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PLEASE FILL IN BLOCK LETTERS

## COMMON BID CUM APPLICATION FORM



To,  
The Board of Directors  
GLOBAL HEALTH LIMITED

## GLOBAL HEALTH LIMITED - INITIAL PUBLIC OFFER - NR

Registered Office: Medanta – Mediclinic, E-18, Defence Colony, New Delhi, Delhi 110 024, India  
Corporate Office: Medanta – The Medicity, Sector – 38, Gurgaon, Haryana 122 001, India  
Contact Person: Rahul Ranjan, Company Secretary and Compliance Officer  
Tel: +91 124 483 4060; E-mail: compliance@medanta.org; Website: https://www.medanta.org  
Corporate Identity Number: U85110DL2004PLC128319

FOR NON-RESIDENTS INCLUDING ELIGIBLE NRIs  
APPLYING ON A REPATRIATION BASIS, FVCIs, FPIs,  
REGISTERED MULTILATERAL AND BILATERAL  
DEVELOPMENT FINANCIAL INSTITUTIONS ETC.  
APPLYING ON A REPATRIATION BASIS

100% BOOK BUILT OFFER  
ISIN:INE474Q01031  
LEI:335800TEDV7GWBKTVO07

Bid cum  
Application  
Form No.

MEMBER OF THE SYNDICATE'S STAMP & CODE	REGISTERED BROKER/SCSB/CDP/ RTA STAMP & CODE	1. NAME & CONTACT DETAILS OF SOLE / FIRST BIDDER Mr./Ms./M/s. _____ _____ _____ Address _____ _____ Email _____ Tel. No. (with STD code) / Mobile _____
SUB-BROKER'S / SUB-AGENT'S STAMP & CODE	SCSB BRANCH STAMP & CODE	
BANK BRANCH SERIAL NO.	SCSB SERIAL NO.	
2. PAN OF SOLE / FIRST BIDDER _____		

3. BIDDER'S DEPOSITORY ACCOUNT DETAILS	<input type="checkbox"/> NSDL <input type="checkbox"/> CDSL
_____	

For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

4. BID OPTIONS (ONLY RETAIL INDIVIDUAL BIDDERS CAN BID AT "CUT-OFF")															5. CATEGORY		6. INVESTOR STATUS			
Bid Options	No. of Equity Shares Bid (In Figures) (Bids must be in multiples of Bid Lot as advertised)								Price per Equity Share (₹) / "Cut-off" (Price in multiples of ₹ 1 only) (In Figures only)							"Cut-off" (Please tick)	<input type="checkbox"/> Retail Individual Bidder  <input type="checkbox"/> Non-Institutional Bidder  <input type="checkbox"/> QIB	<input type="checkbox"/> Non-Resident Indian(s) (Repatriation basis) - NRI  <input type="checkbox"/> Registered Bilateral and Multilateral Development Financial Institutions - RBM  <input type="checkbox"/> Foreign Venture Capital Investor - FVCI  <input type="checkbox"/> Foreign Portfolio Investor - FPI  <input type="checkbox"/> All entities other than QIBs, Bodies Corporate and Individuals - NOH  <input type="checkbox"/> Other - OTH		
									Bid Price			Retail Discount			Net Price					
	8	7	6	5	4	3	2	1	3	2	1	3	2	1	3				2	1
Option 1																				
(OR) Option 2																				
(OR) Option 3																				

7. PAYMENT DETAILS [IN CAPITAL LETTERS]															PAYMENT OPTION : FULL PAYMENT <input checked="" type="checkbox"/>				
Amount blocked (₹ in figures) _____ (₹ in words) _____																			
ASBA _____																			
Bank A/c No. _____																			
Bank Name & Branch _____																			
OR																			
UPI ID (Maximum 45 characters) _____																			

I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS COMMON BID CUM APPLICATION FORM, THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC ISSUES ("GID") AND HEREBY AGREE AND CONFIRM THE "BIDDER'S UNDERTAKING" AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM GIVEN OVERLEAF.

8A. SIGNATURE OF SOLE / FIRST BIDDER	8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)	MEMBER OF THE SYNDICATES / SUB-SYNDICATE MEMBER / REGISTERED BROKER / SCSB / CDP / RTA / AGENT STAMP (Acknowledging upload of Bid in Stock Exchange system)
Date : _____, 2022	I/We authorise the SCSB to do all acts as are necessary to make the application in the Offer.	
	1) _____	
	2) _____	
	3) _____	

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GLOBAL HEALTH LIMITED  
INITIAL PUBLIC OFFER - NR

Acknowledgement Slip for  
Member of the Syndicate / Sub-Syndicate  
Member / Registered Broker /  
SCSB / CDP / RTA / Agent

Bid cum  
Application  
Form No.

DP ID / CL ID	_____	PAN of Sole / First Bidder	_____
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Amount blocked (₹ in figures)	ASBA Bank A/c No./UPI ID	Stamp & Signature of SCSB Branch
Bank Name & Branch	_____	
Received from Mr./Ms./M/s. _____	_____	
Telephone / Mobile	Email	

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GLOBAL HEALTH LIMITED - INITIAL PUBLIC OFFER - NR	Option 1	Option 2	Option 3	Stamp & Signature of Member of the Syndicates / Sub-Syndicate Member / Registered Broker / SCSB / CDP / RTA / Agent	Name of Sole / First Bidder _____ _____ _____
	No. of Equity Shares				
	Bid Price (₹)				
	Amount Blocked (₹ in figures)				
ASBA Bank A/c No./UPI ID _____					Acknowledgement Slip for Bidder
Bank Name & Branch _____					
Important Note : Application made using third party UPI ID or ASBA Bank A/c are liable to be rejected.					Bid cum Application Form No.

GLOBAL HEALTH LIMITED

**IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS  
DATED OCTOBER 22, 2022 READ TOGETHER WITH THE ADDENDUM TO RED HERRING PROSPECTUS - NOTICE TO INVESTORS DATED  
OCTOBER 27, 2022 (THE "RHP"). YOU ARE ENCOURAGED TO READ GREATER DETAILS AVAILABLE IN THE RHP.**

**BIDDER'S UNDERTAKING AND CONFIRMATION FOR BID CUM APPLICATION FORM**

(IN CASE OF A JOINT BID, THE CONFIRMATIONS, AUTHORISATIONS, UNDERTAKINGS AND REPRESENTATIONS MADE BY THE FIRST BIDDER WILL BE DEEMED TO HAVE BEEN MADE ON BEHALF OF ALL JOINT BIDDERS, THE FIRST BIDDER SHALL BE LIABLE FOR ALL THE OBLIGATIONS ARISING OUT OF THE OFFER OF EQUITY SHARES.)

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction. On the basis of the RHP filed with the Registrar of Companies, Delhi and Haryana at Delhi, India (the "RoC") (if I am/we are in India) or the preliminary international wrap dated October 22, 2022, together with the RHP (the "Preliminary Offering Memorandum") (if I am/we are outside India), General Information Document for Investing in Public Offers ("GID") and having studied the attached details as per the Abridged Prospectus, I/we hereby apply for Allotment to me/us of the Equity Shares in the Offer upto my/ our Bids for maximum number of Equity Shares at or above the Offer Price, to be discovered through the Book Building Process. I/we hereby confirm that I am/we are eligible person(s) to invest in the Offer in accordance with applicable laws. The amount payable on Bidding has been blocked in the ASBA Account with the relevant SCSP or the bank account linked with the UPI ID (in case of UPI Bidders using UPI Mechanism) as mentioned in the Bid cum Application Form, as the case may be. I/we agree to accept the Equity Shares Bid for, or such lesser number as may be Allotted to me/us subject to the terms of the RHP (if I am/we are in India), Preliminary Offering Memorandum (if I am/we are outside India), Abridged Prospectus, the GID, the Bid cum Application Form and other applicable laws. I/we undertake that I/we will sign all such other documents and do all such acts, if any, necessary on my/our part to enable me/us to be registered as the holder(s) of the Equity Shares which may be Allotted and to register my/our address as given in the Depository records and to place my/our name on the register of members of the Company. I/we acknowledge that in case of QIB Bidders, only the SCSPs (for Bids other than the Bids by Asset Investors), and the BRLMs and their affiliated Syndicate Member (only in the Specified Locations) have the right to reject Bids (including on technical grounds) at the time of acceptance of Bid cum Application Form provided that the reasons for rejecting the same shall be provided to such Bidder in writing, whereas it has a right to reject it from Non-Institutional Bidders and Retail Individual Bidders based only on technical grounds and/or as specified in the Abridged Prospectus, GID and the RHP. I/we authorise the Company to make the necessary changes in this Bid cum Application Form and the RHP for filing of the Prospectus with the RoC without intimation to me/us and use this Bid cum Application Form as the application form for the purpose of the Offer. I/we confirm that I/we have read the RHP (if I am/we are in India) or the Preliminary Offering Memorandum (if I am/we are outside India). My/ our investment decision is solely based on the RHP or the Preliminary Offering Memorandum, as applicable and the Prospectus or the Final Offering Memorandum, as applicable. I/we confirm that I/we represent, warrant, acknowledge and agree with the Company and the BRLMs as follows: (A) I/we have received a copy of the RHP (if I am/we are in India) or the Preliminary Offering Memorandum (if I am/we are outside India) and have read it and will be provided access to the Prospectus (if I am/we are in India) or the Final Offering Memorandum (if I am/we are outside India). My/ our investment decision is based on the RHP or the Preliminary Offering Memorandum, as applicable and the Prospectus and the Final Offering Memorandum, as applicable; (B) I/we have read and agree to the representations, warranties, acknowledgements and agreements contained in the section entitled "Offer Procedure" and either (1) the sections "Terms of the Offer" and "Other Regulatory and Statutory Disclosures" on pages 453 and 436 of the RHP, if I am/we are in India; or (2) the sections "Transfer Restrictions" and "Distribution and Solicitation Restriction" of the Preliminary Offering Memorandum, if I am/we are outside India. I/we and any person I/we represent or the accounts on whose behalf I/we are purchasing the Equity Shares confirm that (A) I/we understand that the Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended ("U.S. Securities Act"), and unless so registered, may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws, and (B) I/we are not an affiliate of the Company or a person acting on behalf of such affiliate. The Equity Shares have not been and will not be registered, listed, or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction and hereby represent and warrant that my/our Bid is in compliance with the laws applicable to me/us and that the sale and delivery of any Equity Shares to me/us will be in compliance with all the applicable laws. I/we confirm that I/we and any person I/we represent or the accounts on whose behalf or benefit I/we are purchasing the Equity Shares (A) am/are either (1) located outside the United States within the meaning of Regulation S under the U.S. Securities Act and am/are purchasing the Equity Shares in an "offshore transaction" as defined in Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales are made, or are (2) located in the United States and are "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act); (B) agree to the terms and conditions in (1) this Application Form and (2) the RHP and the Prospectus, if I am/we are in India, or the Preliminary Offering Memorandum and the Final Offering Memorandum, if I am/we are outside India and (C) if I am/we are making an application to acquire any of the Equity Shares as fiduciary or agent for one or more investor accounts, I/we have sole investment discretion with respect to each such account and I/we have full power to make the foregoing representations, warranties, acknowledgements and agreements on behalf of each such account.

**FOR QIB BIDDERS:** We confirm that the Bid size/maximum Equity Shares applied for by us does not exceed the relevant regulatory approvals/limits. We are not prohibited from accessing capital markets under any order/ruling/judgment of any regulatory, judicial or any other authority, including Securities and Exchange Board of India ("SEBI") or under the provisions of any law, regulation or statute.

**Further:** (1) In accordance with ASBA process provided in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") and as disclosed in the RHP, I/we authorise (a) the members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centres) or the SCSPs (at Designated SCSPs Branches) or the RTAs (at Designated RTA Locations) or the CDPs (at Designated CDP Locations), as the case may be, to do all acts as are necessary to make the application in the Offer, including uploading our Bid, blocking, unblocking of funds in the bank account of the applicant maintained with the SCSP as specified in the Bid cum Application Form or in the bank account of the Applicant linked with the UPI ID provided in the Bid cum Application Form, as the case may be, transfer of funds to the Public Offer Account on receipt of instruction from Registrar to the Offer or the Sponsor Banks, as the case may be, after finalisation of Basis of Allotment; and (b) the Registrar to the Offer or Sponsor Banks, as the case may be, to issue instruction to the SCSPs to unblock the funds in the specified bank account upon finalisation of the Basis of Allotment. 2) In case the amount available in the specified bank account is insufficient as per the highest Bid option, the SCSP/Registrar to the Offer shall reject the application. 3) I/we hereby authorise the members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centres) or the SCSPs (at Designated SCSPs Branches) or CDPs (at Designated CDP locations) or the RTAs (at Designated RTA locations), as the case may be, to make relevant revisions as may be required to be done in the Bid, in the event of a revision of the Price Band.

I/we hereby provide our consent to the Stock Exchanges / Sponsor Banks / NPCI / Registrar to the Offer for collecting, storing and usage validating our PAN details from the bank account where my/ our amount is blocked by the relevant SCSPs.

I/we acknowledge that as per existing policy of the Government of India, OCBs cannot participate in the Offer. I am/We are not an OCB. For further details, see "Offer Procedure" and "Restrictions on Foreign Ownership of Indian Securities" beginning on page 463 and 483, respectively of the RHP.

**INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM**

- Name of sole/ First Bidder should be exactly the same as it appears in the Depository records. In case of joint Bids, only the name of the First Bidder (which should also be the first name in which the beneficiary account is held) should be provided in the Bid cum Application Form. The Bid means an "indication to make an offer" during the Bid/Offer period by a Bidder and not an "offer".
- The First Bidder, should mention his/ her PAN allotted under the Income Tax Act, 1961, DP ID, Client ID and UPI ID (as applicable). Except for Bids by or on behalf of the Central or State Government and the officials appointed by the courts and by investors who are exempt from the requirement of obtaining/ specifying their PAN for transacting in the securities market and by persons residing in the state of Sikkim, the Bidders, or in the case of Bid in joint names, the First Bidder (the first name under which the beneficiary account is held), should mention his/ her PAN allotted under the Income Tax Act, 1961. Any Bid cum Application Form without the PAN is liable to be rejected other than as specified above. Investors must ensure that their PAN is linked with Aadhaar and are in compliance with Central Board of Direct Taxes ("CBDT") notification dated February 13, 2020 and press release dated June 25, 2021.
- Based on the PAN, DP ID and Client ID provided by the Bidders, the Registrar to the Offer will obtain Demographic Details registered with Depository Participants to be used, among other things, for Allotment, technical rejections or unblocking ASBA Account. Hence, Bidders are advised to immediately update any change in their Demographic Details as appearing on the records of the Depository Participant to ensure accuracy of records. Please note that failure to do so could result in Allotment and delays in unblocking of ASBA Account at the Bidders' sole risk and neither the Members of the Syndicate nor the Registered Brokers nor the Registrar to the Offer nor RTAs/CDPs nor the SCSPs nor the Company nor the Investor Selling Shareholders shall have any responsibility and undertake any liability for the same.
- Bid Lot and Price Band:** The face value of Equity Shares is ₹ 2/- each. The Price Band and the minimum Bid Lot size has been decided by the Company and the Investor Selling Shareholder in consultation with the BRLMs. The Price Band and Minimum Bid Lot size will be advertised in all editions of Financial Express, an English national daily newspaper and all editions of Jansatta, a Hindi national daily newspaper (which are widely circulated English daily newspaper and Hindi daily newspaper, respectively, Hindi also being the regional language of Delhi, where our Registered Office is located), and advertised at least two (2) Working Days prior to the Bid/Offer Opening Date, with the relevant financial ratios calculated at the Floor Price and at the Cap Price and have been made available to the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") and together with BSE, the "Stock Exchanges") for the purpose of uploading on their websites in accordance with SEBI ICDR Regulations. In case of revision of the Price Band, the Bid/Offer Period will be extended for at least three (3) additional Working Days after revision of Price Band subject to the Bid/Offer Period not exceeding a total of ten (10) Working Days. In case of force majeure, banking strike or similar circumstances, our Company may, for reasons to be recorded in writing, extend the Bid/Offer Period for a minimum of three Working Days, subject to the Bid/Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/Offer Period, if applicable, will be widely disseminated by notification to the Stock Exchanges, by issuing a press release and also by indicating the changes on the websites of the BRLMs, and on the terminals of the Member of the Syndicate and by intimation to Designated Intermediaries and the Sponsor Banks as applicable.
- Maximum and Minimum Bid Size:** In case of Retail Individual Bidders, such number of Equity Shares in multiples of the minimum Bid Lot size that the Bid Amount does not exceed ₹ 200,000. Bids at the Cut-Off Price indicate their agreement to purchase the Equity Shares at the Offer Price, as determined at the completion of the Book Building Process. In case of Non-Institutional Bidders and QIB Bidders, the minimum Bid size shall be such number of Equity Shares in multiples of the minimum Bid Lot size that Bid Amount exceeds ₹ 200,000. The maximum Bid by any investor should not exceed the investment limits prescribed for them by applicable laws and mentioned in the RHP or Preliminary Offering Memorandum, as applicable.
- Please tick category as applicable to ensure proper upload of Bid in Stock Exchange system.
- Please tick investor status as applicable. Please ensure investor status is updated in your Depository records.
- Cheques/Demand Draft/Cash/stock invest/money orders/postal orders will not be accepted.** Eligible NRIs bidding on a non-repatriation basis by using the Resident Bid cum Application Form are required to authorise their SCSP to confirm or accept the UPI Mandate Request (in case of UPI Bidders Bidding through the UPI Mechanism), block their Non-Resident Ordinary (NRO) Accounts for the full Bid Amount, at the time of the submission of the Bid cum Application Form. All Bidders including the Eligible NRIs Bidding on a non-repatriation basis can obtain the Bid cum Application Form from the Registered and Corporate Office of the Company or from any of the Members of the Syndicate or CDPs or RTAs or Registered Brokers from the Bidding Centers. In accordance with applicable law and UPI Circulars, Bidders to please ensure that SCSP where the ASBA Account is maintained has notified at least one branch in the location where Bid cum Application Forms will be deposited by Designated Intermediaries.
- Please note that application made using third party UPI ID or third party ASBA Bank Account are liable to be rejected.
  - QIBs cannot use UPI Mechanism to apply. UPI Bidders applying up to Rs. 500,000 can apply through UPI mode as per NPCI vide circular reference no. NPCI/UI/OC No. 127/2021-22 dated December 09, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022.
  - UPI Bidders using UPI Mechanism:**
    - Please ensure that your Bank is offering UPI facility for public offers.
    - Please mention UPI ID clearly in CAPITAL LETTERS only.
    - Ensure that the: (a) bank where the bank account linked to their UPI ID is maintained; and (b) Bidders Bidding using the UPI Mechanism may apply through the SCSPs and mobile applications whose names appears on the website of the SEBI (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=40>) and (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=43>) respectively, as updated from time to time.
    - Eligible NRIs applying in the Offer through the UPI Mechanism, are advised to enquire with the relevant bank where their account is UPI linked prior to submitting their Bid cum Application Form.
    - UPI ID cannot exceed 45 characters.
    - Please ensure that you are using your UPI ID only and not the UPI ID of any third party.
    - Bidders Bidding using the UPI Mechanism shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her UPI PIN.
  - For further details, see "Offer Procedure" on page 463 of the RHP.

- Only the First Bidder is required to sign the Bid cum Application Form / Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Signature of ASBA Account holder is mandatory. If the First Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the account holder. Necessary revisions in the Bidders' undertaking and instructions will be required depending upon the jurisdiction in which the sale of shares is proposed.
- Other Instructions:** a. Bids must be made only in the prescribed Bid cum Application Form. b. Bids must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the Members of the Syndicate, Registered Broker, CDPs, RTAs, and/or SCSPs will not be liable for errors in data entry due to incomplete or illegible Bid cum Application Forms; and c. Ensure that all applicable documents in support of the Bid are attached with the Bid cum Application Form.
- The Bidders may note that in case the DP ID, Client ID and PAN mentioned in the Bid cum Application Form and entered into the electronic bidding systems of the Stock Exchanges do not match with the DP ID, Client ID and PAN available in the Depository database, the Bid cum Application Form is liable to be rejected. Investors must ensure that their PAN is linked with Aadhaar and are in compliance with CBDT notification dated February 13, 2020 and press release dated June 25, 2021. You may be sent the RHP and the Prospectus (if you are in India) or the Preliminary Offering Memorandum and the Final Offering Memorandum (if you are outside India) either in physical form or electronic form or both. You shall not distribute or forward this documents and these documents are subject to the disclaimers and restrictions contained in or accompanying them.
- The Equity Shares have not been and will not be registered under the U.S. Securities Act, and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares are only being offered and sold (i) within the United States to "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act) in private transactions exempt from the registration requirements of the U.S. Securities Act, and (ii) outside the United States in offshore transactions in reliance on Regulation S and the applicable laws of the jurisdiction where those offers and sales occur. There will be no public offering of the Equity Shares in the United States..
- This Common Bid cum Application Form is being offered to you on the basis that you (i) confirm that the representations, warranties, agreements and acknowledgement set out in "Other Regulatory and Statutory Disclosures" and "Offer Procedure" on pages 436 and 463 respectively of the RHP and (ii) agree to abide by (1) this Common Bid cum Application Form and (2) the RHP (if you are in India) or the Preliminary Offering Memorandum (if you are outside India) together with the terms and conditions contained therein.

**Note:** Terms used but not defined herein shall have the meaning assigned to such terms in the RHP. For detailed instructions for filling the various fields of this Bid cum Application Form, please refer to the GID, which is also available on the respective websites of the BRLMs and the Stock Exchanges.

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COMPANY CONTACT DETAILS		REGISTRAR TO THE OFFER CONTACT DETAILS
<b>GLOBAL HEALTH LIMITED</b> <b>Registered Office:</b> Medanta – Mediclinic, E-18, Defence Colony, New Delhi, Delhi 110 024, India; <b>Corporate Office:</b> Medanta – The Medicity, Sector – 38, Gurgaon, Haryana 122 001, India <b>Contact Person:</b> Rahul Ranjan, Company Secretary and Compliance Officer; <b>Tel:</b> +91 124 483 4060; E-mail: <a href="mailto:compliance@medanta.org">compliance@medanta.org</a> ; Website: <a href="https://www.medanta.org">https://www.medanta.org</a> <b>Corporate Identity Number:</b> U85110DL2004PLC128319		<b>KFin Technologies Limited</b> (formerly known as KFin Technologies Private Limited) Selenium, Tower B, Plot No – 31 and 32, Financial District Nanakramguda, Serilingampally, Hyderabad, Rangareddy 500 032 Telangana, India <b>Tel:</b> +91 40 6716 2222 <b>E-mail:</b> <a href="mailto:globalhealth.ipo@kfintech.com">globalhealth.ipo@kfintech.com</a> Investor grievance e-mail: <a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a> Website: <a href="http://www.kfintech.com">www.kfintech.com</a>

# IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS



(Please scan this  
QR Code to  
view the RHP)

This is an abridged prospectus containing salient features of the Red Herring Prospectus of Global Health Limited (the "Company") dated October 22, 2022 filed with the Registrar of Companies, Delhi and Haryana at Delhi read together with the Addendum to Red Herring Prospectus - Notice to Investors dated October 27, 2022 (the "RHP" or "Red Herring Prospectus"). You are encouraged to read greater details available in the RHP, which is available at <https://www.sebi.gov.in/sebiweb/home/HomeAction.do?doListing=yes&sid=3&ssid=15&smid=11>. Unless otherwise specified all capitalised terms used herein and not specifically defined bear the same meaning as ascribed to them in the RHP.

**THIS ABRIDGED PROSPECTUS CONSISTS OF FOUR PAGES OF BID CUM APPLICATION FORM ALONG WITH INSTRUCTIONS AND EIGHT PAGES OF ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.**



## GLOBAL HEALTH LIMITED

Corporate Identity Number: U85110DL2004PLC128319; Date of Incorporation: August 13, 2004

Registered office	Corporate office	Contact Person	Email and Telephone	Website
Medanta – Mediclinic, E-18, Defence Colony, New Delhi, Delhi 110 024, India	Medanta – The Medicity, Sector – 38, Gurgaon, Haryana 122 001, India	Rahul Ranjan, Company Secretary and Compliance Officer	Email: <a href="mailto:compliance@medanta.org">compliance@medanta.org</a> Telephone: +91 124 483 4060	<a href="https://www.medanta.org">https://www. medanta.org</a>

### OUR PROMOTER: DR. NARESH TREHAN

#### Details of Offer to Public

Type of Offer	Fresh Issue Size	Offer for Sale size	Total Offer Size	Offer under Regulation 6(1)/(6)(2)	Share Reservation among QIBs, NIBs & RIBs		
					QIBs	NIBs	RIBs
Fresh Issue and Offer for Sale	Up to [•] Equity Shares aggregating up to ₹5,000 million	Up to 50,761,000 Equity Shares aggregating up to ₹[•] million	Up to [•] Equity Shares aggregating up to ₹[•] million	The Offer is being made in terms of Regulation 6(1) of the SEBI ICDR Regulations. For details of share reservation among QIBs, NIBs, RIBs, see "Offer Structure" on page 459 of the RHP.	not more than 50% of the Offer	not less than 15% of the Offer	not less than 35% of the Offer

The Equity Shares are proposed to be listed on National Stock Exchange of India Limited (Designated Stock Exchange) and BSE Limited.

#### Details of Offer for Sale by the Selling Shareholders:

Name of the Selling Shareholder	Type	Number of Shares Offered	Weighted Average Cost of Acquisition Per Equity Share (In ₹)^
Anant Investments	Investor Selling Shareholder	Up to 50,661,000 Equity Shares aggregating up to ₹[•] million	145.60
Sumil Sachdeva (jointly held with Suman Sachdeva)	Individual Selling Shareholders	Up to 100,000 Equity Shares aggregating up to ₹[•] million	2.02

^ Calculated on a fully diluted basis.

### PRICE BAND, MINIMUM BID LOT & INDICATIVE TIMELINES

Price Band^	₹ 319 per Equity Share to ₹ 336 per Equity Share of face value of ₹ 2 each.
Minimum Bid Lot Size	44 Equity Shares
Bid/Offer Opens On	Thursday, November 3, 2022 <sup>§</sup>
Bid/ Offer Closes On	Monday, November 7, 2022 <sup>#</sup>
Finalization of Basis of Allotment with the Designated Stock Exchange	On or about Friday, November 11, 2022
Initiation of refunds (if any, for Anchor Investors)/unblocking of funds from ASBA*	On or about Monday, November 14, 2022
Credit of Equity Shares to dematerialized accounts of Allottees	On or about Tuesday, November 15, 2022
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about Wednesday, November 16, 2022

\*For details of the Price Band and the basis for Offer Price, please refer to the price band advertisement and the section titled "Basis for Offer Price" on page 160 of the RHP. <sup>§</sup> Our Company, in consultation with the BRLMs, shall consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/ Offer Period shall be one Working Day prior to the Bid/ Offer Opening Date i.e. Wednesday, November 2, 2022. <sup>#</sup>The UPI mandate end time and date shall be at 5:00 p.m. on Monday, November 7, 2022. <sup>\*</sup> In case of any delays, the Bidder shall be compensated in the manner specified in the SEBI circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 and SEBI circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021, as amended pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 and SEBI circular no. SEBI/HO/MRSD/MIRSD RTAMB/P/ CIR/2022/76 dated May 30, 2022 which for the avoidance of doubt, shall be deemed to be incorporated in the deemed agreement of the Company with the SCSBs, to the extent applicable. For more details, see "Terms of the Offer - Bid/Offer Programme" on page 455 of the RHP. The Equity Shares have not been and will not be registered under the U.S. Securities Act, and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares are only being offered and sold (i) within the United States to "qualified institutional buyers" (as defined in Rule 144A and referred to in the RHP as "U.S. QIBs") in private transactions exempt from the registration requirements of the U.S. Securities Act, and (ii) outside the United States in offshore transactions in reliance on Regulation S and the applicable laws of the jurisdiction where those offers and sales occur. For the avoidance of doubt, the term "U.S. QIBs" does not refer to a category of institutional investors defined under applicable Indian regulations and referred to in the RHP as "QIBs". The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

#### DETAILS OF WEIGHTED AVERAGE COST OF ACQUISITION FOR ALL EQUITY SHARES TRANSACTED

Pursuant to the completion of the transfer of Equity Shares by Anant Investments (i.e., Investor Selling Shareholder) pursuant to the SPAs (defined below), the weighted average price for all Equity Shares acquired in three years, 18 months and one year is set out below:

Period	Weighted average cost of acquisition <sup>#</sup> (in ₹)	Cap Price ₹336 is 'X' times the Weighted Average Cost of Acquisition <sup>#</sup>	Range of acquisition price: Lowest Price – Highest Price <sup>#</sup> (in ₹)*
Last three years	302.55**	1.11	115 - 336**
Last 18 months	302.55**	1.11	115 - 336**
Last one year	334.22**	1.01	329.10- 336**

#Excludes details in relation to Equity Shares acquired by shareholders pursuant to exercise of employee stock options held by them under the ESOP Schemes of the Company. \*On October 25, 2022, Anant Investments (i.e.,



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Investor Selling Shareholder) has, pursuant to share purchase agreements each dated October 20, 2022 ("SPAs"), transferred an aggregate of 14,339,005 Equity Shares, representing 5.66% of the pre-Offer Equity Share capital of our Company (on a fully diluted basis) ("Sale Shares"), comprising: (i) 4,779,669 Equity Shares to RJ Corp Limited, (ii) 1,045,552 Equity Shares to SBI Healthcare Opportunities Fund and 3,734,116 Equity Shares to SBI Small Cap Fund and (iii) 4,779,668 Equity Shares to Novo Holdings A/S, at a price of ₹ 336 per Equity Share. "While determining the 'Highest Price' of acquisition and the weighted average cost of acquisition, we have not considered the following allotment: On December 18, 2013, 466,954 CCPS were allotted to Anant Investments (i.e., the Investor Selling Shareholder) for an aggregate consideration of ₹ 324,999,984 (i.e., ₹ 696 per CCPS). On January 4, 2022, the aforementioned 466,954 CCPS held by Anant Investments (i.e., the Investor Selling Shareholder) were converted into an aggregate of five Equity Shares in accordance with the terms of the 2013 SHA, read with the agreement dated January 4, 2022, among our Company, Anant Investments (i.e., Investor Selling Shareholder) and our Promoter. No additional consideration was paid at the time of such conversion. As certified by R N Marwah & Co LLP, Chartered Accountants, by their certificate dated October 22, 2022.

### RISKS IN RELATION TO THE FIRST OFFER

This being the first public issue of Equity Shares of our Company, there has been no formal market for the Equity Shares. The face value of the Equity Shares is ₹2 each. The Floor Price, the Cap Price and Offer Price as determined by our Company and the Investor Selling Shareholder, in consultation with the BRLMs, in accordance with the SEBI ICDR Regulations, and as stated in "Basis for Offer Price" on page 160 of the RHP, should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

### GENERAL RISK

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Offer unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares in the Offer have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does the SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" on page 41 of the RHP and on page 8 of this Abridged Prospectus.

### PROCEDURE

You may obtain a physical copy of the Bid-cum-Application Form and the RHP from the Stock Exchanges, Syndicate Member, Registrar to the Offer, Registrar and Share Transfer Agents ("RTAs"), Collecting Depository Participants ("CDPs"), Registered Brokers, Banker to the Offer, Investors' Associations or Self Certified Syndicate Banks ("SCSBs"). If you wish to know about processes and procedures applicable to the Offer, you may request for a copy of the RHP and/or the General Information Document (GID) from the BRLMs or download it from the website of SEBI [www.sebi.com](http://www.sebi.com), the websites of NSE and BSE at the websites of NSE and BSE at [www.nseindia.com](http://www.nseindia.com) and [www.bseindia.com](http://www.bseindia.com), respectively, and the website of the BRLMs at [www.investmentbank.kotak.com](http://www.investmentbank.kotak.com), <https://www.credit-suisse.com/in/en/investment-banking-apac/investment-banking-in-india/ipo.html>, [www.jefferies.com](http://www.jefferies.com), [www.jmfl.com](http://www.jmfl.com)

### PRICE INFORMATION OF BRLMs

Sr. No.	Issuer name	Name of the merchant banker	+/- % change in closing price, +/- % change in closing benchmark -		
			30th calendar day from listing	90th calendar day from listing	180th calendar day from listing
1	Electronics Mart India Limited	JM Financial	NA	NA	NA
2	Harsha Engineers International Limited	JM Financial	NA	NA	NA
3	Aether Industries Limited	Kotak	+21.00%, [-5.13%]	+34.54%, [+6.76%]	NA
4	Paradeep Phosphates Limited	JM Financial	-10.24%, [-3.93%]	+27.50%, [+7.65%]	NA
5	Delhivery Limited	Kotak	+3.49%, [-4.41%]	+17.00%, [+10.13%]	NA
6	Life Insurance Corporation Of India	Kotak, JM Financial	-27.24%, [-3.27%]	-28.12%, [+9.47%]	NA
7	Rainbow Children's Medicare Limited	Kotak	-13.84%, [+0.72%]	-12.80%, [+7.13%]	NA
8	Campus Activewear Limited	Kotak, JM Financial	+11.92%, [+0.70%]	+41.71%, [+6.72%]	NA
9	Vedant Fashions Limited	Kotak	+3.99%, [-0.20%]	+14.53%, [-8.54%]	+37.67%, [+2.17%]
10	Adani Wilmar Limited	Kotak	+48.00%, [-5.34%]	+180.96%, [-4.95%]	+193.26%, [+0.76%]
11	AGS Transact Technologies Limited	JM Financial	-42.97%, [-3.05%]	-28.63%, [-1.64%]	-52.69%, [-0.77%]
12	Home First Finance Company India Limited	Credit Suisse	+4.98%, [+1.97%]	-5.64%, [-1.05%]	+15.86%, [+6.58%]
13	Sona BLW Precision Forgings Limited	Credit Suisse, JM Financial	+45.17%, [+0.53%]	+93.40%, [+11.97%]	+140.26%, [+5.93%]
14	Krishna Institute of Medical Sciences Limited	Credit Suisse	+47.90%, [-0.30%]	+48.24%, [+13.87%]	+61.83%, [+7.95%]
15	Zomato Limited	Credit Suisse	+83.22%, [+4.44%]	+81.97%, [+15.64%]	+75.07%, [+14.68%]
16	Chemplast Sanmar Limited	Credit Suisse	+2.06%, [+5.55%]	+12.68%, [+6.86%]	-3.30%, [-1.54%]
17	Star Health & Allied Insurance Company Limited	Credit Suisse	-14.78%, [+1.72%]	-29.79%, [-6.66%]	NA
		Jefferies			-22.21%, [-6.25%]
18	CMS Info Systems Limited	JM Financial, Jefferies	+21.99%, [-1.81%]	+25.35%, [+0.74%]	+3.75%, [-8.71%]
19	MedPlus Health Services Limited	Credit Suisse	+53.22%, [+3.00%]	+23.06%, [+1.18%]	NA
20	PB Fintech Limited	Jefferies	+14.86%, [-4.33%]	-20.52%, [-4.06%]	-34.16%, [-12.85%]
21	Nazara Technologies Limited	Jefferies	+62.57%, [+0.13%]	+38.22%, [+6.84%]	+94.60%, [+20.26%]

Source: [www.nseindia.com](http://www.nseindia.com) and [www.bseindia.com](http://www.bseindia.com) Notes : 1. Disclosures subject to recent 7 issues (initial public offerings) in current financial year and two preceding financial years managed by each BRLM with common issues disclosed once. 2. 30th, 90th, 180th calendar days from listed day have been taken as listing day plus 29, 89 and 179 calendar days and in the event any day falls on a holiday, the price/index of the immediately preceding working day has been considered. 3. Designated stock exchange as disclosed by the respective issuer at the time of the issue has been considered for disclosing the price information. 4. Price on NSE or BSE is considered for all of the above calculations as per the Designated Stock Exchange disclosed by the respective issuer at the time of the issue, as applicable. 5. NA is Not applicable – where the relevant period has not been completed. For further details, please refer to price information of past issues handled by BRLMs starting on page 446 of the RHP respectively.

### BOOK RUNNING LEAD MANAGER

<b>Kotak Mahindra Capital Company Limited</b> Tel: +91 22 4336 0000 E-mail: <a href="mailto:globalhealth.ipo@kotak.com">globalhealth.ipo@kotak.com</a> Investor grievance e-mail: <a href="mailto:kmccredressal@kotak.com">kmccredressal@kotak.com</a>	<b>Credit Suisse Securities (India) Private Limited</b> Tel: +91 22 6777 3885 E-mail: <a href="mailto:list.medantaipo2021@credit-suisse.com">list.medantaipo2021@credit-suisse.com</a> Investor grievance e-mail: <a href="mailto:list.iccellmer-bnkg@credit-suisse.com">list.iccellmer-bnkg@credit-suisse.com</a>	<b>Jefferies India Private Limited</b> Tel: +91 22 4356 6000 E-mail: <a href="mailto:medanta.ipo@jefferies.com">medanta.ipo@jefferies.com</a> Investor grievance e-mail: <a href="mailto:jipl.grievance@jefferies.com">jipl.grievance@jefferies.com</a>	<b>JM Financial Limited</b> Tel: +91 22 6630 3030 E-mail: <a href="mailto:ghl.ipo@jmfl.com">ghl.ipo@jmfl.com</a> Investor grievance e-mail: <a href="mailto:grievance.ibd@jmfl.com">grievance.ibd@jmfl.com</a>
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# IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

Name of Syndicate Member	Kotak Securities Limited, Tel: +91 22 6218 5470, E-mail: umesh.gupta@kotak.com JM Financial Services Limited, Tel: +91 22 6136 3400, E-mail: tn.kumar@jmfl.com/ sona.verghese@jmfl.com
Name of Registrar to the Offer	KFin Technologies Limited (formerly known as KFin Technologies Private Limited) Tel: +91 40 6716 2222, E-mail: globalhealth.ipo@kfintech.com, Investor grievance e-mail: einward.ris@kfintech.com
Name of Statutory Auditor	Walker Chandiok & Co LLP, Chartered Accountants
Name of Credit Rating Agency and the rating or grading obtained, if any	Not Applicable
Name of Debenture Trustee	Not Applicable
Self Certified Syndicate Banks	The banks registered with SEBI, which offer the facility of ASBA services, (i) in relation to ASBA, where the Bid Amount will be blocked by authorizing an SCSB, a list of which is available on the website of SEBI at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmld=34">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmld=34</a> or <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmld=35">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmld=35</a> , and updated from time to time and at such other websites as may be prescribed by SEBI from time to time, (ii) in relation to Bidders using the UPI Mechanism, a list of which is available on the website of SEBI at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmld=40">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmld=40</a> or such other website as may be prescribed by SEBI and updated from time to time. Applications through UPI in the Offer can be made only through the SCSBs mobile applications (apps) whose name appears on the SEBI website. A list of SCSBs and mobile applications, which, are live for applying in public issues using UPI mechanism is provided as Annexure 'A' to the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019. The list is available on the website of SEBI at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmld=43">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmld=43</a> and updated from time to time and at such other websites as may be prescribed by SEBI from time to time.
Non Syndicate Registered Brokers	Bidders can submit ASBA Forms in the Offer using the stock broker network of the stock exchange, i.e. through the Registered Brokers at the Broker Centres. The list of the Registered Brokers, including details such as postal address, telephone number and e-mail address, is provided on the websites of the Stock Exchanges at is provided on the websites of the BSE and the NSE at <a href="http://www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx?">http://www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx?</a> and <a href="https://www.nseindia.com/products/content/equities/ipo/ipo_mem_terminal.htm">https://www.nseindia.com/products/content/equities/ipo/ipo_mem_terminal.htm</a> , as updated from time to time. For further details, see "Offer Procedure" at page 463 of the RHP.
Registered Brokers	The list of the Registered Brokers eligible to accept ASBA forms, including details such as postal address, telephone number and e-mail address, is provided on the websites of the BSE and the NSE at <a href="http://www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx?">http://www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx?</a> and <a href="https://www1.nseindia.com/products/content/equities/ipo/ipo_mem_terminal.htm">https://www1.nseindia.com/products/content/equities/ipo/ipo_mem_terminal.htm</a> , respectively, as updated from time to time.
Details regarding website address(es)/ link(s) from which the investor can obtain a list of RTAs, CDPs and stock brokers who can accept applications from investors, as applicable	The list of the RTAs eligible to accept ASBA Forms from Bidders (other than RIBs) at the Designated RTA Locations, including details such as address, telephone number and e-mail address, is provided on the websites of Stock Exchanges at <a href="http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?">http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?</a> and <a href="http://www.nseindia.com/products/content/equities/ipo/asba_procedures.htm">http://www.nseindia.com/products/content/equities/ipo/asba_procedures.htm</a> , respectively, as updated from time to time. The list of the CDPs eligible to accept ASBA Forms from Bidders (other than RIBs) at the Designated CDP Locations, including details such as name and contact details, is provided on the websites of BSE at <a href="http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?">http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?</a> and on the website of NSE at <a href="http://www.nseindia.com/products/content/equities/ipo/asba_procedures.htm">http://www.nseindia.com/products/content/equities/ipo/asba_procedures.htm</a> , as updated from time to time. For further details, see "Offer Procedure" on page 463 of the RHP.

## PROMOTER OF OUR COMPANY

Name	Individual / Corporate	Experience & Educational Qualification
Dr. Naresh Trehan	Individual	Dr. Naresh Trehan is our Promoter and Chairman and Managing Director. For a complete profile of Dr. Naresh Trehan, i.e., his date of birth, age, residential address, educational qualifications, professional experience, positions/posts held in the past and other directorships and special achievements, see "Our Management" on page 272 of the RHP.

## OUR BUSINESS OVERVIEW AND STRATEGY

**Company Overview:** We are one of the largest private multi-speciality tertiary care providers operating in the North and East regions of India in terms of bed capacity and operating revenues amongst the players that operate in the North and East regions of India, as of and for the financial year ended March 31, 2022, with key specialities of cardiology and cardiac science, neurosciences, oncology, digestive and hepatobiliary sciences, orthopaedics, liver transplant, and kidney and urology, according to the CRISIL Report. Founded by Dr. Naresh Trehan, a world-renowned cardiovascular and cardiothoracic surgeon, and under the "Medanta" brand, we have a network of five hospitals currently in operation (Gurugram, Indore, Ranchi, Lucknow and Patna), and one hospital (Noida), which is under construction.

**Product/Service Offering:** We operate and provide a broad range of speciality services, divided into the following key areas of focus in specialities: The Heart Institute; The Institute of Neurosciences; The Cancer Institute; The Institute of Digestive and Hepatobiliary Sciences; Kidney and Urology Institute; Institute of Musculoskeletal Disorders and Orthopaedics; Institute of Liver Transplantation and Regenerative Medicine and Medanta's Internal Medicine Division. For further details, please see "Our Business – Description of Our Specialty Divisions" on page 234 of the RHP.

**Revenue segmentation by product/service offering:**

Income from Healthcare Services Breakdown by Speciality Type <sup>(1)</sup>					
	Fiscal 2020	Fiscal 2021	Fiscal 2022 <sup>(3)</sup>	Three months ended June 30, 2021	Three months ended June 30, 2022 <sup>(3)</sup>
Heart Institute	26.22%	20.65%	20.93%	14.44%	24.32%
Institute of Neurosciences	10.41%	10.49%	11.16%	9.10%	11.81%
Institute of Musculoskeletal Disorders and Orthopaedics	6.30%	3.68%	4.48%	2.50%	5.83%
Kidney & Urology Institute	8.24%	7.95%	7.22%	5.59%	7.55%
Cancer Institute <sup>(2)</sup>	11.60%	12.26%	10.82%	9.68%	11.91%
Institute of Digestive and Hepatobiliary Sciences	11.84%	11.71%	10.19%	7.56%	11.66%
Institute of Liver Transplantation and Regenerative Medicine	4.35%	3.98%	3.56%	3.38%	3.69%
Medanta's Internal Medicine Division	5.59%	10.91%	11.26%	24.45%	5.88%
Others	15.45%	18.37%	20.37%	23.31%	17.36%
<b>Total</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>

Note: (1) Excludes pharmacy revenue and other income. Income from healthcare services breakdowns are provided as per internal MIS at the Company's consolidated level. (2) Cancer includes medical oncology, radiation oncology, head & neck surgery, bone marrow transplant and breast surgery. (3) The information for Fiscal 2022 and the three months ended June 30, 2022 includes financial and operational data of our hospital in Patna (which is operated by GHPL and which commenced IPD operations during Fiscal 2022).

**Geographies Served:** India

**Certain Key Financial and Operational Information:**

	Fiscal 2020	Fiscal 2021	Fiscal 2022	Three months ended June 30, 2021	Three months ended June 30, 2022 <sup>(7)</sup>
Facility build-up area (in million sq. ft.)	3.70	3.70	4.70	4.70	4.70
Bed capacity/installed beds <sup>(1)</sup>	2,141	2,176	2,404	2,176	2,467
Operational beds <sup>(2)</sup>	1,517	1,579	1,779	1,692	1,866
Total occupied bed <sup>(3)</sup>	832	814	1,076	1,059	1,111
Average occupancy levels <sup>(4)</sup>	54.85%	51.57%	60.50%	62.58%	59.57%
Number of operating theatres	65	65	69	65	69
Number of ICU beds	489	494	504	478	523
Income from healthcare services (in ₹ millions)	14,805.71	14,178.41	21,003.95	4,732.10	5,960.89
Average revenue per occupied bed (ARPOB) <sup>(5)</sup> (in ₹)	50,166.34	47,730.59	54,547.29	49,123.97	58,960.99
Average length of stays in hospitals (ALOS) <sup>(6)</sup>	3.52	3.89	3.76	4.65	3.22
OPD volumes	1,305,559	1,101,780	1,971,260	420,034	559,125
IPD volumes	83,901	76,450	102,359	20,732	31,351
Revenue from outpatient pharmacy business (in ₹ millions)	-	114.83	536.30	98.48	186.03
EBITDA (in ₹ millions)	2,304.54	2,228.52	4,897.57	1,057.69	1,416.46

Note: <sup>(1)</sup> Total beds available in the hospital (including census (bed available for mid-night occupancy) and non-census beds (all other bed available other than census beds, i.e., day-care beds). <sup>(2)</sup> Operational beds are calculated based on quarterly averages for a fiscal year. Further, in case of a new unit, the average for a quarter is considered as same as the number of operational beds implemented during the quarter. <sup>(3)</sup> Total count of patients at midnight at each day. <sup>(4)</sup> Total occupied beds divided by total operational beds (excluding day care bed, emergency beds, dialysis beds, pre-post-catheterisation and observation room). <sup>(5)</sup> Income from Health Care Services revenue divided by occupied bed days. <sup>(6)</sup> Average number of days spent by admitted inpatients. <sup>(7)</sup> The information for Fiscal 2022 and the three months ended June 30, 2022 includes financial and operational data of our hospital in Patna (which is operated by GHPL and which commenced IPD operations during Fiscal 2022). <sup>(8)</sup> EBITDA represents Profit before tax after adding back finance costs and depreciation and amortization of the relevant year/period as per Restated Financial information.

**Industries Served:** Healthcare services. For further details, please see “Industry Overview” beginning on page 170 of the RHP.

**Intellectual Property:** We have 15 registered trademarks and seven applications for registration of trademark names and devices/logo under the Trademarks Act under various classes in relation to our “Medanta” logo and other marks/ logo. We also have two applications for registration of patents under the Patent Act, 1970. For further details, please see “Our Business – Intellectual Property” on page 244 of the RHP.

**Market Share:** Global Health Ltd is one of the largest private multi-speciality tertiary care providers operating in the North and East regions of India in terms of bed capacity (2,141, 2,176 and 2,404 beds in fiscals 2020, 2021 and 2022, respectively) and operating revenues (₹15,232 million, ₹14,566 million and ₹21,772 million fiscals 2020, 2021 and 2022, respectively) amongst the players that operate in the North and East regions of India, as of and for the financial year ended March 31, 2022. (Source: CRISIL Report) For further details, please see “Industry Overview - Competitive mapping of key players operating in the Indian healthcare delivery market” beginning on page 211 of the RHP.

**Manufacturing Plant, if any:** Not Applicable

**Employee Strength:** As at June 30, 2022, we managed 8,452 full-time employees and retainer-based staff. For further details, please see “Our Business – Human Resources” on page 242 of the RHP.

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## BOARD OF DIRECTORS

Sr. No.	Name	Designation	Experience & Educational Qualification	Directorships in other companies
1	Dr. Naresh Trehan	Chairman and Managing Director	Dr. Naresh Trehan holds a bachelor's degree in medicine and surgery from the Faculty of Medicine, University of Lucknow and has been awarded a certificate in specialty of thoracic and cardiac surgery by the American Board of Thoracic Surgery. He has served in the training programme and as the 'Fellow in Thoracic Surgery' at the New York University Medical Center at Bellevue Hospital, University Hospital and Mahattan V.A. Hospital, New York, USA. He is also an elected fellow of the American Society of Angiology and the Indian Association of Cardiovascular-thoracic Surgeons. He has been admitted to honorary fellowship of the Royal Australasian College of Surgeons in 2000.	<i>Indian Companies:</i> • Devyani International Limited • Global Health Patliputra Private Limited • GHL Pharma & Diagnostic Private Limited • Medanta Holdings Private Limited • Naresh Trehan Holdings Private Limited • Sharak Healthcare Private Limited* • Shrumps Real Estates Limited • Raksha Health Insurance TPA Private Limited • Varun Beverages Limited • Wah India Private Limited *Under voluntary liquidation
2	Sunil Sachdeva	Non-Executive Director	Sunil Sachdeva holds a bachelor's degree in science (non-medical) from Government College for Girls (previously known as Government College, Gurugram), Maharshi Dayanand University, Rohtak. He has experience in healthcare, infrastructure and finance. He currently serves as the managing director of Ramsons Projects Limited.	<i>Indian Companies:</i> • Doctor On Call Private Limited • Global Health Patliputra Private Limited • Medanta Holdings Private Limited • Pushti Wellness Private Limited • Ramsons Projects Limited • S A S Heights Private Limited • S.A.S. Infotech Private Limited • SAS Kreditcare Private Limited • S A S Tech Studio Private Limited • Sumel Buildtech Private Limited • Sumel Developers Private Limited • Sumel Projects Private Limited • Sumel Promoters Private Limited • S V Creditline Limited



Sr. No.	Name	Designation	Experience & Educational Qualification	Directorships in other companies
3	Ravi Kant Jaipuria	Non-Executive Nominee Director (nominee of RJ Corp)	Ravi Kant Jaipuria has completed his higher secondary education from Delhi Public School Mathura Road, New Delhi, India. He has over 31 years of experience in conceptualizing, executing, developing and expanding food, beverages and dairy business in South Asia and Africa. He currently serves as the promoter, non-executive director and chairman at Varun Beverages Limited.	<i>Indian Companies:</i> • Alisha Torrent Closures (India) Private Limited • Devyani Food Industries Limited • Devyani International Limited • Medanta Holdings Private Limited • RJ Corp Limited • Varun Beverages Limited <i>Foreign Companies:</i> • Arctic Overseas Pte. Limited • Cryoviva International Pte. Ltd. • Cryoviva Malaysia SD. BHD. • Cryoviva Singapore Pte. Ltd. • Cryoviva (Thailand) Ltd. • Devyani International (Nigeria) Ltd. • Devyani International (UK) Private Limited • Ole Springs Bottlers Private Ltd. • RDJ Trading DMCC • Reviva Cell Technologies Pte. Ltd. • R V Enterprizes Pte. Ltd. • Varun Beverages International DMCC • Varun Beverages Lanka (Pvt.) Ltd. • Varun Beverages Morocco SA • Wellness Holdings Limited
4	Venkatesh Ratnasami	Non-Executive Nominee Director (nominee of Duneam)	Venkatesh Ratnasami holds a master's degree in management studies from Birla Institute of Technology and Science, Pilani, Rajasthan. He currently serves as the chief executive officer of Sheares India Healthcare Management Private Limited and in the past, has worked at Cipla Limited, Sundram Information Systems, Kotak Mahindra Capital Company, Ernst & Young Private Limited and Temasek Holdings Advisors India Private Limited.	<i>Indian Companies :</i> • Intas Pharmaceuticals Limited • Medica Synergie Private Limited • Sheares India Healthcare Management Limited
5	Praveen Mahajan	Non-Executive Independent Director	Praveen Mahajan holds a bachelor's degree in English and masters' degrees in English and History from the Punjab University, Chandigarh, India. She has over 44 years of experience in the fields of public administration, tax policy and tax administration. She currently serves as a designated partner at PSJ Advisory LLP and in the past, she served as a member and chairperson (in 2012) of the Central Board of Excise & Customs. She also held the position of an administrative member at the Central Administrative Tribunal, Jodhpur Bench, Jodhpur until 2019	<i>Indian Companies :</i> • Global Health Patliputra Private Limited • Medanta Holdings Private Limited • Meradoc Healthtech Private Limited
6	Vikram Singh Mehta	Non-Executive Independent Director	Vikram Singh Mehta holds a bachelor's degree in arts from the University of Oxford, United Kingdom. He currently serves as chairman and distinguished fellow at Centre for Social and Economic Progress and independent director on the boards of various companies including Colgate-Palmolive (India) Limited and Apollo Tyres Limited	<i>Indian Companies:</i> • Apollo Tyres Limited • Colgate-Palmolive (India) Limited • InterGlobe Aviation Limited • Jubilant FoodWorks Limited • Larsen & Toubro Limited • Mahindra & Mahindra Limited • Organogami Consultants Private Limited <i>Companies incorporated under Section 8 of the Companies Act:</i> • CSEP Research Foundation • Reliance Foundation Institution of Education and Research
7	Hari Shanker Bhartia	Non-Executive Independent Director	Hari Shanker Bhartia holds a bachelor's degree in technology in chemical engineering from the Indian Institute of Technology, Delhi. He has over 38 years of experience in the pharmaceuticals, life science and food service industries. He currently serves as co-chairman and managing director at Jubilant Pharmova Limited.	<i>Indian Companies:</i> • HKB Trustee Company Private Limited • HS Trustee Company Private Limited • HSB Trustee Company Private Limited • Jaytee Private Limited • Jubilant Enpro Private Limited • Jubilant FoodWorks Limited • Jubilant Ingrevia Limited • Jubilant Pharmova Limited (formerly known as Jubilant Life Sciences Limited) • Jubilant Securities Private Limited • KHB Trustee Company Private Limited • Shriram Pistons and Rings Limited <i>Companies incorporated under Section 8 of the Companies Act:</i> • CSEP Research Foundation • Jubilant Bhartia Foundation <i>Foreign Companies:</i> • DP Eurasia N.V. • Jubilant Therapeutics Inc., USA
8	Rajan Bharti Mittal	Non-Executive Independent Director	Rajan Bharti Mittal holds a bachelor's degree in arts from Panjab University, Chandigarh, India and has completed 'Owner/President Management Program from Harvard Business School, USA. He currently serves as Vice Chairman at Bharti Enterprises Limited. He is currently a member of the Board of Trustees of the Brookings Institution, the President's Council on International Activities, Yale University, USA, the Indo-France CEO Forum and the India-Singapore CEO Forum. He was also appointed as Honorary Member of Comitato Leonardo Italian Quality Committee. In the past he has served as the president of International Chamber of Commerce, India in 2012-13 and president of Federation of Indian Chambers of Commerce and Industry in 2009-10.	<i>Indian Companies:</i> • Bharti Enterprises (Holding) Private Limited • Bharti Overseas Private Limited • Bharti (RBM) Holdings Private Limited • Bharti (RBM) Resources Private Limited • Bharti (RBM) Services Private Limited • Bharti (RBM) Trustees Private Limited • Bharti RBM Trustees II Private Limited • Bharti RBM Trustees S1 Private Limited • Bharti RBM Trustees S2 Private Limited • Bharti Realty Limited • Bharti (Satya) Trustees Private Limited • Bharti Telecom Limited • Bharti Telemedia Limited • Indus Towers Limited (formerly Bharti Infratel Limited) <i>Companies incorporated under Section 8 of the Companies Act:</i> • Satya Bharti Foundation
9	Ravi Gupta	Non-Executive Independent Director	Ravi Gupta has a bachelor's degree in law, a master's degree in business administration and a doctorate in philosophy from the University of Delhi, India. He also holds a diploma in labour law from the Indian Law Institute, New Delhi. He has over 35 years of experience in teaching. He was previously an associate professor in the Department of Commerce at Shri Ram College of Commerce, University of Delhi and serves as an independent director on Varun Beverages Limited.	<i>Indian Companies:</i> • Bluewater Breweries & Distilleries Private Limited • Bluewater Healthcare Private Limited • Bluewater Infrastructure Private Limited • Devyani International Limited • Dharmapal Satyapal Limited • Dharmapal Satyapal Foods Limited • Marg Strategic Consultants Private Limited • Preet Township Private Limited • RRG Corporate Services Private Limited • Sheevam Comfort Hotels Private Limited • Triple Crown Consulting Private Limited • Varun Beverages Limited <i>Companies incorporated under Section 8 of the Companies Act:</i> • Pratidaan Foundation

For further details in relation to our Board of Directors, see "Our Management" beginning on page 272 of the RHP.

## OBJECTS OF THE OFFER

The Offer comprises a Fresh Issue of up to ₹ 5,000 Million by our Company and up to 50,761,000 Equity Shares comprising of up to 50,661,000 Equity Shares offered by Anant Investments (i.e., Investor Selling Shareholder) and up to 100,000 Equity Shares by Sunil Sachdeva (jointly with Suman Sachdeva) (i.e., Individual Selling Shareholders).

### Proposed schedule of implementation and deployment of Net Proceeds

We propose to deploy the Net Proceeds towards the Objects in accordance with the estimated schedule of implementation and deployment of funds as follows:

# IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

(₹ in million)

Particulars	Amount to be funded from the Net Proceeds	Estimated deployment of the Net Proceeds (Fiscal 2023) <sup>(2)</sup>
Investment in two of our Subsidiaries, GHPPL and MHPL, in the form of debt or equity for repayment/prepayment of borrowings, in full or part, of such Subsidiaries	3,750.00	3,750.00
General corporate purposes <sup>(1)</sup>	●	●
<b>Total<sup>(1)</sup></b>	●	●

<sup>(1)</sup> To be finalized upon determination of the Offer Price and updated in the Prospectus prior to filing with the RoC. The amount utilized for general corporate purposes shall not exceed 25% of the Net Proceeds.

<sup>(2)</sup> In the event the estimated utilization of the Net Proceeds is not completed in Fiscal 2023, the remaining amount shall be utilized in Fiscal 2024, as may be determined by our Board, in accordance with applicable laws.

**Means of finance:** The entire requirement of funds towards Objects are proposed to be met from the Net Proceeds and through our internal accruals. Accordingly, our Company confirms that there is no requirement to make firm arrangements of finance through verifiable means towards at least 75% of the stated means of finance, excluding the Net Proceeds to be raised from the Offer and existing identifiable accruals as required under Regulation 7(1)(e) of the SEBI ICDR Regulations.

**Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilisation of issue proceeds of past public offers / rights issues, if any, of our Company in the preceding 10 years:** Not Applicable.

**Terms of Issuance of Convertible Security, if any:** Not Applicable.

**Name of Monitoring Agency:** CRISIL Ratings Limited.

**Shareholding Pattern as on the date of the RHP:**

Category of shareholder	Pre Issue number of equity shares	% Holding of Pre issue
Promoter and Promoter Group	88,725,240	35.00
Public	164,578,690	65.00
<b>Total</b>	<b>253,303,930</b>	<b>100.00</b>

**Number / amount of Equity Shares proposed to be sold by the Selling Shareholders, if any:**

S. No.	Name of Selling Shareholder	No. of Equity Shares offered in the Offer for Sale
1	Anant Investments (i.e., Investor Selling Shareholder)	Up to 50,661,000 Equity Shares aggregating up to ₹[•] million
2	Sunil Sachdeva (jointly with Suman Sachdeva) (i.e., Individual Selling Shareholders)	Up to 100,000 Equity Shares aggregating up to ₹[•] million

## SUMMARY OF RESTATED CONSOLIDATED FINANCIAL STATEMENTS

(in ₹ million)

	As at and for the three months ended		As at and for the Fiscal Year ended		
	June 30, 2022	June 30, 2021	March 31, 2022	March 31, 2021	March 31, 2020
Revenue from Operations	6,172.11	4,854.86	21,665.89	14,467.43	15,004.22
Restated Profit before tax and exceptional items	870.32	581.91	2,805.61	324.64	638.67
Restated Profit after tax and exceptional items	587.12	417.58	1,962.02	288.05	363.27
Equity Share capital	506.45	497.95	506.45	495.86	493.45
Reserve and Surplus	16,249.06	13,430.82	15,653.66	13,002.56	12,676.92
Net Worth	16,755.51	14,253.77	16,160.11	13,823.42	13,495.37
Basic earnings per share (in ₹)	2.32	1.67	7.78	1.15	1.45
Diluted earnings per share (in ₹)	2.31	1.67	7.77	1.14	1.44
Return on net worth (%)	3.50%	2.93%	12.14%	2.08%	2.69%
Net asset value per share (in ₹)	66.17	57.25	63.82	55.76	54.70

1. Net worth is sum total of equity share capital, instruments entirely equity in nature and other equity as per Restated Financial Information. 2. Return on Net Worth (%) is calculated as Profit after tax for the relevant year/period as a percentage of Net Worth as of the last day of the relevant year/period as per the Restated Financial Information. 3. Net Asset Value per Share represents Net Asset Value per Equity Share as per Restated Financial Information. It is calculated as Net Worth as of the end of relevant year/period divided by the number of Equity Shares outstanding at the end of such year/period. During the year ended March 31, 2022, the Board of Directors of the Company has approved share split of Class A equity shares from ₹10 per share to ₹2 per share and the same has been duly approved by the shareholders of the Company. Hence, for the purpose of calculation of net asset value per equity share, the number of equity shares outstanding at the end of year/period have been considered after factoring the aforementioned share split.

## INTERNAL RISK FACTORS

Below mentioned risks are the top 5 risk factors as per the RHP:

- Our total income, earnings per share, net asset value, return on net worth, net profit margin and return on capital employed is, and our price-to-earnings ratio, enterprise value to EBITDA ratio and market capitalization to total income ratio may be less than that of some of the listed comparable industry peers. Further, the determination of the Price Band is based on various factors and assumptions and the Offer Price of the Equity Shares may not be indicative of the market price of the Equity Shares after the Offer.
- Stringent restrictions to slow down the spread of Covid-19, including limitations on international and local travel, had and could continue to have a negative impact on our business.
- Our Subsidiaries, MHPL and GHPPL, have incurred losses in the preceding Fiscals and may incur losses in the future.
- We currently operate only five hospitals (Gurugram, Indore, Ranchi, Lucknow and Patna) and six multi-speciality clinics at DLF Cybercity Gurugram, Delhi Airport, south Delhi, Darbhanga, Patna and Subhash Chowk Gurugram and one hospital (Noida), which is under construction. We generate almost all of our revenues from these hospitals and clinics and any loss of business or disruption in the operations of these hospitals and clinics could have an adverse effect on our business, results of operations and financial condition.
- Our funding requirements and the proposed deployment of Net Proceeds are not appraised by any independent agency, which may affect our business and results of operations.



**SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION**

**A. A summary of outstanding litigation proceedings involving our Company, Subsidiaries, Promoter, Directors and Group Companies:**

Name of the Entity	Criminal Proceeding	Tax Proceedings	Statutory or Regulatory Proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoter in the last five years	Material Civil Litigation	Aggregate amount involved (₹ in million)*
<b>Company</b>						
By the Company	NIL	N.A.	N.A.	N.A.	1	2.55
Against the Company	3 <sup>^^</sup>	5	15 <sup>**</sup>	N.A.	10	1,461.47
<b>Directors</b>						
By our Directors	3 <sup>^</sup>	N.A.	N.A.	N.A.	1	77.06
Against the Directors	14	6	1	N.A.	3 <sup>***</sup>	692.71
<b>Promoter</b>						
By Promoter	Nil	N.A.	N.A.	N.A.	Nil	Nil
Against Promoter	1	6	Nil	Nil	3	687.12
<b>Subsidiaries</b>						
By Subsidiaries	Nil	N.A.	N.A.	N.A.	Nil	Nil
Against Subsidiaries	Nil	Nil	4	N.A.	Nil	Nil

\* To the extent ascertainable \*\* Multiple litigation filed by a complainant in the same matter have been clubbed for the purpose of this disclosure. \*\* Multiple communications emanating from the same matter have been clubbed for the purpose of this disclosure. ^ Out of three cases, the amount for two cases is not quantifiable. \*\*\* Includes a litigation matter involving both Dr. Naresh Trehan and Sunil Sachdeva amounting to ₹100.50 million, which has been accounted as one matter for the purpose of this disclosure.

As at the date of the Red Herring Prospectus, there are no outstanding litigation proceedings involving our Group Companies, the outcome of which could have a material impact on our Company.

For further details, see "Outstanding Litigation and Material Developments" on page 415 of the RHP.

**B. Brief details of top 5 material outstanding litigation / legal proceedings initiated against our Company and amount involved:**

S. No.	Particulars	Litigation filed by	Current Status	Amount Involved
1.	An FIR was registered pursuant to a complaint filed by Pankaj Arora against our hospital in Gurugram and certain doctors alleging gross medical negligence in providing treatment to his late son at our hospital in Gurugram. The police filed a cancellation report before the Magistrate pursuant to the report of the Medical Board which concluded that the treatment provided to the deceased was with the consent of the Complainant and due diligence in the treatment protocol was noted. The Complainant filed a protest petition challenging the cancellation report before the Magistrate who ordered a fresh investigation. Our hospital has received a notice wherein the Police has sought information including the medical records of the deceased. Our hospital has furnished the required information.	Pankaj Arora	This matter is currently pending before the Magistrate	Not quantifiable
2.	Pramod Kumar filed a criminal complaint dated May 18, 2013 against our Company and certain doctors alleging gross negligence in providing treatment to his late wife at our hospital in Gurugram. The Judicial Magistrate (First Class), Gurugram, pursuant to its order dated July 14, 2014, summoned our Company and certain doctors. The summoning order was subsequently set aside with respect to one of the doctors. The Complainant filed a special leave petition before the Supreme Court of India against, <i>inter alia</i> , our Company (as a proforma party), some of our doctors (as proforma parties) and the State of Haryana, challenging the setting aside of the summoning order. While the Magistrate, by way of an order dated March 2, 2020, dismissed the Complaint, the matter is currently pending before the Supreme Court of India. The Complainant filed certain miscellaneous applications and a revision petition which were dismissed subsequently. Thereafter, the Complainant also filed petitions before the High Court of Punjab and Haryana under Section 482 of the Code of Criminal Procedure, 1973 against our Company, and certain other doctors.	Pramod Kumar	This matter is currently pending.	Not quantifiable
3.	Our hospital in Gurugram received a letter from the HUDA dated May 7, 2007 directing the provision of 10% free beds for weaker section of the society. In our hospital's reply dated September 25, 2007, it was clarified that as per the allotment terms of the land, our hospital is, <i>inter alia</i> , required to make provision only for 5% free beds for the economically weaker section and that such direction for provision of 10% free beds would make the hospital project unviable and is therefore not acceptable. Further, our hospital received a communication dated August 20, 2014 from the HUDA and a show cause notice from HUDA dated January 14, 2018 alleging non-compliance with HUDA's Policy Guidelines dated August 13, 2008. Our hospital replied to HUDA reiterating our stance. In this connection, our hospital has also received letter from the Civil Surgeon, Gurugram to which our Company has replied.	Estate Officer-II, HSVP, Gurugram	Our Company has not received any further correspondence.	Not quantifiable
4.	Rajeev Sikka and Shivani Sikka filed a consumer case against our hospital in Gurugram and four of our doctors, including our Promoter Director, before the NCDRC, alleging medical negligence in providing treatment to their deceased son at our hospital in Gurugram. The Complainants have demanded ₹371.23 million together with interest of 12% under the complaint towards, <i>inter alia</i> , medical expenditure, loss of income of the deceased, mental pain and legal cost.	Rajeev Sikka and Shivani Sikka	The complaint is currently pending before the NCDRC.	₹371.23 million
5.	Rajib Bhaumik and Maumita Bhaumik filed a consumer case against our Company, our hospital in Gurugram and one of our doctors together with several other hospitals and doctors before the NCDRC, alleging medical negligence in providing treatment to one of the Complainants at our hospital in Gurugram. The Complainants have demanded, jointly and severally, from the defendants ₹207.97 million under the complaint, towards, <i>inter alia</i> , loss of income, medical expenses, mental trauma and cost incurred on prosthetics.	Rajib Bhaumik and Maumita Bhaumik	The complaint is currently pending before the NCDRC.	₹207.97 million

**C. Disciplinary action taken by SEBI or stock exchanges against the Promoter in last 5 financial years including outstanding action, if any: Nil**

**D. Brief details of outstanding criminal proceedings against the Promoter:**

An FIR was registered at Police Station Jawahar Circle, Jaipur Rajasthan on the complaint of one Mr. Raj Kumar Sharma against, among others, Dr. Naresh Trehan under various sections of the Indian Penal Code, 1860. Dr. Naresh Trehan and others preferred a Criminal Miscellaneous Petition seeking quashing of the FIR before the High Court of Rajasthan, Jaipur. The High Court, by its order dated January 24, 2018, directed that the order pursuant to which the FIR was registered not be given effect to, and further directed that all proceedings arising out of the said order remain stayed. The matter is pending before the High Court of Rajasthan.

For further details of the outstanding litigation proceedings, see "Outstanding Litigation and Material Developments" on page 415 of the RHP.

**ANY OTHER IMPORTANT INFORMATION AS PER ISSUER/BRILMS - NIL**

**DECLARATION BY OUR COMPANY**

We hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India or rules, regulations and guidelines issued by the SEBI, established under Section 3 of the SEBI Act, 1992, as the case may be, have been complied with and no statement made in the Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act 1956, the Securities Contracts (Regulation) Rules, 1957, the SEBI Act, 1992 or the rules or regulations framed thereunder or guidelines issued thereunder, as the case may be. We further certify that all the statements in the Red Herring Prospectus are true and correct.

**DECLARATION BY THE SELLING SHAREHOLDERS**

Each Selling Shareholder, severally and not jointly, accepts responsibility for and confirms only such statements made or undertaken expressly by it in the Red Herring Prospectus to the extent such statements specifically pertain to it and its respective portion of the Offered Shares in the Offer for Sale and assumes responsibility that such statements are true and correct in all material respects and not misleading in any material respect. However, each Selling Shareholder, severally and not jointly, does not assume any responsibility for any other statements, including without limitation, any and all of the statements made by or in relation to our Company or the other Selling Shareholders in the Red Herring Prospectus.

# IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS (RHP)

## BIDDER'S UNDERTAKING AND CONFIRMATION FOR BID REVISION FORM

I/We (on behalf of joint Bidders, if any) confirm that the Acknowledgement Slip for my/our Bids is enclosed for the revisions which are being requested. I/We agree to be bound by all the terms & conditions mentioned in the Bid cum Application Form submitted earlier by me/us. I/We (on behalf of joint Bidders, if any) authorise you to reject this Bid Revision Form, in case any of the details of my/our existing Bids as appearing on the electronic book building system do not tally with the details given in this Bid Revision Form.

## INSTRUCTIONS FOR FILLING UP THE BID REVISION FORM

- Name of sole/ First Bidder should be exactly the same as it appears in the Depository records. In case of joint Bids, the Bid cum Application Form should contain only the name of the first Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. The Bid means an 'indication to make an offer' and not 'an offer'.
- Please ensure that the Bid options provided are in the same order as that provided in the Bid cum Application Form submitted earlier.
- In case there is no change in the particular Bid option, please write "NO CHANGE". In case you want to cancel the Bid option, please write "CANCELLED".
- Total Bid Amount payable must be calculated for the highest of three options, at Bid Price. Total Bid Amount to be paid must be calculated net of total amount paid at the time of submission of Bid cum Application Form. Bidders, please ensure that your bank has notified an SCSB Branch in the city where the Bid cum Application Form is being submitted.
- Revision of Bids in case of Revision of Price Band:** In case of an upward revision in the Price Band, Bidders who had Bid at Cut-off Price could either (i) revise their Bid or (ii) shall make additional payment based on the cap of the revised Price Band (such that the total amount i.e., original Bid Amount plus additional payment does not exceed ₹ 200,000 if the Bidder wants to continue to Bid at Cut-off Price), with the SCSBs/ members of the Syndicate/Registered Brokers/RTA/CDPs to whom the original Bid was submitted. In case the total amount (i.e., original Bid Amount plus additional payment) exceeds ₹ 200,000, the Bid will be considered for allocation under the Non-Institutional Portion in terms of the RHP. If, however, the Bidder does not either revise the Bid or make additional payment and the Offer Price is higher than the cap of the Price Band prior to revision, the number of Equity Shares Bid for, shall be adjusted downwards for the purpose of Allotment, such that no additional amount would be required to be blocked and the Bidder is deemed to have approved such revised Bid at Cut-off Price. In case of a downward revision in the Price Band, announced as above, UPI Bidders who have bid at Cut-off Price, could either revise their Bid or the excess amount blocked at the time of bidding would be unblocked from the ASBA Account after the Allotment is finalised.
- Only the First Bidder is required to sign the Bid cum Application Form/Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Applicants should specify only his/her ASBA bank account or UPI ID linked with his/her own bank account in case of sole Bidder and ASBA bank account or UPI ID linked with the bank account of First Bidder in case of joint Bidder, in the application form. If the First Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the ASBA Account holder. Signature of the ASBA Account holder is mandatory.
- Please note that application made using third party UPI ID or third party ASBA Bank A/c are liable to be rejected.
  - QIBs cannot use UPI Mechanism to apply. UPI Bidders applying up to Rs. 500,000 can apply through UPI mode as per NPCI vide circular reference no. NPCI/UIP/OC No. 127/2021-22 dated December 09, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022.
  - UPI Bidders using UPI Mechanism:**
    - Please ensure that your bank is offering UPI facility for public offers.
    - Please mention UPI ID clearly in CAPITAL LETTERS only.
    - Ensure that the: (a) bank where the bank account linked to their UPI ID is maintained; and (b) Bidders Bidding using the UPI Mechanism may apply through the SCSBs and mobile applications whose names appears on the website of the SEBI (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intlmd=40>) and (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intlmd=43>) respectively, as updated from time to time.
    - Eligible NRIs applying in the Offer through the UPI Mechanism, are advised to enquire with the relevant bank where their account is UPI linked prior to submitting their Bid cum Application Form.
    - UPI ID cannot exceed 45 characters.
    - Please ensure that you are using UPI ID only and not the UPI ID of any third party.
    - UPI Bidders Bidding using the UPI Mechanism shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her UPI PIN. For further details, see "Offer Procedure" on page 463 of the RHP.
- Other Instructions:** a. Revision to Bids must be made only in the prescribed Revision Form, as applicable; b. Revision Form must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the Member of the Syndicate/ SCSBs/Registered Brokers/RTA/CDPs will not be liable for errors in data entry due to incomplete or illegible Revision Forms; c. Ensure that Acknowledgment Slip for your Bid and any other applicable documents in support of the revision are attached with the Revision Form; and d. Bidders shall only be required to issue instruction to block the revised amount in excess of their original blocked amount based on the cap of the revised Price Band upon an upward revision of their Bid.
- Revision(s) in the Bid, the Bidders/Applicants will have to use the services of the same Designated Intermediary through which such Bidder/Applicant had placed the original Bid. Bidders/Applicants are advised to retain copies of the blank Revision Form and the Bid(s) must be made only in such Revision Form or copies thereof. Investors must ensure that their PAN is linked with Aadhar card and are in compliance with the CBDT notification dated February 13, 2020 and press release dated June 25, 2021.

## OFFER STRUCTURE

Particulars	QIBs <sup>(1)</sup>	Non-Institutional Bidders	Retail Individual Bidders
Number of Equity Shares available for Allotment/ allocation <sup>(2)</sup>	Not more than [●] Equity Shares	Not less than [●] Equity Shares available for allocation or Offer less allocation to QIB Bidders and Retail Individual Bidders	Not less than [●] Equity Shares available for allocation or Offer less allocation to QIB Bidders and Non-Institutional Bidders
Percentage of Offer size available for Allotment/ allocation	Not more than 50% of the Offer shall be available for allocation to QIBs. However, 5% of the Net QIB Portion will be available for allocation proportionately to Mutual Funds only. Mutual Funds participating in the Mutual Fund Portion will also be eligible for allocation in the remaining QIB Portion. Unsubscribed portion in the Mutual Fund Portion will be added to the Net QIB Portion	Not less than 15% of the Offer or the Offer less allocation to QIB Bidders and Retail Individual Bidders shall be available for allocation. One-third of the Non-Institutional Portion shall be available for allocation to Bidders with an application size of more than ₹200,000 and up to ₹1,000,000 and two-thirds of the Non-Institutional Portion shall be available for allocation to Bidders with an application size of more than ₹1,000,000 and undersubscription in either of these two subcategories of the Non-Institutional Portion may be allocated to Bidders in the other subcategory of the Non-Institutional Portion in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price.	Not less than 35% of the Offer or the Offer less allocation to QIB Bidders and Non-Institutional Bidders shall be available for allocation
Basis of Allotment/allocation if respective category is oversubscribed <sup>(3)</sup>	Proportionate as follows (excluding the Anchor Investor Portion): (a) Up to [●] Equity Shares shall be available for allocation on a proportionate basis to Mutual Funds only; and (b) Up to [●] Equity Shares shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds receiving allocation as per (a) above Up to 60% of the QIB Portion (of up to [●] Equity Shares) may be allocated on a discretionary basis to Anchor Investors of which one-third shall be available for allocation to domestic Mutual Funds only, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Offer Price	The Allotment to each Non-Institutional Investor shall not be less than the minimum application size, subject to availability in the Non-Institutional Portion, and the remainder, if any, shall be allotted on a proportionate basis in accordance with the conditions specified in the SEBI ICDR Regulations.	The Allotment to each RIB shall not be less than the minimum Bid Lot, subject to availability of Equity Shares in the Retail Portion and the remaining available Equity Shares, if any, shall be allocated proportionately. See "Offer Procedure" on page 463 of the RHP.
Mode of Bidding	Through ASBA Process (excluding UPI Mechanism) only (except in case of Anchor Investors)	ASBA only (including UPI Mechanism for an application size of up to ₹500,000)	ASBA only (including the UPI Mechanism)
Minimum Bid	Such number of Equity Shares in multiples of [●] Equity Shares that the Bid Amount exceeds ₹200,000	Such number of Equity Shares in multiples of [●] Equity Shares such that the Bid Amount exceeds ₹200,000	[●] Equity Shares
Maximum Bid	Such number of Equity Shares in multiples of [●] Equity Shares not exceeding the size of the Offer, subject to applicable limits	Such number of Equity Shares in multiples of [●] Equity Shares not exceeding the size of the Offer (excluding the QIB Portion), subject to applicable limits to the Bidder	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid Amount does not exceed ₹200,000
Mode of Allotment	Compulsorily in dematerialised form		
Bid Lot	[●] Equity Shares and in multiples of [●] Equity Shares thereafter		
Allotment Lot	[●] Equity Shares and in multiples of one Equity Share thereafter		
Trading Lot	One Equity Share		
Who can apply <sup>(3)(4)</sup>	Public financial institutions as specified in Section 2(72) of the Companies Act 2013, scheduled commercial banks, mutual funds registered with SEBI, eligible FPIs (other than individuals, corporate bodies and family offices), VCFs, AIFs, FVCIs registered with the SEBI, multilateral and bilateral development financial institutions, state industrial development corporation, insurance company registered with IRDAI, provident fund with minimum corpus of ₹250 million, pension fund with minimum corpus of ₹250 million National Investment Fund set up by the Government, insurance funds set up and managed by army, navy or air force of the Union of India, insurance funds set up and managed by the Department of Posts, India and Systemically Important NBFCs.	Resident Indian individuals, Eligible NRIs, HUFs (in the name of Karta), companies, corporate bodies, scientific institutions, societies, trusts and FPIs who are individuals, corporate bodies and family offices which are recategorized as Category II FPIs and registered with SEBI	Resident Indian individuals, Eligible NRIs and HUFs (in the name of Karta).
Terms of Payment	<b>In case of Anchor Investors:</b> Full Bid Amount shall be payable by the Anchor Investors at the time of submission of their Bids <sup>(4)</sup> <b>In case of all other Bidders:</b> Full Bid Amount shall be blocked by the SCSBs in the bank account of the ASBA Bidder or by the Sponsor Banks through the UPI Mechanism (other than Anchor Investors), that is specified in the ASBA Form at the time of submission of the ASBA Form.		

\*Assuming full subscription in the Offer

- Our Company and the Investor Selling Shareholder may, in consultation with the BRLMs, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription or non-Allotment in the Anchor Investor Portion, the balance Equity Shares in the Anchor Investor Portion shall be added to the Net QIB Portion. See "Offer Procedure" on page 463 of the RHP.
  - Subject to valid Bids being received at or above the Offer Price. The Offer is being made in accordance with Rule 19(2)(b) of the SCRR and under Regulation 6(1) of the SEBI ICDR Regulations.
  - In case of joint Bids, the Bid cum Application Form should contain only the name of the first Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. The signature of only such first Bidder would be required in the Bid cum Application Form and such first Bidder would be deemed to have signed on behalf of the joint holders. Our Company reserves the right to reject, in its absolute discretion, all or any multiple Bids, except as otherwise permitted, in any or all categories. The Bidders will be required to confirm and will be deemed to have represented to our Company, the Selling Shareholders, the Underwriters, their respective directors, officers, agents, affiliates and representatives that they are eligible under applicable law, rules, regulations, guidelines and approvals to acquire the Equity Shares.
  - Full Bid Amount shall be payable by the Anchor Investors at the time of submission of the Anchor Investor Application Form provided that any difference between the Anchor Investor Allocation Price and the Anchor Investor Offer Price shall be payable by the Anchor Investor pay-in date as indicated in the CAN.
- The Bids by FPIs with certain structures as described under "Offer Procedure - Bids by FPIs" on page 469 of the RHP and having same PAN may be collated and identified as a single Bid in the Bidding process. The Equity Shares Allotted and Allotted to such successful Bidders (with same PAN) may be proportionately distributed.



**COMMON BID  
REVISION FORM**

**GLOBAL HEALTH LIMITED - INITIAL PUBLIC OFFER - NR**

Registered Office: Medanta – Mediclinic, E-18, Defence Colony, New Delhi, Delhi 110 024, India  
Corporate Office: Medanta – The Medicity, Sector – 38, Gurgaon, Haryana 122 001, India  
Contact Person: Rahul Ranjan, Company Secretary and Compliance Officer  
Tel: +91 124 483 4060; E-mail: compliance@medanta.org; Website: https://www.medanta.org  
Corporate Identity Number: U85110DL2004PLC128319

FOR NON-RESIDENTS INCLUDING ELIGIBLE NRIs  
APPLYING ON A REPATRIATION BASIS, FVCIs, FPIs,  
REGISTERED MULTILATERAL AND BILATERAL  
DEVELOPMENT FINANCIAL INSTITUTIONS ETC.  
APPLYING ON A REPATRIATION BASIS



To,  
The Board of Directors  
GLOBAL HEALTH LIMITED

**100% BOOK BUILT OFFER**  
**ISIN:INE474Q01031**  
**LEI: 335800TEDV7GWBKTVO07**

**Bid cum  
Application  
Form No.**

MEMBER OF THE SYNDICATE'S STAMP & CODE	REGISTERED BROKER/SCSB/CDP/ RTA STAMP & CODE	<b>1. NAME &amp; CONTACT DETAILS OF SOLE / FIRST BIDDER</b> Mr. /Ms./M/s. _____ Address _____ _____ Email _____ Tel. No. (with STD code) / Mobile _____
SUB-BROKER'S / SUB-AGENT'S STAMP & CODE	SCSB BRANCH STAMP & CODE	
BANK BRANCH SERIAL NO.	SCSB SERIAL NO.	
<b>3. BIDDER'S DEPOSITORY ACCOUNT DETAILS</b> <input type="checkbox"/> NSDL <input type="checkbox"/> CDSL For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID		

**PLEASE CHANGE MY BID**

Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised)								Price per Equity Share (₹) / "Cut-off" (Price in multiples of ₹ 1/- only)											
	(In Figures)								(In Figures Only)											
	8	7	6	5	4	3	2	1	Bid Price			Retail Discount			Net Price			"Cut-off" (Please ✓ tick)		
Option 1									3	2	1	3	2	1	3	2	1	<input type="checkbox"/>		
(OR) Option 2																		<input type="checkbox"/>		
(OR) Option 3																		<input type="checkbox"/>		

Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised)								Price per Equity Share (₹) / "Cut-off" (Price in multiples of ₹ 1/- only)											
	(In Figures)								(In Figures Only)											
	8	7	6	5	4	3	2	1	Bid Price			Retail Discount			Net Price			"Cut-off" (Please ✓ tick)		
Option 1									3	2	1	3	2	1	3	2	1	<input type="checkbox"/>		
(OR) Option 2																		<input type="checkbox"/>		
(OR) Option 3																		<input type="checkbox"/>		

<b>6. PAYMENT DETAILS [IN CAPITAL LETTERS]</b>										<b>PAYMENT OPTION : FULL PAYMENT <input checked="" type="checkbox"/></b>									
Amount Blocked (₹ in figures) _____										(₹ in words) _____									
ASBA Bank A/c No. _____																			
Bank Name & Branch _____																			
OR UPI ID (Maximum 45 characters) _____																			

I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID REVISION FORM, THE ATTACHED ABBRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC OFFERS ("GID") AND HEREBY AGREE AND CONFIRM THE "BIDDER'S UNDERTAKING" AS GIVEN ALONG WITH THE BID CUM APPLICATION FORM. I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE BID REVISION FORM GIVEN OVERLEAF.

<b>7A. SIGNATURE OF SOLE/ FIRST BIDDER</b>  Date : _____, 2022	<b>7B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(s)</b> (AS PER BANK RECORDS) I/We authorise the SCSB to do all acts as are necessary to make the application in the Offer.		<b>MEMBER OF THE SYNDICATES / SUB - SYNDICATE MEMBER / REGISTERED BROKER / SCSB / CDP / RTA / AGENT STAMP (Acknowledging upload of Bid in Stock Exchange system)</b>
	1) _____		
	2) _____		
	3) _____		

TEAR HERE

	<b>GLOBAL HEALTH LIMITED</b> <b>BID REVISION FORM -</b> <b>INITIAL PUBLIC OFFER - NR</b>	<b>Acknowledgement Slip for</b> <b>Member of the Syndicate / Sub-Syndicate</b> <b>Member / Registered Broker / SCSB /</b> <b>CDP / RTA / Agent</b>	<b>Bid cum</b> <b>Application</b> <b>Form No.</b>
	<b>PAN of Sole / First Bidder</b>		

DP ID / CL ID																			
Additional Amount Blocked (₹ in figures)										ASBA Bank A/c No./UPI ID									
Bank Name & Branch										Stamp & Signature of SCSB Branch									
Received from Mr./Ms./M/s. _____																			
Telephone / Mobile										Email									

TEAR HERE

<b>GLOBAL HEALTH LIMITED</b> <b>- BID REVISION FORM -</b> <b>INITIAL PUBLIC OFFER - NR</b>	Option 1	Option 2	Option 3	<b>Stamp &amp; Signature of Member of the Syndicates / Sub-Syndicate</b> <b>Member / Registered Broker / SCSB / CDP / RTA / Agent</b>	<b>Name of Sole / First Bidder</b>	
	No. of Equity Shares					
	Bid Price (₹)					
	Additional Amount Blocked (₹ in figures)					
ASBA Bank A/c No. /UPI ID _____ Bank Name & Branch _____					<b>Acknowledgement Slip for Bidder</b>	
Important Note : Application made using third party UPI ID or ASBA Bank A/c are liable to be rejected.					<b>Bid cum</b> <b>Application</b> <b>Form No.</b>	

TEAR HERE

PLEASE FILL IN BLOCK LETTERS

TEAR HERE