



VIJAYA[®]
DIAGNOSTIC
CENTRE

April 25, 2025

The Listing Department,
National Stock Exchange of India Limited
NSE Symbol: VIJAYA

The Corporate Relations Department
BSE Limited
BSE Scrip Code: 543350

Dear Sir/Madam,

Subject: Proceedings of the meeting of the Equity Shareholders of Vijaya Diagnostic Centre Limited held on Friday, April 25, 2025, pursuant to the order of the Hon'ble National Company Law Tribunal, Hyderabad bench

We refer to our letter dated March 25, 2025 wherein the Company had submitted the notice convening the meeting of the Equity Shareholders of the Company in relation to the Meeting of the Equity Shareholders of Vijaya Diagnostic Centre Limited to be held on Friday, April 25, 2025, at 12:00 Noon (IST) through Video Conference (VC) / Other Audio Visual Means (OAVM), as per the directions of Hon'ble National Company Law Tribunal, Hyderabad Bench ('Tribunal') vide its Order dated March 05, 2025 ("Order").

In this regard, we furnish the Summary of the proceedings of the Meeting of Equity Shareholders (Regulation 30) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (SEBI Listing Regulations) as *Annexure – I*.

Please take the information on record.

Thanking you,

Yours faithfully.

For Vijaya Diagnostic Centre Limited

Hansraj Singh
Company Secretary & Compliance Officer
M. No. F11438

Encl.: As above



Annexure – I

Summary of proceedings of NCLT Convened Meeting of Equity Shareholders

The Meeting of the Equity Shareholders of Vijaya Diagnostic Centre Limited as per the directions issued by the Hon'ble National Company Law Tribunal, Hyderabad Bench (NCLT) was held on Friday, April 25, 2025 through video conferencing (VC) / Other Audio Visual Means (OAVM) at 12:00 Noon (IST) ('meeting') for approving the Scheme of Amalgamation between Medinova Diagnostic Services Limited (Transferor Company) and Vijaya Diagnostic Centre Limited (Transferee Company) and their respective Shareholders and Creditors (“Scheme”).

Mr. Hansraj Singh, Company Secretary, welcomed the Equity Shareholders to the meeting. He informed that Pursuant to NCLT order and in accordance with the provisions of the Companies Act 2013 and Listing Regulations, the Company has provided e-voting facility to the members to cast their vote through the electronic voting system administered by KFinTech. The e-voting at the meeting was also made available for those members who have not cast their vote through remote e-voting and participated in the meeting. He then introduced Ms. Syeda Adiba Fatima, Advocate, who was appointed as Chairperson by the NCLT, for the meeting and also introduced Ms. Padmaja Kalyani, Advocate and CS, who was appointed as Scrutinizer for this meeting by the NCLT.

Mr. Hansraj Singh, Company Secretary, handed over the proceedings to Ms. Syeda Adiba Fatima, the Chairperson for the meeting.

Ms. Syeda Adiba Fatima, Chairperson of the meeting informed that in accordance with the NCLT orders dated March 05, 2025, notice of this Meeting along with the statement in terms of section 102 read with section 230 to section 232 of the Companies Act, 2013 the related rules thereunder and SEBI listing regulations and SEBI circulars, the scheme of amalgamation and other relevant document in connection with the said scheme was duly sent to the shareholders of the Company as on March 25, 2025. Public notices were also issued in the newspapers Business Standard in the English language and Nava Telangana in the Telugu language 30 days prior to the date of meeting.

She further informed that the documents referred to in the notice of this meeting are open for inspection. Upon ascertaining that the requisite quorum was present, the Chairperson called the meeting to order. The Company Secretary welcomed the Equity Shareholders and recognized the presence of Board of Directors, Management, Scrutinizer and other authorized representatives present at the meeting. At the behest of the Chairperson, the Management explained the rationale, benefits, and impact of the scheme and assured the shareholders that their interests will remain intact and that their rights will not be hampered either directly or indirectly.

The Chairperson informed the Equity Shareholders that in compliance with the Companies Act, 2013, the Company had engaged KFin Technologies Limited (“KFin”) to provide remote e-



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voting facility and e-voting at the meeting to cast vote electronically, on resolution set forth in the Notice convening the meeting of Equity Shareholders and enable Equity Shareholders to participate in the meeting through VC/OAVM. The Chairperson informed that remote e-voting commenced at 9.00 a.m. (IST) on Monday, April 21, 2025, and closed at 5.00 p.m. (IST) on Thursday, April 24, 2025, and Equity Shareholders who did not exercise their vote by remote e-voting can cast their vote at the meeting. E-voting will be kept open for 15 minutes from the end of the meeting.

The following business set out in Notice convening the Meeting was put for voting:

Scheme of Amalgamation between Medinova Diagnostic Services Limited (Transferor Company) and Vijaya Diagnostic Centre Limited (Transferee Company) and their respective Shareholders and Creditors.

The Chairperson announced that the meeting shall stand concluded on the completion of e-voting at the meeting and the report of the scrutinizer along with voting results will be duly declared and disclosed by Mr. Hansraj Singh, Company Secretary of the Company to Stock Exchanges and on the website of the Company on behalf of the Chairperson.

The meeting was declared as concluded at 12:31 P.M. (IST).