



# KOVAL MEDICAL CENTER AND HOSPITAL LIMITED

NABH Accredited Hospital

Excellence in Healthcare

99, Avanashi Road, Coimbatore - 641 014. INDIA | Phone : (0422) 4323800, 4324000, 6803000  
Email : kmch@kmchhospitals.com | Web : www.kmchhospitals.com | CIN No : L85110TZ1985PLC001659



11.05.2026

Ref: KMCH/SEC/SE/2026-27/2672

To  
Corporate Relationship Department  
BSE Limited  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, P.J.Towers  
Dalal Street, Fort  
Mumbai - 400 001

Dear Sirs,

**Sub: Outcome of the Board Meeting - Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

**Ref: BSE Scrip Code 523323**

Pursuant to Regulation 30 of the Listing Regulations, the Board of Directors of the Company, at their meeting held on 11<sup>th</sup> May, 2026, has inter alia considered and approved the following:

1. In view of recent changes in the requirements and conditions for conducting Allied Health Sciences [AHS] courses under the National Commission for Allied and Healthcare Professions Act, 2021 and pursuant to the approval of the Audit Committee, the Board of Directors has granted their approval to transfer the permission in the name of the Company for conducting Allied Health Sciences (AHS) Courses together with assets, liabilities, students, employees, contracts and related operational elements as identified by the Board in respect of the said AHS Courses division on a slump sale basis, as a going concern and on an as is where is basis, to Dr NGP Research and Educational Trust, a public charitable trust in which Promoter / Promoter Group Directors are interested as Trustees and which is engaged in running educational institutions including medical and allied health science courses (the “proposed transaction”) for cash consideration, subject to requisite consents, permissions and approvals as may be required under applicable laws in this regard.

The disclosure required in accordance with Regulation 30 read with Schedule III of the Listing Regulations and the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026, in relation to the abovementioned matter, is enclosed as **Annexure A**.





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The Board meeting commenced at 05:00 PM and concluded at 05:45 PM.

This is for your information and record.

Thanking you,

Yours truly,

**For Kovai Medical Center and Hospital Limited**

**R. Ponmanikandan**  
**Company Secretary**  
**Membership No.A40886**



**Encl:** As above

**Annexure A****DISCLOSURE REQUIRED IN ACCORDANCE WITH REGULATION 30 READ WITH SCHEDULE III OF THE LISTING REGULATIONS AND THE SEBI MASTER CIRCULAR NO. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 DATED 30<sup>TH</sup> JANUARY, 2026**

	<b>Particulars</b>	<b>Disclosure</b>
a.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year	<p>The Company operates in two segments namely Healthcare Services and Education Services. The Company's permission for conducting Allied Health Sciences (AHS) courses, forming a part of its Education services segment, together with identified assets, liabilities, students, employees, contracts and related operational elements pertaining to the said AHS courses division is proposed to be transferred by way of slump sale as a going concern basis and on an as is where is basis to Dr NGP Research and Educational Trust, a public charitable trust ("proposed transaction").</p> <p>The turnover contributed by Allied Health Sciences [AHS] courses for the financial year ended on 31.03.2025 (last audited) is Rs. 396.37 lakhs, which represents 0.29% of the total turnover of the Company.</p> <p>The net worth contributed by Allied Health Sciences [AHS] courses for the financial year ended on 31.03.2025 (last audited) is Rs. -339.13 lakhs, which represents -0.31% of the total net worth of the Company.</p>
b.	Date on which the agreement for sale has been entered into	Business Transfer Agreement ('BTA') is proposed to be executed before 31.05.2026 or such other date as may be mutually agreed between the parties.
c.	The expected date of completion of sale/disposal	The proposed transaction shall be subject to requisite consents, approvals and other procedures and is expected to be completed within 30 <sup>th</sup> November, 2026.
d.	Consideration received from such sale/disposal	Cash consideration of Rs. 84.54 Lakhs





	<b>Particulars</b>	<b>Disclosure</b>
e.	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof	Dr NGP Research and Educational Trust, a public charitable trust engaged in running educational institutions including medical and allied health science courses. Dr. Nalla G Palaniswami (DIN: 00013536), Managing Director, Dr. Thavamani Devi Palaniswami (DIN: 00012135), Joint Managing Director, Dr. Arun N Palaniswami (DIN: 02706099), Executive Director, Dr. Purani P Palaniswami (DIN: 02707233), Director and Dr.Mohan S Gounder (DIN: 02479218), Director, being Promoter / Promoter Group, are interested as trustees of the said Trust.
f.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length	Yes, the proposed transaction falls within related party transactions. Further, the proposed transaction is on an arm's length basis supported by an independent valuation report.
g.	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	Yes, the proposed transaction is outside the Scheme of Arrangement. Further, the said transaction does not attract the threshold limits prescribed under Section 180(1)(a) of the Companies Act, 2013 read with Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and hence, the compliance with the said Regulation 37A does not arise.
h.	<b>Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale</b>	
(i).	Name of the entity(ies) forming part of the slump sale, details in brief such as, size, turnover etc	Dr.NGP Research and Educational Trust is a public charitable trust established in the year 1990. Presently, the Trust is running Educational Institutions in the field of Health Sciences, Arts & Science, Engineering & Technology, Teacher Education and a CBSE affiliated school.  The Company's net worth for FY 31.03.2025 (last audited) is Rs.1,08,532.05 lakhs and the turnover for FY 31.03.2025 (last audited) is Rs.1,37,111.30 lakhs.



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	Particulars	Disclosure
		The Trust's net worth for FY 31.03.2025 (last audited) is Rs.29,031.57 lakhs and total income for FY 31.03.2025 (last audited) is Rs.18,408.24 lakhs.
(ii).	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length	As mentioned in point (f) above.
(iii).	Area of business of the entity(ies)	<p>The Company is presently engaged, inter alia, in the business of healthcare services and education services and, as part of its education segment, the Company is conducting certain Allied Health Sciences (AHS) Courses.</p> <p>Dr NGP Research and Educational trust , is a public charitable trust engaged in running educational institutions, including institutions in the field of Health Sciences .</p>
(iv).	Rationale for slump sale	<p>The Company is presently engaged, inter alia, in the business of healthcare and education services and, as part of its education services segment, the Company is conducting certain Allied Health Sciences (AHS) Courses. The National Commission for Allied and Healthcare Professions Act, 2021 has introduced enhanced regulatory requirements for conducting Allied Health Sciences (AHS) courses, which requires additional investment in infrastructure and resources. In line with its strategic focus on core medical education programmes and medical care activities with higher resource efficiency and returns, the Company proposes to transfer its AHS Courses Division by way of slump sale on a going concern basis to Dr NGP Research and Educational trust. The Trust, being an established public charitable institution with experience in running educational institutions including medical and health sciences education, is well positioned to continue such courses. The proposed transaction is necessitated by regulatory changes and business strategy and is</p>





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	<b>Particulars</b>	<b>Disclosure</b>
		in the best interests of the Company and the students pursuing AHS courses.
(v).	In case of cash consideration – amount or otherwise share exchange ratio	As mentioned in point (d) above.
(vi).	Brief details of change in shareholding pattern (if any) of listed entity	There will be no change in shareholding pattern of the Company due to the proposed transaction.

