



Date of submission: January 19, 2026

To, The Secretary Listing Department <b>BSE Limited</b> Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 <b>Scrip Code – 539551 (EQ), 975516 &amp; 976418</b>	To, The Secretary Listing Department <b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex Mumbai – 400 051 <b>Scrip Code- NH</b>
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**Sub: Summary of proceedings of the Meeting of Equity Shareholders, Secured Creditors, Unsecured Loan Creditors and Unsecured Trade Creditors of Narayana Hrudayalaya Limited held on Monday, January 19, 2026 in relation to the amalgamation of Meridian Medical Research & Hospital Ltd. (Subsidiary / Transferor Company) with Narayana Hrudayalaya Limited (Company / Transferee Company)**

In continuation to our letter dated December 18, 2025 and pursuant to the Order dated December 02, 2025 in Company Application (CAA) No. 44/BB/2025 ("Order") passed by the Hon'ble National Company Law Tribunal, Bengaluru Bench ("NCLT"), and in compliance with applicable provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), each as amended, we wish to inform you that the Meeting of Equity Shareholders, Secured Creditors, Unsecured Loan Creditors and Unsecured Trade Creditors (collectively referred as "Meetings") of the Company were convened and held **today, Monday, January 19, 2026** at 12:00 Noon, 2:00 P.M., 3:00 P.M. and 4:00 P.M. respectively through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to consider and approve the Scheme of Arrangement between Meridian Medical Research & Hospital Ltd. (Subsidiary / Transferor Company) and Narayana Hrudayalaya Limited (Transferee Company).

Pursuant to Regulations 30 and 51(2) read with Part A of Schedule III of the SEBI Listing Regulations and other applicable provisions, please find enclosed as **Annexure-A** the summary of proceedings of the shareholders' meeting, including the creditors' meetings.

Further, the details in accordance with SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are enclosed as **Annexure-B**.

The proceedings of the Meetings are being made available on the Company's website at [www.narayanahealth.org](http://www.narayanahealth.org).

You are requested to please take the above on record.

Kindly take the same on your record.

Thanking you,  
**For Narayana Hrudayalaya Limited**

**Sridhar S.**  
Group Company Secretary, Legal and Compliance Officer

Encl. As stated above

**Narayana Hrudayalaya Limited**

CIN: L85110KA2000PLC027497

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Appointments

**186-0208-0208**



### Annexure A

#### Narayana Hrudayalaya Limited

#### Summary of proceedings of the Meeting of Equity Shareholders, Secured Creditors, Unsecured Loan Creditors and Unsecured Trade Creditors

The Meetings of the Equity Shareholders, Secured Creditors, Unsecured Loan Creditors and Unsecured Trade Creditors of Narayana Hrudayalaya Limited ("Company") pursuant to the Order dated December 02, 2025 in Company Application (CAA) No. 44/BB/2025 passed by the Hon'ble NCLT were held **today, Monday, January 19, 2026** at 12:00 Noon, 2:00 P.M., 3:00 P.M. and 4:00 P.M. respectively through VC/OAVM to consider and approve the Scheme of Arrangement between Meridian Medical Research & Hospital Ltd. (Subsidiary / Transferor Company) and Narayana Hrudayalaya Limited (Transferee Company). The Meetings were conducted in compliance with the Companies Act, 2013 ("Act"), the applicable circulars of the Ministry of Corporate Affairs, Regulation 44 of the SEBI Listing Regulations, applicable SEBI circulars/Regulation and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India.

Shri Murali Ananthasivan, Advocate, who was appointed as Chairman of the Meetings by the Hon'ble NCLT, presided over the Meetings.

Shri Sachin Kumar Jhankal, appointed as the Scrutinizer by the NCLT for conducting the e-voting process in a fair and transparent manner, was also present.

The respective notice of each meeting, Explanatory Statement under Sections 230 and 102 of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the scheme of arrangement, valuation report, fairness opinion, relevant disclosures as per the format specified for Abridged Prospectus as provided in Part E of Schedule VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, and other attachments in line with the requirements as per the observation letters of National Stock Exchange of India Limited and BSE Limited, were dispatched to all the Equity Shareholders, Secured Creditors, Unsecured Loan Creditors and Unsecured Trade Creditors, as the case may be, as per the directions of the NCLT contained in the Order.

#### 1. Equity Shareholders

The Meeting commenced at 12:06 P.M. Upon confirmation of quorum, the Chairman called the Meeting to order.

The following resolution set out in the notice convening the meeting was put up to the Equity Shareholders for voting:

Item No.	Agenda
1.	To consider and approve the Scheme of Arrangement between Meridian Medical Research & Hospital Ltd. (Subsidiary / Transferor Company) and Narayana Hrudayalaya Limited (Transferee Company)

He informed that the remote e-voting facility had been provided to shareholders prior to the Meeting, and those who had not cast their votes earlier were provided e-voting facility during the Meeting.



The Chairman informed that the Notice of the Meeting and documents as prescribed under the Act and SEBI Listing Regulations had been circulated electronically and advertisements regarding the Meeting were published in **Business Standard (English – All India)** and **Kannada Prabha (Kannada – Karnataka)** in accordance with NCLT directions.

The Chairman invited the shareholders to express their views and raise queries on the Scheme. None of the shareholders raised any query or sought any clarification in regard to the Scheme of Arrangement.

## 2. Secured Creditors, Unsecured Loan Creditors and Unsecured Trade Creditors

The Meetings commenced at 2:00 P.M., 3:00 P.M. and 4:00 P.M. respectively. Upon confirmation of quorum at each Meeting, the Chairman called the Meetings to order. Remote e-voting facility had been made available prior to the Meetings and e-voting was also provided during the Meetings for eligible Creditors.

The following resolution set out in the notice convening the meeting was put up to the Secured Creditors, Unsecured Loan Creditors and Unsecured Trade Creditors for voting:

Item No.	Agenda
1.	To consider and approve the Scheme of Arrangement between Meridian Medical Research & Hospital Ltd. (Subsidiary / Transferor Company) and Narayana Hrudayalaya Limited (Transferee Company)

Upon completion of discussions, the Chairman requested the respective Members / Creditors to cast their votes on the resolution approving the Scheme.

He informed that Shri Sachin Kumar Jhankal who was appointed by Hon'ble NCLT as the Scrutinizer would scrutinize the remote e-voting process in a fair and transparent manner and submit his report to the Chairman. The Chairman shall incorporate the same in the report that the Chairman shall be filing with the Hon'ble NCLT.

The Meetings concluded at 12.26 p.m., 14.17 p.m., 15.18 p.m. and 16.18 P.M. respectively including the time allowed for e-voting at the Meeting i.e. 15 minutes after conclusion of the proceedings of the Meeting.

**For Narayana Hrudayalaya Limited**

Sridhar S.  
Group Company Secretary, Legal and Compliance Officer



#### Annexure- B

Details as required in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

<b>Date of the Meeting</b>	January 19, 2026
<b>Brief details of items deliberated and results thereof</b>	The results of remote e-voting and e-voting during the resolution as set out in the Notice of Equity Shareholders, will be submitted with the stock exchanges separately, in the format prescribed under Regulation 44 of the SEBI LODR on or January 21, 2026 (Wednesday). The results of the meetings of the Secured Creditors, Unsecured Loan Creditors and Unsecured Trade Creditors will also be submitted.
<b>Manner of approval proposed for certain items (e-voting etc.)</b>	The Company had provided remote e-voting facility to the members to exercise their votes electronically from Friday, January 16, 2026 at 9:00 A.M. (IST) till Sunday, January 18, 2026 at 5:00 P.M. (IST) on the resolution as set out in the Notice of the meetings. Members/creditors who participated at the meetings through VC/ OAVM facility and had not cast their votes on the Resolution(s) using remote e-Voting, and who were otherwise eligible, were provided the facility to e-vote on the NSDL portal during the Meetings.