 In terms of Regulation 15(ii) of the SEBI Buyback Regulations, the Company shall utilize a minimum of 40% of the amount earmarked for the Buyback i.e., ₹ 52,00,00,000/- (Indian Rupees Fifty Two Crores only) within the initial half of the Maximum Buyback Period.

4.4 The actual number of Equity Shares bought back during the Buyback period will depend upon the actual price paid for the Equity Shares bought back and the aggregate consideration paid in the Buyback, subject to the Maximum Buyback Size and shall not exceed the 25% of the paid-up Equity Share capital of the Company.

5. MAXIMUM PRICE FOR BUYBACK OF THE EQUITY SHARES AND BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE

5.1 The Equity Shares of the Company are proposed to be bought back at a price not exceeding ₹ 750/- (Indian Rupees Seven Hundred and Fifty only) per Equity Share i.e., the Maximum Buyback Price.

5.2 The Maximum Buyback Price has been arrived at after considering various factors including, but not limited to, the trends in the volume weighted average market prices of the Stock Exchanges where the Equity Shares are listed, possible impact of the Buyback on the price earnings ratio, impact on net worth, earnings and book value per Equity Share and other financial parameters.

5.3 The Maximum Buyback Price per Equity Share represents:

(i) a premium of 22.09% and 20.89% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during one month preceding the date of intimation, i.e., October 30, 2026 ("**Intimation Date**") to the Stock Exchanges of the Board Meeting to consider the proposal of the Buyback.

(ii) a premium of 23.76% and 24.52% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the two weeks preceding the Intimation Date.

(iii) a premium of 29.35% and 29.33% over the closing price of the Equity Shares on BSE and NSE, respectively, as on the Intimation Date.

5.4 Shareholders are advised that the Buyback of the Equity Shares will be carried out through the Stock Exchanges by the Company, in its sole discretion, based on, amongst other things, the prevailing market prices of the Equity Shares, which may be below the Maximum Buyback Price of ₹ 750/- (Indian Rupees Seven Hundred and Fifty only) per Equity Share.

6. COMPLIANCE WITH REGULATION 4 OF THE SEBI BUYBACK REGULATIONS

In terms of the provisions of the SEBI Buyback Regulations, the offer for Buyback under board approval cannot be made for 10% or more of the total paid-up equity capital and free reserves of the Company, based on the standalone or consolidated financial statements of the Company, whichever sets out a lower amount. As per the latest audited balance sheet of the Company as of March 31, 2026, the total paid-up Equity Share capital and free reserves are as follows:

(₹ million)

Particulars	Standalone#	Consolidated#
Total paid-up equity capital (A)	**240.11**	**240.11**
Free reserves as at 31 March 2026*		
-Retained earnings	15.02	6,515.79
- General reserve	362.77	362.77
-Securities premium	12,553.71	12,553.71
Total free reserves (B)	**12,931.50**	**19,432.27**
Total paid-up Equity Share capital and free reserves (C=A+B)	**13,171.61**	**19,672.38**
Maximum amount permissible for Buyback with the approval of Board under Section 68(2)(b) of the Companies Act and proviso to Regulation 5(i) (b) of the SEBI Buyback Regulations (10% of the aggregate total paid-up capital and free reserves, based on the standalone and consolidated financial statements of the Company, whichever sets out a lower amount) **[C x 10%]**	1,317.16	1,967.24
Amount approved by the Board of Directors at its meeting held on November 06, 2026	1,300.00	
Buy-back size as a percentage of total paid-up equity share capital and free reserves (as per audited standalone financial statements as at 31 March 2026)	9.87%	

**Free reserves as defined in Section 2(43) of the Companies Act, 2013 read along with Explanation II provided in Section 68 of the Companies Act, 2013, as amended.*

#The above calculation of the total paid-up equity share capital and free reserves as at 31 March 2026 for buy-back of equity shares is based on the amounts appearing in the audited standalone financial statements and audited consolidated financial statements of the Company as at and for the year ended 31 March 2026. These financial statements are prepared and presented in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with Rules made thereunder, each as amended from time to time.

Based on the above, the Maximum Buyback Size is less than 15% of the total paid-up Equity Share capital and free reserves of the Company based on both audited standalone and consolidated financial statements of the Company as of March 31, 2026.

7. METHOD TO BE ADOPTED FOR BUYBACK AS REFERRED TO IN REGULATION 4(iv)(b) AND REGULATION 16 OF THE SEBI BUYBACK REGULATIONS

7.1 The Buyback will be implemented by the Company by way of open market purchases through the Stock Exchanges, by the order matching mechanism except "all or none" order matching system, as provided under the SEBI Buyback Regulations.

7.2 In terms of Regulation 40(1) of the SEBI LODR Regulations, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository. Accordingly, the Buyback is open to beneficial owners holding Equity Shares in dematerialized form. The Promoters and the persons in control of the Company shall not participate in the Buyback. Further, as required under the SEBI Buyback Regulations, the Company will not buyback Equity Shares which are locked-in or non-transferable or held in physical form, until the pendency of such lock-in or until the time such Equity Shares become transferable or until the time such Equity Shares are converted into dematerialized form ("**Demat Shares**"), as applicable.

7.3 In relation to the Buyback of Demat Shares, the execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the broker, appointed by the Company, in accordance with the requirements of the Stock Exchanges and SEBI.

8. THE AGGREGATE SHAREHOLDING OF THE PROMOTERS, MEMBERS OF THE PROMOTER GROUP, THE DIRECTORS OF THE PROMOTER/PROMOTER GROUP WHERE PROMOTER/PROMOTER GROUP IS A COMPANY, DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY

Details of the aggregate shareholding of the Promoters, members of the Promoter Group, directors of the Promoters (where the Promoter is a company), persons in control of the Company, Directors and Key Managerial Personnel of the Company as on the date of the Board Meeting and the date of this Public Announcement, is below.

8.1 The aggregate shareholding of the Promoters/ Promoter Group including persons in control of the Company:

Sr. No.	Name of the Promoter/Promoter Group/Persons in control	Number of Equity Shares	% shareholding (on a fully diluted basis)
Promoters			
1	Madhukar Reddy Gangadi	1,53,50,400	12.77
2	Agilemed Investments Private Limited	1,56,49,495	13.02
3	Lone Furrow Investments Private Limited	1,72,80,732	14.37
Promoter Group			
1	Renuka Gangadi	162	0.00
2	Veera Reddy Gangadi	0	0.00
3	Suguna Devi Gangadi	0	0.00
4	G Narsimha Reddy	2	0.00
5	Rajita Reddy Gangadi	7500	0.01
6	Varin Nair	0	0.00
7	Inder Mohan Aggarwal	0	0.00
8	Ranjana Aggarwal	0	0.00
9	Neeraj Aggarwal	0	0.00
10	Gangadi Investments Private Limited	0	0.00
11	Hinshitsu Manufacturing Private Limited	0	0.00
12	Madhukar Gangadi Ventures Private Limited	0	0.00
13	Agilepro India Venture LLP	0	0.00
14	Foundation for Research and Innovation in Policy	0	0.00

8.2 The aggregate shareholding of the directors of Promoters of the Company:

(i) Shareholding of directors of Agilemed Investments Private Limited:

Sr. No.	Name of the director	Number of Equity Shares	% shareholding (on a fully diluted basis)
1	Bhaskar Reddy Cherukupalli	1,38,334	0.12
2	Madhukar Reddy Gangadi	1,53,50,400	12.77

(ii) Shareholding of directors of Lone Furrow Investments Private Limited:

Sr. No.	Name of the director	Number of Equity Shares	% shareholding (on a fully diluted basis)
	Bhaskar Reddy Cherukupalli	1,38,334	0.12
	Madhukar Reddy Gangadi	1,53,50,400	12.77

8.3 The aggregate shareholding of the Directors and Key Managerial Personnel of the Company:

Sr. No.	Name	Designation	Number of Equity Shares	% shareholding (on a fully diluted basis)
Directors				
1	Bhaskar Reddy Cherukupalli	Executive Director	1,38,334	0.12
2	Madhukar Reddy Gangadi	Executive Director-Chairperson related to Promoter-CEO-MD	1,53,50,400	12.77
Key Managerial Personnel				
1	Shrenik Soni	Company Secretary & Compliance Officer	-	0.00
2	Mahato Sujit Kumar	Chief Financial Officer	100	0.00

8.4 Aggregate shares purchased or sold by the Promoters, persons in control, directors of companies which are Promoters of the Company during a period of 12 (twelve) months preceding the date of this Public Announcement (and during a period of 6 (six) months preceding the date of the Board Meeting approving the Buyback (i.e., November 6, 2026):

(i) Aggregate shares purchased or sold by the Promoters and persons who are in control of the Company: NIL

(ii) Aggregate shares purchased or sold by the directors of companies which are Promoters of the Company:

Shareholder	Aggregate No. of Equity Shares Purchased / (Sold)	Nature of Transaction	Maximum Price (₹)	Date of Maximum Price	Minimum Price (₹)	Date of Minimum Price
Cherukupalli Bhaskar Reddy	2,519	Sell	860.17	June 10, 2026	860.17	June 10, 2026
	82,000	Sell	870.12	June 11, 2026	870.12	June 11, 2026
	2,29,846	Sell	880.53	June 12, 2026	880.53	June 12, 2026
	37,699	Sell	874.07	June 15, 2026	874.07	June 15, 2026
	26,643	Sell	869.84	June 16, 2026	869.84	June 16, 2026
	2,422	Sell	864.58	June 17, 2026	864.58	June 17, 2026
	30,224	Sell	841.91	June 24, 2026	841.91	June 24, 2026
	60,000	Sell	834.39	June 25, 2026	834.39	June 25, 2026

9. INTENTION OF THE PROMOTERS, MEMBERS OF THE PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO OFFER THEIR EQUITY SHARES IN THE BUYBACK

9.1 In terms of Regulation 16(ii) of the SEBI Buyback Regulations, since the Buyback is being implemented by way of open market purchases through the Stock Exchanges, the Buyback shall not be extended to the Promoters and persons in control of the Company.

9.2 Further, in compliance with Regulation 24(i)(e) of the SEBI Buyback Regulations, neither the Promoters nor the Promoter Group nor his/ their associates shall deal in the Equity Shares or other specified securities of the Company either through the Stock Exchanges or off-market transactions (including inter-se transfer of Equity Shares amongst them) during the period from the date of the Board Meeting till the closing of the Buyback.

9.3 In addition to the above, as per Regulation 24(i)(ea) of the SEBI Buyback Regulations, the Equity Shares held by the Promoters and Promoter Group including their associates, for which Buyback is undertaken, shall remain frozen at the International Securities Identification Number (ISIN) level during the period from the date of the Board Meeting till the closing of the Buyback. The transfer of Equity Shares pursuant to invocation of encumbrances created prior to the commencement of Buyback, may be allowed subject to the freeze on such Equity Shares continuing to apply pursuant to invocation of encumbrances, and also subject to the conditions as may be specified by SEBI. The operationalization of this ISIN-level freeze mechanism is governed by the SEBI circular dated July 21, 2026, on Operationalization of Freezing Holdings of Promoter and Promoter Group (including their associates) at the ISIN level under Regulation 24(i)(ea) of the SEBI Buyback Regulations, and the operational guidelines issued by the depositories pursuant thereto. The Company has provided necessary instructions to the depositories to give effect to such freezing of Equity Shares.

10. SUBSISTING DEFAULTS

The Company confirms that there are no subsisting defaults in the repayment of deposits, interest payment thereon, redemption of debentures or interest payment thereon or redemption of preference shares or payment of dividend due to any shareholder, or repayment of any term loans or interest payable thereon to any financial institution or banking company.

11. CONFIRMATION BY THE BOARD OF DIRECTORS OF THE COMPANY

The Board has confirmed that it has made a full enquiry into the affairs and prospects of the Company and has formed the opinion that:

(i) immediately following the date on which the meeting of the Board of Directors is convened on November 6, 2026, approving the Buyback ("**Board Meeting Date**"), there will be no grounds on which the Company could be found unable to pay its debts;

(ii) as regards the Company's prospects for the year immediately following the Board Meeting Date, having regard to the Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the Board Meeting Date; and

(iii) in forming the aforesaid opinion, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act and the Insolvency and Bankruptcy Code, 2016, as amended.

12. CONFIRMATION FROM THE COMPANY AS PER THE PROVISIONS OF THE SEBI BUYBACK REGULATIONS AND THE COMPANIES ACT

(i) all the Equity Shares of the Company are fully paid-up;

(ii) the Company shall not issue any Equity Shares or other securities including by way of bonus from the date of the Board approving the Buyback till the date of expiry of the Buyback period i.e. date on which the payment of consideration to shareholders who have accepted the buyback offer is made in accordance with the Companies Act and the SEBI Buyback Regulations except in discharge of subsisting obligations through conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into Equity Shares;

(iii) the Company shall not make any further issue of the same kind of Equity Shares or other securities including allotment of new equity shares under Section 62(1)(a) or other specified securities within a period of 6 (six) months after the completion of the Buyback except by way of bonus shares or Equity Shares issued in order to discharge subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into Equity Shares;

(iv) the Company shall not buyback its Equity Shares or other specified securities from any person through negotiated deal whether on or off the Stock Exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;

(v) the aggregate maximum amount of the Buyback i.e. ₹ 130,00,00,0000/- (Indian Rupees One Hundred and Thirty Crores only) does not exceed 15% of the aggregate of the total paid-up Equity Share capital and free reserves of the Company based on both audited standalone and consolidated financial statements of the Company as on March 31, 2026;

(vi) the maximum number of Equity Shares proposed (at the Maximum Buyback Price and Maximum Buyback Size, assuming full subscription) to be purchased under the Buyback i.e. 17,33,333 (Seventeen Lakh Thirty Three Thousand Three Hundred and Thirty Three only) Equity Shares, does not exceed 25% of the total number of Equity shares in the total paid-up Equity Share capital as on the date of the Board Meeting and Public Announcement;

(vii) there are no pending schemes of amalgamation or compromise or arrangement pursuant to the Companies Act ("**Scheme**") involving the Company, and no public announcement of the Buyback shall be made during pendency of any such Scheme;

(viii) the consideration for the Buyback shall be paid by the Company only in cash;

(ix) the Company shall earmark and make arrangements for adequate sources of funds for the purpose of the Buyback in accordance with the SEBI Buyback Regulations;

(x) the Company shall ensure consequent reduction of its share capital post Buyback and the Equity Shares bought back by the Company will be extinguished and physically destroyed (if applicable) in the manner prescribed under the SEBI Buyback Regulations and the Companies Act within the specified timelines;

(xi) the Buyback shall be completed within a period of 1 (one) year from the date of passing of the Board resolution and within such period as may be prescribed in the SEBI Buyback Regulations;

(xii) the Company shall not withdraw the Buyback offer after this public announcement;

(xiii) the Company shall comply with the statutory and regulatory timelines in respect of the Buyback in such manner as prescribed under the Companies Act and/or the SEBI Buyback Regulations and any other applicable laws;

(xiv) the Company shall not utilize any money borrowed from banks or financial institutions for the purpose of buying back its Equity Shares;

(xv) the Company shall not directly or indirectly purchase its Equity Shares through any subsidiary company including its own subsidiary companies, if any or through any investment company or group of investment companies;

(xvi) the Company has been in compliance with Sections 92, 123, 127 and 129 of the Companies Act;

(xvii) there are no subsisting defaults in the repayment of deposits, interest payment thereon, redemption of debentures or payment of interest thereon or redemption of preference shares or payment of dividend due to any shareholder, or repayment of any term loans or interest payable thereon to any financial institution or banking company;

(xviii) the Company will not buyback Equity Shares which are locked-in or non-transferable, until the pendency of such lock-in, or until the time the Equity Shares become transferable, as applicable;

(xix) as required under Section 68(2)(d) of the Companies Act and Regulation 4(ii)(a) the SEBI Buyback Regulations, the ratio of the aggregate of secured and unsecured debts owed by the Company will not be more than twice the paid-up capital and free reserves after the Buyback of the audited standalone financial statements or audited consolidated financial statements of the Company as on and for the year ended March 31, 2026, whichever sets out a lower amount and unaudited standalone financial statements or unaudited consolidated financial statements as on September 30, 2026, whichever sets out a lower amount;

(xx) the Company shall transfer from its free reserves or securities premium account and/ or such sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited financial statements;

(xxi) Buyback shall not result in delisting of the Equity Shares from the Stock Exchanges;

(xxii) Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the SEBI LODR Regulations;

(xxiii) the Company shall submit the information regarding the Equity Shares bought back by the Company to the Stock Exchanges on a daily basis in accordance with the SEBI Buyback Regulations and in such form as may be prescribed by SEBI so as to enable the Stock Exchanges to upload the same on their website immediately; and

(xxiv) the Company has not completed a buyback of any of its securities during the period of one year immediately preceding the date of this Board meeting.

13. REPORT BY THE COMPANY'S STATUTORY AUDITOR

The text of the report dated November 06, 2026, received from BSR & Co, the statutory auditor of the Company addressed to the Board of the Company is reproduced below:

Quote

To,
The Board of Directors
MedPlus Health Services Limited,
H. No. 11-6-56, Survey No. 257 & 258/1,
Opp. IDPL Railway Siding Road, Moosapet,
Kukatpally, Hyderabad - 500037,
Telangana, India

Sub: Independent Auditors' Report in respect of proposed buy-back of equity shares by MedPlus Health Services Limited ("the Company") in terms of clause (xi) of Schedule I of Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended (the "Buy-back Regulations") and Sections 68, 69 and 70 of the Companies Act, 2013 ('the Act).

1. This report is issued in accordance with the terms of our engagement letter dated 06 November 2026.

2. We have been requested by the Management of the Company to issue a report in relation to the proposed buy-back of equity shares approved by the Board of Directors of the Company of the Company at its meeting held on 06 November 2026 in pursuance of the provisions of the Act and the Buy-back Regulations, read with relevant Rules thereunder.

3. The accompanying Statement of permissible capital payment (including premium) towards buy-back of equity shares as at 31 March 2026 (hereinafter referred as the "Statement"/ "Annexure A") is prepared by the Management of the Company and has been included and referred by us in this certificate for identification purpose only.

Management's responsibility

4. The preparation of the accompanying Statement and compliance with the provisions of the Act, the Buy-back Regulations and the Rules is the responsibility of the Management of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation, and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation, and making estimates that are reasonable in the circumstances.

5. The Board of Directors is also responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion on reasonable grounds that the Company will not be unable to pay its debts and rendered insolvent within a period of one year from the date of passing resolution in the Board meeting approving the buyback of its equity shares.

6. In the absence of any definition of or guideline for "Insolvent" in the Rules, the Company has considered a situation for not being able to continue as going concern (as mentioned in Standard on Auditing 570 (Revised) issued by the Institute of Chartered Accountants of India) for a period of one year from 06 November 2026 as "Insolvent".

Auditors' Responsibility

7. Pursuant to the requirements of the Act, Buy-back Regulation, read with relevant Rules issued thereunder, it is our responsibility to inquire into the state of affairs of the Company in relation to the audited standalone financial statements and audited consolidated financial statements as at and for the year ended 31 March 2026 and provide reasonable assurance that:

i.We have inquired into the state of affairs of the Company in relation to its audited standalone financial statements and audited consolidated financial statements as at and for the year ended 31 March 2026 which were adopted by the Members of the Company at the Annual General Meeting held on 17 August 2026.

ii.The amount of permissible capital payment towards buy back as detailed in Annexure A, has been computed considering the audited standalone financial statements and audited consolidated financial statements as at and for the year ended 31 March 2026 in accordance with the limits specified in Section 68(2) of the Act, Regulation 4(i) of the Buy-back Regulations and the proviso to Regulation 5(i)(b) of the Buy-back Regulations; and;

iii.The Board of Directors of the Company in their meeting dated 06 November 2026, have formed the opinion as specified in clause (x) of Schedule I to the Buy-back Regulations, on reasonable grounds that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the date of board meeting held on 06 November 2026 approving the proposal of buy-back of equity shares.

8. The standalone financial statements and consolidated financial statements as at and for the year ended 31 March 2026, referred to in paragraph 7 above, have been audited by us, which we have considered for the purpose of this report, have been audited by us, on which we have issued an unmodified audit opinion vide our reports dated 20 May 2026. We conducted our audit of the standalone financial statements and consolidated financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. Our audit was not planned and performed in connection with any transactions to identify matters that may be of potential interest to third parties.

9. Our engagement involves performing procedures to obtain sufficient appropriate evidence in relation to paragraph 7 above. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated with the applicable criteria. We accordingly performed the following procedures:

i. Examined that the amount of permissible capital payment towards the buy-back as detailed in Annexure A has been computed in accordance with the limits specified in Section 68(2) of the Act read with the Buy-back Regulations.

ii. Inquired into the state of affairs of the Company in relation to its audited standalone financial statements and audited consolidated financial statements as at and for the year ended 31 March 2026.

iii. Examined that the Buy back approved by Board of Directors in its meeting held on 06 November 2026 is authorized by the Articles of Association on of the Company,

iv. Traced the number of equity shares proposed for buy-back and the buy-back price per equity share to the certified true copy of the meeting of the Board of Directors held on 06 November 2026.

v. Traced the amounts of total paid-up equity share capital, retained earnings and securities premium as mentioned in Annexure A from the audited standalone financial statements and audited consolidated financial statements as at and for the year ended 31 March 2026.

vi. Examined that there are no borrowings held by the Company as at 31 March 2026.

vii. Examined that all the equity shares for buy-back are fully paid-up.

viii. Traced the amounts of paid-up equity share capital and free reserves as mentioned in the accompanying Statement (Annexure A) to the audited standalone financial statements and audited consolidated financial statements as at and for the year ended 31 March 2026.

ix. Verified the arithmetical accuracy of the amounts mentioned in accompanying Statement.

x. Obtained from the Company Secretary a certified copy of the minutes of the meeting of the Board of Directors in which the proposed buy-back was approved and compared the buy-back amount with the permissible limit computed in accordance with Section 68(2)(c) of the Act and Regulation 4(i) and proviso to Regulation 5(i)(b) of the Buyback Regulations detailed in the Statement.

xi. Examined the declaration of solvency by the Board of Directors adopted in their meeting held on 06 November 2026, to the effect that the Board of Directors' have made a full inquiry into the affairs of the Company as a result of which they have formed an opinion, as specified in clause (x) of Schedule I to the Buy-back Regulations, that the Company is capable of meeting its liabilities and will not be rendered insolvent within a period of one year from the date of declaration adopted by the Board.

xii. We have obtained appropriate representations from the Management of the Company.

10. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes' (Revised 2016) issued by the Institute of Chartered Accountants of India and Standards on Auditing specified under Section 143(10) of the Act, in so far as applicable for the purpose of this certificate. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

11. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Informa on, and Other Assurance and Related Services Engagements.

12. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

Opinion

13. Based on inquiries conducted and our examination as above, we report that:

a) We have inquired into the state of affairs of the Company in relation to its latest audited standalone financial statements and audited consolidated financial statements as at and for the year ended 31 March 2026, which have been approved by the Board of Directors at board meeting and Members of the Company at the Annual General Meeting held on 20 May 2026 and on 17 August 2026 respectively.

b) The amount of permissible capital payment (including securities premium) towards the proposed buy back of equity shares as computed in the Statement attached herewith, as Annexure A, in our view has been properly determined in accordance with Section 68 (2)(c) of the Act, Regulation 4(i) and the proviso to Regulation 5(i)(b) of the Buy-back Regulations. The amounts of share capital and free reserves is based on the audited standalone financial statements and audited consolidated financial statements as at and for the year ended 31 March 2026 of the Company.

c) The Board of Directors of the Company in their meeting dated 06 November 2026, have formed the opinion as specified in clause (x) of Schedule I to the Buy-back Regulations, on reasonable grounds that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the date of passing the Board resolution dated 06 November 2026.

Restriction on Use

14. This report has been issued at the request of the Company solely for use of the Company (i) in connection with the proposed buy-back of equity shares of the Company as mentioned in paragraph 2 above, (ii) to enable the Board of Directors of the Company to include in the public announcement and other documents pertaining to buy-back to be sent to the shareholders of the Company or filed with (a) the Registrar of Companies, Securities and Exchange Board of India ('SEBI'), Stock Exchanges and any other regulatory authority as per applicable law and (b) the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) can be shared with the merchant banker(s) involved in connection with the proposed buy-back of equity shares of the Company for onward submission to SEBI, stock exchanges and / or any other regulatory authority as required under the law in India, and may not be suitable for any other purpose. This report should not be used for any other purpose without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For **B S R and Co**
Chartered Accountants
ICAI Firm Registration Number: 128510W

Place: Hyderabad
Date: 06 November 2026

R. Vivek
Partner
Membership No: 225161
UDIN: 26225161MGAKYN8424

Annexure A

Statement of permissible capital payment (including premium)

Computation of the amount of permissible capital payment towards buy-back of equity shares of the Company in accordance with Section 68(2) of the Companies Act, 2013 and proviso to Regulation 5(i) of the SEBI Buy-back Regulations:

(Rs. in Millions)

Particulars	Standalone#	Consolidated#
Paid up equity share capital as at 31 March 2026 (120,054,642 equity shares of ₹2/- each) (A)	240.11	240.11
Free reserves as at 31 March 2026*		
- Retained earnings	15.02	6,515.79
- General reserve	362.77	362.77
- Securities premium	12,553.71	12,553.71
Total Free Reserves (B)	**12,931.50**	**19,432.27**
Total paid up equity capital and free reserves (including securities premium) as at 31 March 2026 (C=A+B)	**13,171.61**	**19,672.38**
Maximum amount permissible towards Buy-back of equity shares in accordance with Section 68(2)(c) of the Companies Act, 2013 read with Regulation 4 of the Buy-back Regulations (25% of paid-up equity capital and free reserves as at March 31, 2026) **[C x 25%]**	3,292.90	4,918.10
Maximum amount permissible for buy-back with the approval of Board of Directors of the Company in accordance with the provisions of Section 68 of the Companies Act, 2013 and proviso to Regulation 5(i)(b) of the Buy-back Regulations (10% of the total paid-up equity share capital and free reserves) **[C x 10%]**	1,317.16	1,967.24
Maximum amount permissible for buy-back with the approval of Board of Directors of the Company in accordance with the provisions of Section 68 of the Companies Act, 2013 and proviso to Regulation 5(i)(b) of the Buy-back Regulations (10% of the total paid-up equity share capital and free reserves, based on the standalone or consolidated financial statements, whichever is lower)	1,317.16	
Amount approved by the Board of Directors at its meeting held on 06 November 2026	1,300.00	
Buy-back size as a percentage of total paid-up equity share capital and free reserves (as per audited standalone financial statements as at 31 March 2026)	9.87%	

**Free reserves as defined in Section 2(43) of the Companies Act, 2013 read along with Explanation II provided in Section 68 of the Companies Act, 2013, as amended.*

#The above calculation of the total paid-up equity share capital and free reserves as at 31 March 2026 for buy-back of equity shares is based on the amounts appearing in the audited standalone financial statements and audited consolidated financial statements of the Company as at and for the year ended 31 March 2026. These financial statements are prepared and presented in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with Rules made thereunder, each as amended from time to time.

For and on behalf of Board of Directors of

MedPlus Health Services Limited
G. Madhukar Reddy
Managing Director and Chief Executive Officer

Date: 06 November 2026

Unquote

14. PRIOR APPROVAL FROM THE LENDERS

As per Regulation 5(i)(c) and Schedule I(xii) of the SEBI Buyback Regulations, it is confirmed that there is no breach of any covenants as per the agreements with the lenders and there is no requirement for obtaining consent of the lenders for undertaking the Buyback by the Company.

PART B - DISCLOSURES IN ACCORDANCE WITH SCHEDULE IV OF THE SEBI BUYBACK REGULATIONS

1. DATE OF BOARD APPROVAL FOR BUYBACK

The Buyback has been approved by the Board in the Board Meeting held on November 06, 2026. Further, since the Maximum Buyback Size is less than 10% of the total paid-up Equity Share capital and free reserves of the Company based on both standalone and consolidated financial statements of the Company as of March 31, 2026, in accordance with the proviso to the Section 68(2)(b) of the Companies Act and Regulation 5(i)(b) of the SEBI Buyback Regulations, approval from the shareholders of the Company is not required.

2. MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF FUNDS AND COST OF FINANCING THE BUYBACK

2.1 At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 17,33,333 (Seventeen Lakh Thirty Three Thousand Three Hundred and Thirty Three only) Equity Shares. If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size. However, the Maximum Buyback Shares will not exceed 25% of the total number of Equity Shares in the total paid-up Equity Share capital of the Company as on the date of the Board Meeting and Public Announcement.

2.2 The actual number of Equity Shares bought back will depend upon the actual price, excluding the Transaction Costs, paid for the Equity Shares bought back, and the aggregate consideration paid in the Buyback, subject to the Maximum Buyback Size.

2.3 Further, in accordance with SEBI Buyback Regulations, the Company shall utilize at least 75% of the Maximum Buyback Size for the Buyback i.e., ₹ 750/-(Indian Rupees Seven Hundred and Fifty only) and based on the Minimum Buyback Size and the Maximum Buyback Price, the Company will purchase an indicative minimum of 13,00,000 (Thirteen Lakhs only) Equity Shares. Further, at least 40% of the Maximum Buyback Size, i.e., ₹ 52,00,00,000/- (Indian Rupees Fifty Two Crores only) shall be utilized within the initial half of the Maximum Buyback Period.

2.4 The Buyback will be funded out of the internal accruals of the Company including free reserves and/or such other sources as may be permitted by the SEBI Buyback Regulations and the Companies Act, and on such terms and conditions as the Board may deem fit. Borrowed funds from banks and financial institutions will not be used for the Buyback.

3. PROPOSED TIMETABLE FOR BUYBACK

Activity	Date
Date of Board resolution approving the Buyback	Friday, November 6, 2026
Date of publication of the Public Announcement	Tuesday, November 10, 2026

Activity	Date
Date of opening of the Buyback	Friday, November 13, 2026
Acceptance of the Equity Shares accepted in dematerialized mode	Upon the relevant pay-out by the Stock Exchanges
Extinguishment of Equity Shares	The Equity Shares (in dematerialised form) will be extinguished in the manner specified in the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, as amended, and the bye-laws, circulars and guidelines framed thereunder and Regulation 21 of the SEBI Buyback Regulations. The Company shall ensure that all Equity Shares bought back are extinguished within 7 (seven) Working Days of the expiry of the Buyback period
Last Date for the completion of the Buyback	**Earlier of:** a) Tuesday, February 16, 2027 (that is within 66 working days from the date of the opening of the Buyback); or b) when the Company completes the Buyback by deploying the amount equivalent to the Maximum Buyback Size; or c) at such earlier date as may be determined by the Board (including a committee thereof constituted by the Board or persons nominated by the Board/committee to exercise its powers, and/or powers conferred by the Board resolution in relation to the Buyback), after giving notice of such earlier closure, subject to the Company having deployed an amount equivalent to the Minimum Buyback Size (even if the Maximum Buyback Size has not been reached or the Maximum Buyback Shares have not been bought back in accordance with the SEBI Buyback Regulations), however, that all payment obligations relating to the Buyback shall be completed before the last date for the Buyback.

4. PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK

4.1 The Buyback is open to all shareholders of the Company holding Equity Shares in dematerialized form "**Demat Shares**". Shareholders holding shares in physical form can participate in the Buyback after such Equity Shares are dematerialized by approaching depository participant. However, as per Regulation 16(ii) of the SEBI Buyback Regulations, the Buyback shall not be made from the Promoters and persons in control of the Company.

4.2 Further, as required under the Companies Act and SEBI Buyback Regulations, the Company will not purchase Equity Shares which are partly paid-up, the Equity Shares with call-in-arrears, locked-in Equity Shares or non-transferable Equity Shares, in the Buyback, until they become fully paid-up, or until the pendency of such lock-in, or until the time such Equity Shares become freely transferable, as applicable.

4.3 The Buyback will be implemented by the Company by way of open market purchases through the Stock Exchanges, by the order matching mechanism except "all or none" order matching system, as provided under the SEBI Buyback Regulations and price-time priority-based order matching principle, as provided under Stock Exchange circulars, in accordance with the Securities and Exchange Board of India (Buy-Back of Securities) (Amendment) Regulations, 2026 dated July 1, 2026 (effective from August 1, 2026) and in accordance with the SEBI circular SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 08, 2023, Operational Guidance – Amendment to Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018.

4.4 For the implementation of the Buyback, the Company has appointed Nuvama Wealth Management Limited as the registered broker ("**Company's Broker**") through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows:

Nuvama Wealth Management Limited
Address: 801-804, Wing A, Building No. 3,
Inspire BKC, G Block, Bandra Kurla Complex,
Bandra East, Mumbai - 400 051
CIN: L67110MH1993PLC344634
Tel. No.: +91 22 6623 3325
Website: www.nuvama.com
Contact person: Atul Benke
E-mail: ecm.corpfin@nuvama.com
SEBI Registration no: INZ000166136
Validity: Permanent

4.5 The Equity Shares are traded in dematerialized mode under the scrip code 543427 at BSE and under the symbol code MEDPLUS at NSE. The ISIN of the Equity Shares of the Company is INE804L01022.

4.6 The Company, shall, in accordance with the applicable laws, commencing on November 13, 2026 (i.e. the date of opening of the Buyback), place "buy" orders on the Stock Exchanges on the normal trading segment under BO series to Buyback the Equity Shares through the Company's Broker, in such quantity and at such price, which will be in accordance with SEBI Buyback Regulations, SEBI Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 08, 2023, Operational Guidance -Amendment to Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 and the Stock Exchange circulars, not exceeding the Maximum Buyback Price of ₹ 750/- (Indian Rupees Seven Hundred and Fifty only) per Equity Share, as it may deem fit.

4.7 **Procedure for Buyback of Demat Shares**: Beneficial owners holding Demat Shares who desire to sell their Equity Shares in the Buyback, would have to do so through their stock broker, who is a registered member of either of the Stock Exchanges by indicating to their broker the details of the Equity Shares they intend to sell whenever the Company has placed a "buy" order for Buyback of the Equity Shares. The Company shall place a "buy" order for Buyback of Demat Shares, by indicating to the Company's Broker, the number of Equity Shares it intends to buy along with a price for the same. The trade would be executed at the price at which the order matches the price offered by the beneficial owners and that price would be the Buyback price for that beneficial owner. The execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the Company's Broker in accordance with the requirements of the Stock Exchanges and SEBI. Orders for Equity Shares can be placed on the trading days of the Stock Exchanges. The Company is under no obligation to place "buy" order on a daily basis.

4.8 It may be noted that a uniform price would not be paid to all the shareholders/ beneficial owners pursuant to the Buyback and that the same would depend on the price at which the trade with that particular shareholder/ beneficial owner was executed on the Stock Exchanges.

4.9 **Procedure for Buyback of Physical Shares**: As per the proviso to Regulation 40(1) of the SEBI LODR Regulations, read with SEBI Master Circular No. SEBI/ HO/CFD/ PoD2/CIR/P/0155 dated November 11, 2024, transfers of securities shall not be processed unless the securities are held in the dematerialized form with a depository. In light of this, the Company shall not accept the Equity Shares offered under the Buyback unless such Equity Shares are in dematerialized form.

ACCORDINGLY, ALL SHAREHOLDERS OF THE COMPANY HOLDING EQUITY SHARES IN PHYSICAL FORM AND DESIROUS OF OFFERING THEIR EQUITY SHARES IN THE BUYBACK ARE ADVISED TO APPROACH THE CONCERNED DEPOSITORY PARTICIPANT TO HAVE THEIR EQUITY SHARES DEMATERIALIZED. IN CASE ANY ELIGIBLE SHAREHOLDER HAS SUBMITTED EQUITY SHARES IN PHYSICAL FORM FOR DEMATERIALIZATION, SUCH SHAREHOLDERS SHOULD ENSURE THAT THE PROCESS OF DEMATERIALIZATION IS COMPLETED WELL IN TIME SO THAT THEY CAN PARTICIPATE IN THE BUYBACK BEFORE BUYBACK CLOSING DATE.

4.10 Shareholders are requested to get in touch with the Manager to the Buyback or the Company's Broker or the Registrar and Share Transfer Agent of the Company to clarify any doubts in the process.

4.11 Subject to the Company purchasing Equity Shares for an amount equivalent to the Minimum Buyback Size, nothing contained herein shall create any obligation on the part of the Company or the Board to Buyback any additional Equity Shares or confer any right on the part of any shareholder to have any Equity Shares bought back, even if the Maximum Buyback Size has not been reached, and/or impair any power of the Company or the Board to terminate any process in relation to the Buyback, to the extent permissible by law. The Company is under no obligation to utilize the entire amount of Maximum Buyback Size. However, if the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, or is not able to utilize a minimum of 40% of the amount earmarked for the Buyback within the initial half of the Maximum Buyback Period, under Regulation 15 of the SEBI Buyback Regulations, except for the reasons mentioned in the SEBI Buyback Regulations, the amount held in the escrow account (up to a maximum of 2.5% of the Maximum Buyback Size), shall be liable to be forfeited and deposited in the Investor Protection and Education Fund of SEBI or as directed by SEBI.

The Company shall submit the information regarding the Equity Shares bought back by it to the Stock Exchanges on a daily basis in accordance with the SEBI Buyback Regulations. The Company shall also upload the information regarding the Equity Shares bought back by it on its website (www.medplusindia.com) on a daily basis.

4.12 Eligible sellers who intend to participate in the Buyback should consult their respective tax advisors before participating in the Buyback.

5. METHOD OF SETTLEMENT

5.1 **Settlement of Demat Shares**: The Company will pay consideration for the Buyback to the Company's Broker on or before every pay-in date for each settlement, as applicable to the respective Stock Exchanges where the transaction is executed. The Company has opened a demat account with Nuvama Wealth and Investment Limited and trading account with Nuvama Wealth Management Limited (NWML) ("**Company Demat Account**") for the purpose of Buyback. Demat shares bought back by the Company will be transferred into the Company Demat Account by the Company's Broker, on receipt of such Demat Shares and after completion of the clearing and settlement obligations of the Stock Exchanges. Beneficial owners holding Demat Shares would be required to transfer the number of such Demat Shares sold to the Company pursuant to the Buyback, in favour of their stock broker through whom the trade was executed, by offering the delivery instruction slip to their respective depository participant ("**DP**") for debiting their beneficiary account maintained with the DP and crediting the same to the broker's pool account as per procedure applicable to normal secondary market transactions. The beneficial owners would also be required to provide to the Company's Broker copies of all statutory consents and approvals required to be obtained by them for the transfer of their Equity Shares to the Company as referred to in paragraph 14.2 of Part B.

5.2 **Extinguishment of Demat Shares**: The Demat Shares bought back by the Company shall be extinguished and destroyed in the manner specified in the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, as amended and the bye-laws, the circulars, and guidelines framed thereunder, each as amended from time to time, in the manner specified in the SEBI Buyback Regulations and the Companies Act. The Equity Shares lying in credit in the Company Demat Account will be extinguished within 15 (fifteen) days of the succeeding month of the month in which Equity Shares are accepted provided that the Company undertakes to ensure that all Demat Shares bought back by the Company are extinguished within 7 (seven) Working Days from the expiry of the Buyback period.

5.3 Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash.

6. BRIEF INFORMATION ABOUT THE COMPANY

The Company is a public limited company incorporated on November 30, 2006 under the Companies Act, 1956. The CIN of the Company is L85110TG2006PLC051845. The Company's registered office is at H. No: 11-6-56, Survey No: 257 & 258/1, Opp: IDPL Railway Siding Road, Moosapet, Kukatpally, Hyderabad – 500037, Telangana, India.

The Company is engaged in the healthcare and pharmacy retail business. The Company's business activities include the sale of pharmaceutical products and Wellness items, as well as diagnostic services, pathological services and laboratory testing services. The Company also undertakes the manufacturing, purchase and sale of pharmaceutical products and other general items, and provides management and administrative services to its group companies.

The Company, together with its subsidiaries, operates an omni-channel pharmacy retail business through a network of retail stores and online channels. The activities include retail trading of medicines and general items, wholesale cash-and-carry operations, diagnostic and laboratory services, and wholesale trading and manufacturing of pharmaceutical products, fast-moving consumer goods (FMCG) and wellness products.

7. FINANCIAL INFORMATION OF THE COMPANY

7.1 The brief financial information of the Company, as extracted from the unaudited standalone financial statements for the 6 (six) months ended September 30, 2026, and audited standalone financial statements for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024, are set out below:

Excerpts from the Statement of Profit and Loss - Standalone

(INR million)

Particulars	For the six months period ended September 30, 2026	For the twelve months period ended		
		March 31, 2026	March 31, 2025	March 31, 2024 (Restated)
Revenue from operations	5,027.05	8,605.66	7,130.97	4,670.30
Other income	73.09	107.66	89.35	73.12
Total income	**5,100.14**	**8,713.32**	**7,220.32**	**4,743.42**
Total expenses excluding finance cost, depreciation, amortization & tax	4,319.13	7,534.59	6,352.98	4,348.48
Finance cost	50.16	83.14	86.25	84.43
Depreciation and amortization	148.20	263.86	269.37	241.11
Impairment on certain assets	-	-	-	-
Profit before tax	**582.65**	**831.73**	**511.72**	**69.40**
Total tax expense	145.13	207.61	108.37	(25.00)
Profit after tax	**437.52**	**624.12**	**403.35**	**94.40**
Other comprehensive income / (loss), net of tax	(0.78)	3.75	2.00	4.35
Total comprehensive income	**436.74**	**627.87**	**405.35**	**98.75**

Excerpts from the Balance Sheet and Key Financial Ratios - Standalone

(INR million, except per key financial ratios)

Particulars	As at and for the period ended			
	September 30, 2026	March 31, 2026	March 31, 2025	March 31, 2024 (Restated)
Equity Share Capital	240.27	240.11	239.39	239.07
Reserves and Surplus	13,387.56	12,921.02	12,164.08	11,637.44
Net Worth/ Shareholders Equity	13,627.83	13,161.13	12,403.47	11,876.51
Total Debt	-	-	-	-
Key Financial Ratios				
Earnings per Share (Basic) (INR) (1)	3.64*	5.21	3.37	0.79
Book value per Share (INR)(2)	113.44	109.63	103.63	99.35
Debt-Equity Ratio (times)(3)	Nil	Nil	Nil	Nil
Return on Net Worth (%)(4)	3.21%*	4.74%	3.25%	0.79%

** Not Annualized*

Notes:

(1) Earnings per Share (Basic): Profit after tax attributable to equity shareholders (excluding Other Comprehensive Income) divided by the weighted average number of equity shares outstanding.

(2) Book Value per Share: Net worth attributable to equity shareholders divided by the number of equity shares outstanding as at the reporting date.

(3) Debt-Equity Ratio: Total outstanding borrowings divided by total shareholders' funds as at the reporting date.

(4) Return on Net Worth: Profit after tax attributable to equity shareholders divided by closing net worth at the end of the respective period.

***Restated figures:** The standalone figures as at and for the year ended March 31, 2024 have been restated to give effect to the Scheme of Merger between the Company and MHS Pharmaceuticals Private Limited ("MHSPL"), approved by the National Company Law Tribunal, Hyderabad on August 14, 2024, under which MHSPL has been merged with the Company with effect from April 1, 2023 (the Appointed Date). Accordingly, the figures for March 31, 2024 are the corresponding previous-year figures reported in the audited standalone financial statements for FY 2024-25.*

7.2 The brief financial information of the Company, as extracted from the unaudited consolidated financial statements for the 6 (six) months ended September 30, 2026, and audited consolidated financial statements for the financial years ended March 31, 2026, March 31, 2025, and March 31, 2024, are set out below:

Excerpts from the Statement of Profit and Loss – Consolidated

(INR million)

Particulars	For the six months period ended September 30, 2026	For the twelve months period ended		
		March 31, 2026	March 31, 2025	March 31, 2024
Revenue from operations	39,167.08	68,924.66	61,360.53	56,248.55
Other income	403.69	713.24	486.16	400.08
Total income	**39,570.77**	**69,637.90**	**61,846.69**	**56,648.63**
Total expenses excluding finance cost, depreciation, amortization & tax	36,134.11	62,850.99	56,489.51	52,707.73
Finance cost	698.88	1,204.93	1,025.86	964.33
Depreciation and amortization	1,617.54	2,828.68	2,498.43	2,242.14
Impairment on certain assets	-	-	-	-
Profit before tax	**1,120.24**	**2,753.30**	**1,832.89**	**734.43**
Total tax expense	227.88	557.24	330.56	78.66
Profit after tax	**892.36**	**2,196.06**	**1,502.33**	**655.77**
Other comprehensive income / (loss), net of tax	7.06	21.71	1.46	(0.55)
Total comprehensive income	**899.42**	**2,217.77**	**1,503.79**	**655.22**

Excerpts from the Balance Sheet and Key Financial Ratios - Consolidated

(INR million, except key financial ratios)

Particulars	As at and for the period ended			
	September 30, 2026	March 31, 2026	March 31, 2025	March 31, 2024
Equity Share Capital	240.27	240.11	239.39	239.07
Reserves and Surplus	20,442.49	19,513.48	17,166.22	15,540.25
Net Worth/ Shareholders Equity	20,682.76	19,753.59	17,405.61	15,779.32
Total Debt	-	-	-	-
Key Financial Ratios				
Earnings per Share (Basic) (INR) (1)	7.43*	18.33	12.57	5.48
Book value per Share (INR)(2)	172.16	164.54	145.42	132.00
Debt-Equity Ratio (times)(3)	Nil	Nil	Nil	Nil
Return on Net Worth (%)(4)	4.32%*	11.12%	8.64%	4.15%

**Not Annualized*

Notes:

(1) Earnings per Share (Basic): Profit after tax attributable to equity shareholders of the parent company (excluding Other Comprehensive Income) divided by the weighted average number of equity shares outstanding.

(2) Book Value per Share: Net worth attributable to equity shareholders divided by the number of equity shares outstanding as at the reporting date.

(3) Debt-Equity Ratio: Total outstanding borrowings divided by total shareholders' funds as at the reporting date.

(4) Return on Net Worth: Profit after tax attributable to equity shareholders of the parent company divided by closing net worth at the end of the respective period.

8. DETAILS OF ESCROW ACCOUNT AND THE AMOUNT DEPOSITED THEREIN

8.1 In accordance with Regulation 20 of the SEBI Buyback Regulations and towards security for performance of its obligations under the SEBI Buyback Regulations, the Company has entered into an escrow agreement dated November 6, 2026 ("**Escrow Agreement**") with the Manager to the Buyback *(as defined hereinafter)* and ICICI Bank Limited who has been appointed as escrow banker ("**Escrow Bank**") pursuant to which the Company has opened an escrow account in the name and style "MedPlus Health Services Limited Escrow Account" ("**Escrow Account**"). The Company has authorized the Manager to the Buyback to operate the Escrow Account in compliance with the SEBI Buyback Regulations and the Escrow Agreement. The Company will deposit in the Escrow Account an amount in cash aggregating to ₹ 32,50,00,0000/- (Indian Rupees Thirty Two Crores and Fifty Lakhs only), being 25% of the Maximum Buyback Size in the Escrow Account ("**Escrow Amount**") in accordance with the SEBI Buyback Regulations.

8.2 The funds in the Escrow Account may be released for making payment to the shareholders subject to at least 2.5% of the Maximum Buyback Size remaining in the Escrow Account at all points in time.

8.3 The balance lying to the credit of the Escrow Account will be released to the Company in compliance with SEBI Buyback Regulations.

8.4 If the Company is unable to complete Buyback equivalent to Minimum Buyback Size, or is not able to utilize a minimum of 40% of the amount earmarked for the Buyback i.e., ₹ 52,00,00,000/- (Indian Rupees Fifty Two Crores only) within the initial half of the 66 (sixty-six) Working Days from the date of opening of the Buyback, except for reasons mentioned in the SEBI Buyback Regulations, the amount held in the Escrow Account (up to a maximum of 2.5% of the Maximum Buyback Size), shall be liable to be forfeited and deposited in the Investor Protection and Education Fund of SEBI or as directed by SEBI in accordance with the SEBI Buyback Regulations.

9. FIRM FINANCING ARRANGEMENTS

1.1 The Company, duly authorized by its Board, has identified and earmarked funds for the purpose of fulfillment of its obligation under the Buyback. Such earmarked funds are in excess of the Maximum Buyback Size.

1.2 Based on the resolution of the Board dated November 6, 2026 in this regard, and other facts/documents, GPHK & Associates, Chartered Accoutants (Membership Number 216984), Chartered Accountants, have certified, vide their certificate dated November 06, 2026, that the Company has made firm financing arrangements for fulfilling the Exchange circulars, not exceeding the Maximum Buyback Price of ₹ 130,00,00,0000/- (Indian Rupees One Hundred and Thirty Crores only) per Equity Share, as it may deem fit.

1.3 The Manager to the Buyback, having regard to the above, confirms that firm arrangements for fulfilling the obligations under the Buyback are in place.

10. LISTING DETAILS AND STOCK MARKET DATA

10.1 The Equity Shares of the Company are listed on the Stock Exchanges.

10.2 The high, low and average prices for the preceding three years and the monthly high, low and average prices for the six months preceding the date of this Public Announcement and the corresponding volumes on BSE and the NSE, are as follows:

BSE

Twelve months period ended	High (^) (INR)	Date of High	No. of Equity Shares traded on that date	Low# (INR)	Date of low	No. of Equity Shares traded on that date	Average price@ (INR)	Total volume traded in the period
31 March 2026	1,052.05	28-May-25	63,761	603.00	7-Apr-25	12,502	830.65	4,215,728
31 March 2025	876.75	11-Dec-24	23,032	615.55	26-Aug-24	1,420,157	715.25	4,978,409
31 March 2024	977.45	31-Jul-23	5,448	597.95	14-Feb-24	3,374	772.25	5,541,269

Last six months	High (^) (INR)	Date of High	No. of Equity Shares traded on that date	Low# (INR)	Date of low	No. of Equity Shares traded on that date	Average price@ INR	Total volume traded in the period
May 2026	1,020.35	21-May-26	141,937	853.00	5-May-26	2,945	896.94	849,245
June 2026	909.20	2-Jun-26	6,490	796.15	29-Jun-26	245,171	856.13	551,770
July 2026	830.55	1-Jul-26	2,750	653.80	22-Jul-26	191,396	777.50	1,269,378
August 2026	729.75	3-Aug-26	993,512	647.25	20-Aug-26	860,235	677.82	2,319,293
September 2026	691.00	4-Sep-26	198,359	645.25	16-Sep-26	1,865	659.74	401,149
October 2026	657.95	1-Oct-26	5,347	566.00	30-Oct-26	6,501	616.76	1,694,520

Source: BSE

^ High is the highest price recorded for the Equity Share of the Company during the said period # Low is the lowest price recorded for the Equity Share of the Company during the said period @ Average price is the arithmetical average of daily closing prices during the said period

NSE

Twelve months period ended	High (^) (INR)	Date of High	No. of Equity Shares traded on that date	Low# (INR)	Date of low	No. of Equity Shares traded on that date	Average price@ INR	Total volume traded in the period
31 March 2026	1045.3	28-May-25	1,019,229	678.05	7-Apr-25	167,085	830.95	46,754,819
31 March 2025	875.65	6-Dec-24	533,977	616	26-Aug-24	24,327,734	715.30	102,330,021
31 March 2024	978	31-Jul-23	160,476	598.6	14-Feb-24	192,440	772.34	63,759,817

Last six months	High (^) (INR)	Date of High	No. of Equity Shares traded on that date	Low# (INR)	Date of low	No. of Equity Shares traded on that date	Average price@ INR	Total volume traded in the period
May 2026	1022.2	21-May-26	2,058,973	852.2	5-May-26	56,998	896.36	4,938,525
June 2026	909.35	2-Jun-26	161,988	796.7	29-Jun-26	590,022	855.92	4,381,526
July 2026	832	1-Jul-26	87,601	653	22-Jul-26	2,431,192	777.62	6,229,881
August 2026	708.75	3-Aug-26	218,379	648	20-Aug-26	1,206,024	678.04	4,413,278
September 2026	691.35	4-Sep-26	310,867	645	16-Sep-26	114,156	659.84	2,125,731
October 2026	658.45	1-Oct-26	134,611	565.6	30-Oct-26	407,353	617.11	2,626,603

Source: NSE

^ High is the highest price recorded for the Equity Share of the Company during the said period # Low is the lowest price recorded for the Equity Share of the Company

during the said period @ Average price is the arithmetical average of daily closing prices during the said period

10.3 The stock prices on the Stock Exchanges on relevant dates are:

Date	Description	BSE (in ₹)			NSE (in ₹)		
		High	Low	Closing	High	Low	Closing
October 29, 2026	Day prior to notice of Board Meeting to consider proposal of Buyback was given to Stock Exchanges	609.40	596.00	598.25	609.40	595.80	598.05
October 30, 2026	Date on which notice of the Board Meeting to consider proposal of Buyback was given to Stock Exchanges	591.05	566.00	579.80	595.00	565.60	579.90
November 6, 2026	Board Meeting day	617.45	595.75	603.75	616.75	595.80	604.60
November 9, 2026	First trading day post Board Meeting day	616.05	592.95	596.20	617.00	591.70	596.00

11. PRESENT CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

11.1 The capital structure of the Company, as on the date of this Public Announcement and the proposed capital structure of the Company post completion of the Buyback is set forth below:

Particulars	Pre-Buyback (in ₹)	Post completion of the Buyback* (in ₹)
Authorised share capital:		
30,59,33,000 Equity Shares of ₹ 2/- each	61,18,66,000	61,18,66,000
Issued, subscribed and fully paid-up share capital		
12,01,56,156 Equity Shares of ₹ 2/- each	24,03,12,312	23,68,45,645

**Assuming the Company buys back the Maximum Buyback Shares. The capital structure post completion of the Buyback may differ depending on the actual number of Equity Shares bought back under the Buyback.*

11.2 The shareholding pattern of the Company as on November 6, 2026 ("**Pre-Buyback**") and the post Buyback shareholding pattern, is as follows:

Category of Shareholder	Pre-Buyback		Post- Buyback#	
	Number of Equity Shares	% to the existing equity share capital	Number of Equity Shares	% to the existing equity share capital
Promoters & Promoter Group along with persons acting in concert	4,82,88,291	40.19	4,82,88,291	40.78
Foreign Investors (including Non-Resident Indians, FIIs and Foreign Mutual Funds)	1,53,35,765	12.76	7,01,34,532	59.22
Financial Institutions / Banks & Mutual Funds promoted by Banks / Institutions	3,79,57966	31.59		
Others (Public, Public Bodies Corporate etc.)	1,85,74,134	15.46		
Total	**12,01,56,156**	**100.00**	**11,84,22,823**	**100.00**

#Assuming that as a part of the Buyback, Maximum Buyback Shares are bought back. The shareholding, post completion of the Buyback, may differ depending upon the actual number of Equity Shares bought back in the Buyback.

11.3 As on the date of this Public Announcement, there are no Equity Shares which are partly paid-up, or with calls in arrears.

11.4 As on the date of this Public Announcement except for 81,595 outstanding ESOPs there are no outstanding instruments, including Employee Stock Options under the employee stock option plan, convertible into Equity Shares.

12. DETAILS OF PROMOTERS, MEMBERS OF THE PROMOTER GROUP, PERSONS IN CONTROL AND DIRECTORS OF PROMOTERS AND PROMOTER GROUP SHAREHOLDING AND OTHER DETAILS

12.1 For the details of aggregate shareholding of the Promoters, members of the Promoter Group, persons in control of the Company, directors of the Promoters (where the promoters are companies), Directors and Key Managerial Personnel as on the date of this Public Announcement, please refer to paragraph 8.1, 8.2 and 8.3 of Part A above.

12.2 For details of Equity Shares sold or purchased by the persons mentioned in paragraph 12.1 above during a period of 12 (twelve) months preceding the date of this Public Announcement and 6 (six) months preceding the date of the Board Meeting, please refer to paragraph 8.4 of Part A above.

13. MANAGEMENT DISCUSSION AND ANALYSIS ON THE LIKELY IMPACT OF THE BUYBACK ON THE COMPANY

13.1 The Buyback is generally expected to improve return on equity and improve earnings per share by reduction in the equity base, thereby leading to increase in members' value over the long term. The amount required by the Company for the Buyback (including the cost of financing the Buyback and the Transaction Costs) will be invested out of cash and bank balances/deposits and/or short-term investments and/or internal accruals of the Company.

13.2 The Buyback is not expected to impact growth opportunities for the Company in any material way.

13.3 Pursuant to Regulation 16(ii) of the SEBI Buyback Regulations, the Promoters are not entitled to participate under the Buyback.

13.4 The Buyback of Equity Shares will not result in a change in control or otherwise affect the existing management structure of the Company.

13.5 Unless otherwise determined by the Board, the Buyback will be completed within a maximum period of 66 (sixty-six) Working Days from the date of opening of the Buyback. The Company shall not withdraw the Buyback after this Public Announcement has been made.

13.6 In accordance with Regulation 24 (i)(f) of the SEBI Buyback Regulations, the Company shall not raise further capital for a period of 1 (one) year from the expiry of the Buyback period, except in discharge of its subsisting obligations and in accordance with Regulation 24(i)(b) of the SEBI Buyback Regulations, the Company shall not issue any Equity Shares or other specified securities including by way of bonus till the expiry of the Buyback period except in discharge of subsisting obligations through conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into Equity Shares.

13.7 Consequent to the Buyback and based on the number of Equity Shares bought back by the Company from its shareholders (other than from its Promoters and persons in control), the shareholding pattern of the Company would undergo a change; however public shareholding shall not fall below 25% of the total fully paid-up Equity Share capital of the Company.

13.8 The Company shall transfer from its free reserves a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited balance sheet.

13.9 The aggregate shareholding of the Promoter and Promoter Group as on date of this Public Announcement is 40.19% of the total Equity Share capital of the Company. While the Promoters and Promoter Group are not eligible to participate in the Buyback, depending on the number of Equity Shares bought back by the Company, their effective shareholding percentage in the Company, will increase marginally.

13.10 Such an increase in the percentage holding/voting rights of the Promoters and Promoter Group is not an active acquisition and is incidental to the Buyback and falls within the limits prescribed under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended.

14. STATUTORY AND OTHER APPROVALS

14.1 Pursuant to Sections 68, 69, 70 and all other applicable provisions, of the Companies Act, 2013 and the rules made thereunder and the provisions of the SEBI Buyback Regulations and Article 77 of Articles of Association of the Company, the Board at its meeting held on November 6, 2026 approved the proposal for the Buyback.

14.2 Buyback from each shareholder is subject to all statutory consents and approvals as may be required by such shareholder under applicable laws and regulations. The shareholders shall be solely responsible for obtaining all such statutory consents and approvals (including, without limitation the approvals from the Reserve Bank of India and/ or Appropriate Authorities, if any) as may be required by them in order to sell their Equity Shares to the Company pursuant to the Buyback. Shareholders would be required to provide copies of such consents and approvals obtained by them to the Company's Broker.

14.3 The Buyback from erstwhile overseas corporate bodies and other applicable categories shall be subject to such approvals of the Reserve Bank of India, if any, under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, as amended from time to time.

14.4 To the best knowledge of the Company, as on the date hereof, there is no other statutory or regulatory approval required to implement the Buyback, other than that indicated above. If any statutory or regulatory approval becomes applicable subsequently, the Buyback offer will be subject to such statutory or regulatory approval(s) and subject to the obligations of the eligible shareholders to obtain the consents and approvals necessary for transfer of their Equity Shares to the Company as set out under paragraph 14.2 above, the Company shall obtain such statutory or regulatory approvals, as may be required from time to time, if any, for completion of the Company's obligations in relation to the Buyback.

15. COLLECTION AND BIDDING CENTRES

The Buyback will be implemented by the Company by way of open market purchases through the Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centres and bidding centres is not applicable.

16. POTENTIAL IMPACT OF SUBSISTING OBLIGATIONS

As on the date of this Public Announcement, except for 81,595 outstanding ESOPs there are no outstanding instruments convertible into Equity Shares. There is no potential impact of subsisting obligations.

17. COMPLIANCE OFFICER

Investors may contact the Compliance Officer for any clarification to or address their grievances, if any, during office hours, i.e., 10:00 a.m. to 4:30 p.m. on all Working Days except Saturday, Sunday and public holidays.

Shrenik Soni
Company Secretary & Compliance Officer
MedPlus Health Services Limited
H. No: 11-6-56, Survey No: 257 & 258/1,
Opp: IDPL Railway Siding Road, Moosapet, Kukatpally,
Hyderabad - 500037, Telangana, India
Email: cs@medplusindia.com

18. REGISTRAR TO THE BUYBACK AND INVESTOR SERVICE CENTRE

In case of any query, the shareholders may also contact KFin Technologies Limited, the Registrar to the Buyback, and Issue and Share Transfer Agent of the Company and appointed as the Investor Service Centre for the purposes of the Buyback, at the following address:

KFin Technologies Limited
Address:Selenium, Tower B, Plot No-31 and 32, Gachibowli, Financial District Nanakramguda,
Hyderabad - 500032, Rangareddy, Telangana
Contact Person: Williams R
Tel. No.: 91-40-67162222/18003094001
Toll Free No.: 18003094001
Email: medplus.buyback@kfintech.com
Website: www.kfintech.com
Investor Grievance E-mail: einward.ris@kfintech.com
SEBI Registration Number: INR000000221
Validity Period: Permanent
CIN: L72400MH2017PLC444072

19. MANAGER TO THE BUYBACK

The Company has appointed the following as Manager to the Buyback:

Nuvama Wealth Management Limited
Address: 801-804, Wing A, Building No. 3,
Inspire BKC, G Block, Bandra Kurla Complex,
Bandra East, Mumbai - 400 051
Tel. No.: +91 22 6623 3325
Contact Person: Gourav Rathi/Lokesh Shah
Email: ecm.corpfin@nuvama.com
Website: www.nuvama.com
SEBI Registration Number: INM000013004
Validity Period: Permanent
CIN: L67110MH1993PLC344634

20. DIRECTORS' RESPONSIBILITY

As per Regulation 24(i)(a) of the SEBI Buyback Regulations, the Board of Directors of the Company accepts responsibility for all the information contained in this Public Announcement and for the information contained in all other advertisements, circulars, brochures, publicity materials etc. which may be issued in relation to the Buyback and confirm that this Public Announcement contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of MedPlus Health Services Limited

Gangadi Madhukar Reddy
Managing Director & CEO
DIN: 00098097

Cherukupalli Bhaskar Reddy
Whole-Time Director
DIN: 00926550

Place: Hyderabad
Date : November 9, 2026