



**VIJAYA
DIAGNOSTIC
CENTRE**

July 28, 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: Outcome of the Board Meeting held on Monday, July 28, 2025

Ref: Regulation 33 read with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) as amended from time to time.

We hereby inform you that, the Board of Directors at their meeting held today i.e., on **Monday, July 28, 2025**, has inter-alia considered and approved the following:

1. The Unaudited Financial Results of the Company for the first quarter ended June 30, 2025. In terms of the above, we enclose herewith the following:
 - a. Unaudited Standalone and Consolidated Financial Results of the Company for the first quarter ended June 30, 2025; and
 - b. Limited review Reports on the Standalone & Consolidated Financial Results for the first quarter ended 30 June 2025.
2. Grant of 2,500 (Two Thousand Five Hundred only) Employee Stock Options (ESOPs) under the “**VDCL Employee Stock Option Plan 2018**”. These options are convertible into 2,500 equity shares of face value ₹1/- each.

Further, the grant of the above stock options is in line with the provisions of the SEBI (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 as amended from time to time. The Disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith as **Annexure-A**.

3. Appointment of M/s. Balaramakrishna & Associates, Practicing Company Secretaries, having Firm Registration No. S2021TL825900 as the Secretarial Auditor of the Company for a period of five (5) consecutive financial years commencing from FY 2025-26 to FY 2029-30.



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The disclosure required under Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed herewith as **Annexure-B**.

The Board Meeting commenced at 12:00 hrs and concluded at 13:15 hrs.

Kindly take the same on record.

Thanking You.

Yours Faithfully
For **Vijaya Diagnostic Centre Limited**

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

Encl.: As above



Annexure - A

Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III

S. No.	Particulars	Details
1.	Brief details of options granted	2,500 (Two Thousand Five Hundred only) Employee Stock Options (ESOPs) granted to the eligible employee of the company under “VDCL Employee Stock Option Plan 2018”
2.	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021	Yes
3.	Total number of shares covered by these options	2,500 (Two Thousand Five Hundred only) of face value of ₹1/- each of the Company
4.	Pricing formula (<i>Exercise Price</i>)	The said ESOPs are being granted at ₹780/- (Rupees Seven Hundred and Eighty only) per option. The said price is the average closing price of the shares during the three (3) months preceding the month of the grant date and after providing a discount of 20%.
5.	Options vested	Not applicable <i>Options will start vesting after a period of one (1) year from the date of grant.</i>
6.	Time within which option may be exercised	Options shall be exercised from the date of the respective vesting of options and shall be exercised within the ‘ <u>exercise period.</u> ’ <i>Exercise Period – means the period of Ten (10) years from the grant date.</i>
7.	Options exercised	Not Applicable
8.	Money realized by exercise of options	Not Applicable
9.	The total number of shares arising as a result of exercise of option	Not Applicable
10.	Options lapsed	Not Applicable
11.	Variation of terms of options	Not Applicable
12.	Brief details of significant terms	VDCL Employee Stock Option Plan 2018 (“ the plan ”) is administered and implemented by the Nomination and Remuneration Committee of the Board of Directors in accordance with the plan.



		<p>The grant of options is based on the eligibility criteria as mentioned in the plan.</p> <p>Other significant terms of the Plan are as follows:</p> <ul style="list-style-type: none"> • Acceptance of the Grant: on or before the "Closing Date" which shall not be more than Thirty (30) days from the date of issuance of Grant Letter. • Minimum Vesting Period: One (1) Year From the date of Grant of ESOPs. • Vesting Schedule: under the plan, the company has formulated a total of six (6) different categories of ESOP schemes for the purposes of vesting and exercise of ESOPs for different categories of employees. The ESOPs shall vest as per the vesting schedule in the manner as defined under the respective scheme. <p>The current grant of ESOPs is being made under the ESOP scheme-5. For details pertaining to the vesting schedule of the aforesaid schemes, please refer to the note.</p> <ul style="list-style-type: none"> • The Shares arising out of exercise of vested options shall not be locked in.
13.	Subsequent changes or cancellation or exercise of such options	Not Applicable
14.	Diluted earnings per share pursuant to issue of equity shares on exercise of options	Not Applicable

Note:

Sl. No.	Particulars	Scheme 5
1.	Nature of Options	Time based options
2.	Category of employees to be considered	Employees of Support functions (Finance & Accounts, IT, Strategy, Operations, etc.)



3.	Vesting Schedule	1st Year – 25% 2nd Year – 25% 3rd Year – 50%
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Annexure - B

Disclosure pertaining to Appointment

S. No.	Particulars	Details
1.	Reason for Change viz. appointment, resignation, removal, death or otherwise	Appointment of M/s. Balaramakrishna & Associates, Practicing Company Secretaries, as the Secretarial Auditors of the Company, subject to approval of shareholders of the Company at the ensuing Annual General Meeting.
2.	Date of appointment and term of appointment	The Board of Directors of the Company at its meeting held today i.e., July 28, 2025, based on the recommendation of the Audit Committee, approved the appointment of M/s. Balaramakrishna & Associates, Practicing Company Secretaries, having Firm Registration No. S2021TL825900 as the Secretarial Auditors of the Company for a period of five (5) consecutive financial years commencing from FY 2025-26 to FY 2029-30.
3.	Brief Profile	<p>Balarama Krishna Desina, Practicing Company Secretary, a Fellow Member of the Institute of Company Secretaries of India, New Delhi, ICSI empanelled Peer Reviewer, Proprietor of Balaramakrishna & Associates, a fast growing practicing Company Secretary Firm situated in Hyderabad, Founder and Managing partner of BK Corporate Consultants LLP which is providing Consultancy services in various fields to all the Body Corporates across India, holding a Post Graduate degree in Business Administration and Human Resource Management from Andhra University and a Degree in Law from Andhra University, Visakhapatnam.</p> <p>Balarama Krishna Desina has a corporate experience of more than a period of 15 years as a Company Secretary in various diversified organizations with specific hands-on experience in Company Law, Secretarial & NBFC Compliances. Presently Balarama Krishna Desina is a Secretarial Auditor for various listed, unlisted public Companies.</p>
4.	Disclosure of Relationships between directors (in case of appointment of a director)	Not applicable.