

**This is an abridged prospectus containing salient features of the Red Herring Prospectus dated April 11, 2016 (the “RHP”).
You are encouraged to read greater details available in the RHP.**

THE DOCUMENT CONSISTS OF FOUR PAGES OF APPLICATION FORM ALONG WITH INSTRUCTIONS AND SIX PAGES OF THE ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.

You may obtain a physical copy of the Bid-cum-Application form and the RHP from Stock Exchanges, Members of the Syndicate, Registered Brokers, Collecting Depository Participants, Registrar to the Offer, Registrar and Share Transfer Agents, Underwriters, Bankers to the Offer, Investors' Associations or Self Certified Syndicate Banks. You may also download the RHP from the websites of the Securities and Exchange Board of India (“SEBI”), the websites of the Stock Exchanges where the Equity Shares are proposed to be listed, and the websites of the Book Running Lead Managers (the “BRLMs”) i.e. www.sebi.gov.in; www.nseindia.com; www.bseindia.com; www.jmfl.com; www.edelweissfin.com; www.icicisecurities.com. All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the RHP.

Thyrocare®

THYROCARE TECHNOLOGIES LIMITED

Registered Office: D/37-1, TTC Industrial Area, MIDC Turbhe, Navi Mumbai 400 703; **Tel:** (91 22) 2762 2762; **Fax:** (91 22) 2768 2409
Contact Person: Ramjee Dorai, Company Secretary and Compliance Officer; **E-mail:** ramjee.d@thyrocare.com; **Website:** www.thyrocare.com;
Corporate Identity Number: U85110MH2000PLC123882

PROMOTERS OF OUR COMPANY

DR. A. VELUMANI AND A. SUNDARARAJU

OFFER DETAILS, LISTING AND PROCEDURE

PUBLIC OFFER OF UP TO 10,744,708 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH (THE “EQUITY SHARES”) OF THYROCARE TECHNOLOGIES LIMITED (OUR “COMPANY” OR THE “ISSUER”) FOR CASH, AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) THROUGH AN OFFER FOR SALE BY THE SELLING SHAREHOLDERS (AS DEFINED IN THE SECTION ENTITLED “DEFINITIONS AND ABBREVIATIONS” ON PAGE 1 OF THE RHP) AGGREGATING UP TO ₹ [●] MILLION (THE “OFFER”). FOR DETAILS OF THE EQUITY SHARES OFFERED BY EACH SELLING SHAREHOLDER, SEE THE SECTION ENTITLED “DEFINITIONS AND ABBREVIATIONS – OFFER RELATED TERMS – OFFER/OFFER FOR SALE” ON PAGE 6 OF THE RHP. THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON NSE AND BSE. THE DESIGNATED STOCK EXCHANGE SHALL BE NSE.

THE FACE VALUE OF EQUITY SHARES IS ₹ 10 EACH. THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY AND THE SELLING SHAREHOLDERS IN CONSULTATION WITH THE BRLMs, AND WILL BE ADVERTISED AT LEAST FIVE WORKING DAYS PRIOR TO THE BID/OFFER OPENING DATE, IN ALL EDITIONS OF ENGLISH NATIONAL DAILY NEWSPAPER FINANCIAL EXPRESS, ALL EDITIONS OF HINDI NATIONAL DAILY NEWSPAPER JANSATTA AND THE MUMBAI EDITION OF THE MARATHI NEWSPAPER, NAVSHAKTI (MARATHI, BEING THE REGIONAL LANGUAGE OF NAVI MUMBAI WHERE OUR REGISTERED OFFICE IS LOCATED), EACH WITH A WIDE CIRCULATION, IN ACCORDANCE WITH THE SEBI REGULATIONS. DETAILS OF THE BASIS FOR THE OFFER PRICE SHALL BE AVAILABLE ON THE WEBSITES OF THE STOCK EXCHANGES.

Procedure:

If you wish to know about processes and procedures applicable to public issues, you may request for a copy of the General Information Document (the “GID”) from the BRLMs or download it from the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com, and the websites of the BRLMs at www.jmfl.com; www.edelweissfin.com and www.icicisecurities.com.

ELIGIBILITY FOR THE OFFER – REGULATION 26(1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED (“SEBI REGULATIONS”)

Whether the Company is compulsorily required to allot at least 75% of the Offer to Qualified Institutional Buyers - **No**

INDICATIVE TIMELINE

| | | | |
|--|----------------------------|---|-------------------------|
| Bid Opening Date* | April 27, 2016 | Initiation of Refunds (if any, for Anchor Investors)/ Unblocking of Funds from ASBA Accounts | On or about May 5, 2016 |
| Bid Closing Date | April 29, 2016 | Credit of Equity Shares to demat accounts of Allottees | On or about May 6, 2016 |
| Finalization of Basis of Allotment with the Designated Stock Exchange | On or about May 4, 2016 | Commencement of trading of Equity Shares on the Stock Exchanges | On or about May 9, 2016 |

**Our Company and the Selling Shareholders may, in consultation with the BRLMs, consider participation by Anchor Investors in accordance with the SEBI Regulations. The Anchor Investor Bid/Offer Period shall be one Working Day prior to the Bid/Offer Opening Date.*

GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Offer unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this 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 offered in the Offer have not been recommended or approved by SEBI, nor does SEBI guarantee the accuracy or adequacy of the contents of the RHP. Specific attention of the investors is invited to the section entitled “Risk Factors” on page 15 of the RHP, and “Internal Risk Factors” on page 6 of this Abridged Prospectus.

PRICE INFORMATION OF BRLMs

| Sr. No. | Issue Name | Name of Merchant Banker | +/- % change in closing price, [+/- % change in closing benchmark]- 30th calendar days from listing | +/- % change in closing price, [+/- % change in closing benchmark]- 90th calendar days from listing | +/- % change in closing price, [+/- % change in closing benchmark]- 180th calendar days from listing |
|---------|---------------------------------|-------------------------|---|---|--|
| 1 | Quick Heal Technologies Limited | I-Sec | -31.56%, [+5.74%] | Not Applicable | Not Applicable |
| 2 | Teamlease Services Limited | I-Sec | +15.34%, [+7.99%] | Not Applicable | Not Applicable |
| 3 | Alkem Laboratories Limited | Edelweiss | +30.34%, [-7.49%] | +28.60%, [-2.06%] | Not Applicable |
| 4 | S H Kelkar and Company Limited | JM Financial | +21.69%, [-1.35%] | +26.53%, [-8.24%] | Not Applicable |
| 5 | Coffee Day Enterprises Limited | Edelweiss | -21.42%, [-1.19%] | -20.76%, [-6.15%] | Not Applicable |
| 6 | Prabhat Dairy Limited | Edelweiss | +11.78%, [+3.57%] | +30.83%, [-1.79%] | -5.48%, [-4.67%] |
| 7 | Sadbhav Infra Projects Limited | Edelweiss and I-Sec | -2.28%, [+3.55%] | -5.63%, [-3.15%] | -14.56%, [-4.56%] |
| 8 | Navkar Corporation Limited | Edelweiss | +0.97%, [+3.97%] | +26.00%, [-0.68%] | +6.29%, [-4.26%] |
| 9 | Manpasand Beverages Limited | I-Sec | +23.20%, [+2.83%] | +36.53%, [-2.11%] | +58.34%, [-6.45%] |
| 10 | PNC Infratech Limited | I-Sec | +0.32%, [+0.26%] | +14.66%, [-6.36%] | +42.72%, [-5.88%] |
| 11 | VRL Logistics Limited | I-Sec | +50.90%, [+3.08%] | +85.49%, [+1.90%] | +100.90%, [+0.97%] |
| 12 | Inox Wind Limited | Edelweiss | +28.54%, [-6.68%] | +42.42%, [-3.05%] | +11.20%, [-7.51%] |
| 13 | Monte Carlo Fashions Limited | Edelweiss | -26.20%, [+3.96%] | -23.57%, [+5.60%] | -20.88%, [-2.16%] |
| 14 | Shemaroo Entertainment Limited | I-Sec | -5.74%, [+2.81%] | -5.88%, [+3.79%] | +5.85%, [+6.88%] |

Note :

1. Above disclosures have been restricted to recent 7 issues managed by each Merchant Banker.
2. IPO of Healthcare Global Enterprises Limited to which Edelweiss Financial Services was a BRLM has not been included above as the Company listed on March 30, 2016 and a period of 30/60/90 days has not lapsed since listing.
3. All calculation have been made on Issue/Offer Price and we have not considered discount offered, if any.
4. % of change in closing price on 30th/ 90th / 180th calendar day from listing day is calculated vs Issue price. % change in closing benchmark index is calculated based on closing index on listing day vs closing index on 30th/ 90th / 180th calendar day from listing day.
5. Wherever 30th/ 90th / 180th calendar day from listing day is a holiday, the closing data of the next trading day has been considered.
6. The Nifty 50 index is considered as the Benchmark Index

| Name of BRLMs and the Registrar and their respective contact details (telephone and email ID) | |
|---|--|
| JM Financial Institutional Securities Limited (Formerly JM Financial Institutional Securities Private Limited) 7 th Floor, Cnergy Building, Appasaheb Marathe Marg Prabhadevi, Mumbai 400 025 Tel: (91 22) 6630 3030, Fax: (91 22) 6630 3330 E-mail: thyrocare.ipo@jmfml.com Investor Grievance E-mail: grievance.ibd@jmfml.com Website: www.jmfml.com Contact Person: Lakshmi Lakshmanan SEBI Registration No.: INM000010361 | Edelweiss Financial Services Limited 14 th Floor Edelweiss House, Off C.S.T. Road Kalina, Mumbai 400 098 Tel: (91 22) 4009 4400; Fax: (91 22) 4086 3610 E-mail: tl.ipo@edelweissfin.com Investor Grievance E-mail: customerservice.mb@edelweissfin.com Website: www.edelweissfin.com Contact Person: Sandeep Maheshwari SEBI Registration No.: INM0000010650 |
| ICICI Securities Limited ICICI Centre, H.T. Parekh Marg, Churchgate Mumbai 400 020. Tel : (91 22) 2288 2460; Fax : (91 22) 2282 6580 E-mail: thyrocare.ipo@icicisecurities.com Investor Grievance E-mail: customercare@icicisecurities.com Website: www.icicisecurities.com Contact Person: Amit Joshi/ Vishal Kanjani SEBI Registration No.: INM000011179 | NAME OF REGISTRAR TO THE OFFER Link Intime India Private Limited C-13, Pannalal Silk Mills Compound, L.B.S. Marg Bhandup (West), Mumbai 400 078, Maharashtra, India Tel : (91 22) 6171 5400; Fax : (91 22) 2596 0329 E-mail: ttl.ipo@linkintime.co.in Investor Grievance E-mail: ttl.ipo@linkintime.co.in Website: www.linkintime.co.in; Contact Person: Shanti Gopalkrishnan SEBI Registration No.: INR000004058 |
| Name of Syndicate Members | |
| JM Financial Services Limited 2, 3 & 4, Kamanwala Chambers, Sir P M Road, Fort, Mumbai 400 001 Tel: (91 22) 6136 3400; Fax: (91 22) 2266 5902 E-mail: surajit.misra@jmfml.com Website: www.jmfinancialservices.in Contact Person: Surajit Misra SEBI Registration No.: INB011054831 (BSE)/ INB231054835 (NSE) | Edelweiss Securities Limited 2nd Floor, M.B. Towers, Plot No. 5, Road No. 2, Banjara Hills Hyderabad 500 034 Tel: (91 22) 4063 5569; Fax: (91 22) 6747 1347 E-mail: tl.ipo@edelweissfin.com; Website: www.edelweissfin.com Contact Person: Prakash Boricha SEBI Registration No.: INB011193332 (BSE)/INB231193310 (NSE) / INB261193396 (MSEI) |
| Name of Statutory Auditor | B S R & Co. LLP, Chartered Accountants |
| Self Certified Syndicate Banks | The list of banks is available on the website of SEBI at http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries . |

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

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| Non Syndicate Registered Brokers | You can submit Bid cum Application Form in the offer to Non Syndicate Registered Broker at the Non Syndicate Broker Centres. For further details, see the section entitled "Offer Procedure" beginning on page 388 of the RHP. |
| Details regarding website address(es)/link(s) from which the investor can obtain list of registrar to offer and share transfer agents, depository participants and stock brokers who can accept application from investor (as applicable) | The list of registrar and share transfer agents, collecting depository participants and stock brokers, along with their names and contact details are available on the websites of the Stock Exchanges as follows – http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?expandable=6 http://www.nseindia.com/products/content/equities/ipos/asba_procedures.htm http://www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx?expandable=3 http://www.nseindia.com/products/content/equities/ipos/ipo_mem_terminal.htm |

PROMOTERS OF OUR COMPANY

Dr. A. Velumani, aged 57 years, is the Chairman, CEO and Managing Director of our Company. He has over 19 years of experience in the diagnostics business. He has been heading the business of our Company for over 15 years. Prior to that, he worked for over 12 years as a scientific officer specialising in immunodiagnostics in general and radioimmunoarrays in particular, at the Bhabha Atomic Research Centre. He standardised various immuno, analytical and biotechnological techniques during his tenure at the Bhabha Atomic Research Centre. He was awarded the Brig. S.K. Mazumdar Memorial Oration Award in 2001. He is a life time member of the Society of Nuclear Medicine. He has been a Director on our Board since incorporation.

A. Sundararaju, aged 57 years, is an Executive Director and the Chief Financial Officer of our Company. He has over 18 years of experience in finance, legal and administrative activities. He has been in charge of the finance, legal, administrative and franchisee departments of our Company since 1996. He has been a Director on our Board since incorporation.

None of our Group Companies are listed on any of the Stock Exchanges.

BUSINESS OVERVIEW AND STRATEGY

We are one of the leading pan-India diagnostic chains and conduct an array of medical diagnostic tests and profiles of tests that center on early detection and management of disorders and diseases. As of February 29, 2016, we offered 198 tests and 59 profiles of tests to detect a number of disorders, including thyroid disorders, growth disorders, metabolism disorders, auto-immunity, diabetes, anemia, cardiovascular disorders, infertility and various infectious diseases. Our profiles of tests include 16 profiles of tests administered under our "Aarogyam" brand, which offers patients a suite of wellness and preventive health care tests. We primarily operate our testing services through a fully-automated CPL and have recently expanded our operations to include a network of RPLs. Since the opening of our RPLs in 2015, we have seen an increase in the volume of tests that we have conducted from a daily average of approximately 95,610 in Fiscal 2014 to approximately 131,073 in Fiscal 2015 and approximately 159,350 in the nine months ended December 31, 2015. Through our wholly owned subsidiary, NHL, we operate a network of molecular imaging centers in New Delhi, Navi Mumbai and Hyderabad, focused on early and effective cancer monitoring.

Our Strategy:

- Continue to grow our wellness and preventive offerings and expand our product offering
- Continue to grow the network of RPLs and authorized service providers
- Continue to develop our NHL business to provide affordable PET-CT scanning
- Expand our service platform by developing new channels that leverage the strength of our brand and network.

BOARD OF DIRECTORS

| Sr. No. | Name | Designation | Experience including current / past position held in other firms |
|---------|---------------------|--|--|
| 1 | Dr. A. Velumani | Chairman, CEO and Managing Director | For details, see page 5 of this Abridged Prospectus |
| 2 | A. Sundararaju | Executive Director and Chief Financial Officer | For details, see page 5 of this Abridged Prospectus |
| 3 | Amruta Velumani | Non-Executive Director | She was appointed as a Non-Executive Director on February 22, 2016. |
| 4 | Gopal Shivram Hegde | Independent Director | He has more than 20 years of experience in the legal profession. He was appointed on our Board as an Independent Director on August 21, 2014. |
| 5 | Vishwas Kulkarni | Independent Director | He has more than 20 years of experience in the legal profession. He was appointed on our Board as an Independent Director on August 21, 2014. |
| 6 | N. Palanisamy | Independent Director | He has work experience of 10 years. Previously, he worked with SIV Industries Ltd., Sirumugai. He is currently working as a freelance consultant for turnkey projects. He was appointed on our Board as an Independent Director on September 20, 2014. |
| 7 | Dr. Neetin S. Desai | Independent Director | He was previously associated with D.Y. Patil University, Navi Mumbai as a Professor in the Department of Biotechnology and Bioinformatics. He is currently employed with Amity University, Mumbai. He was appointed on our Board as an Independent Director on September 20, 2014. |

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|---|-------------|------------------|---|
| 8 | Sohil Chand | Nominee Director | He has 14 years of experience in the financial services industry, including private equity, venture capital and investment banking. He joined NVP India in October, 2008. He has been a Nominee Director since his appointment on September 29, 2012. |
|---|-------------|------------------|---|

OBJECTS OF THE OFFER

The objects of the Offer are to achieve the benefits of listing the Equity Shares on the BSE and the NSE and to carry out the sale of up to 10,744,708 Equity Shares by the Selling Shareholders. The listing of the Equity Shares will enhance our brand name and provide liquidity to the existing Shareholders. The listing of the Equity Shares will also provide a public market for the Equity Shares in India. Our Company will not receive any proceeds from the Offer.

Since the Offer is an offer for sale and our Company will not receive any Offer Proceeds, our Company is not required to appoint a monitoring agency for the Offer.

Shareholding Pattern

| Sr. No | Particulars | Pre Offer number of Equity Shares | % Holding of Pre Offer |
|--------|--------------------------------|-----------------------------------|------------------------|
| 1 | Promoter & Promoter Group | 34,898,981 | 64.96% |
| 2 | Public | 18,689,952 | 34.79% |
| 3 | Shares held by Employee Trusts | 134,600 | 0.25% |
| | Total | 53,723,533 | 100.00% |

Number of Equity shares proposed to be sold by Selling Shareholders:

| Sr No | Name of the Selling Shareholder | Maximum No. of Equity Shares Proposed to be Offered |
|-------|---------------------------------|---|
| 1 | Agalia Private Limited | upto 10,207,472 |
| 2 | A. Sundararaju HUF | upto 180,000 |
| 3 | A. Velumani HUF | upto 180,000 |
| 4 | Anand Velumani | upto 177,236 |
| | Total | upto 10,744,708 |

RESTATED AUDITED FINANCIALS

| Standalone (Rs. in million) | Nine months ended December 31, 2015 | FY 2015 | FY 2014 | FY 2013 | FY 2012 | FY 2011 |
|--|--|----------|----------|----------|----------|---------|
| Total income from operations (net) | 1,708.59 | 1,800.76 | 1,499.78 | 1,342.61 | 1,090.76 | 778.65 |
| Net Profit / (Loss) before tax and extraordinary items | 664.65 | 695.42 | 688.95 | 658.74 | 520.13 | 376.27 |
| Net Profit / (Loss) after tax and extraordinary items | 435.88 | 484.50 | 461.56 | 568.19 | 349.43 | 248.25 |
| Equity Share Capital | 537.24 | 505.36 | 109.18 | 109.18 | 108.09 | 108.09 |
| Reserves and Surplus | 3,219.74 | 2,283.83 | 1,953.45 | 1,491.89 | 916.67 | 567.24 |
| Net worth | 3,756.98 | 2,789.19 | 2,062.63 | 1,601.07 | 1,024.76 | 675.33 |
| Basic earnings per share (Rs.) | 8.59 | 9.79 | 10.57 | 13.04 | 8.08 | 5.74 |
| Diluted earnings per share (Rs.) | 8.59 | 9.79 | 9.29 | 11.45 | 7.09 | 5.04 |
| Return on net worth (%) | 11.60% | 17.37% | 22.38% | 35.49% | 34.10% | 36.76% |
| Net asset value per share (Rs.) | 69.93 | 55.19 | 47.23 | 36.66 | 23.70 | 15.62 |

| Consolidated (Rs. in million) | Nine Months ended December 31, 2015 | FY 2015 |
|--|--|----------|
| Total income from operations | 1,759.11 | 1,829.58 |
| Net Profit / (Loss) before tax and extraordinary items | 630.00 | 663.22 |
| Net Profit / (Loss) after tax and extraordinary items | 400.21 | 432.54 |
| Equity Share Capital | 537.24 | 505.36 |
| Reserves and Surplus | 3,137.05 | 2,236.81 |
| Net worth | 3,674.29 | 2,742.17 |
| Basic earnings per share (Rs.) | 7.89 | 8.98 |
| Diluted earnings per share (Rs.) | 7.88 | 8.98 |
| Return on net worth (%) | 10.89% | 16.20% |
| Net asset value per share (Rs.) | 68.39 | 54.26 |

INTERNAL RISK FACTORS

Below are the top seven risk factors as disclosed in the RHP.

1. There are various proceedings pending against our Company and our Directors, our Subsidiary, our Promoters and certain Group Companies, which if determined against them, may have an adverse effect on our business.

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2. We operate in a highly-competitive and fragmented industry, and our business, financial condition and results of operations may be adversely affected if we are not able to compete effectively.
3. Our business depends on our reputation and customer perception of our brand, and any negative publicity or other harm to our brand may materially and adversely affect our business, financial condition and results of operations. Further, any actions taken by our authorized service providers may harm our business and brand.
4. Our pathology testing services are performed at the CPL located in Navi Mumbai and at the RPLs located in New Delhi, Coimbatore, Hyderabad, Kolkata and Bhopal. Any disruption in operations of any of our laboratories could reduce or restrict sales and materially and adversely affect our business, financial condition, cash flows and results of operations.
5. Our business is dependent on particular tests for a large majority of our revenue, and any disruption to such tests could materially and adversely affect our business, financial condition and results of operations.
6. We depend substantially on our hub-and-spoke business model complemented by the RPLs. Any delay or interruption in the transportation of samples to the CPL or the RPLs could adversely impact the effectiveness of our business model.
7. We rely significantly on our authorized service providers to source samples and thereby sell our pathology testing services. Any failure to attract and retain authorized service providers could impact our ability to successfully grow our business.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

- A. Total number of outstanding litigations against the company is 37 and amount involved is ₹ 382.02 million.
- B. Brief details of top five material outstanding litigations against the company and amount involved

| Sr. No. | Particulars | Litigation filed by | Current Status | Amount Involved (₹ million) |
|---------|---|---|--|-----------------------------|
| 1. | Two suits for recovery and four consumer suits have been filed against our Company and are at various stages of adjudication before various forums, involving an aggregate amount of ₹ 3.15 million. In relation to one of the suits for recovery, our Directors, Dr. A. Velumani, A. Sundararaju and Sohil Chand have been impleaded as parties. An application dated April 1, 2016 has been made by our Company for dismissing the application before the Civil Judge Senior Division. Our Company had also filed a revision application before the High Court of Bombay against the order of the civil court rejecting its application directing the plaintiff to drop the names of the directors as the alleged suit claim was against the Company. Further, in relation to the same recovery suit, the Company has filed an application before Court of Civil Judge, Senior Division, Pune stating the demise of one of its directors Sumathi Velumani and requesting the court to pass appropriate order. Additionally, our Company has filed an appeal before Employees Provident Fund Appellate Tribunal, New Delhi in relation to an order passed by the Regional Provident Fund Commissioner, Vashi against our Company involving an amount of ₹ 5.22 million. The Employees Provident Fund Appellate Tribunal, New Delhi has requested the Company to deposit 40% of the amount involved with Employees Provident Fund Appellate Tribunal, New Delhi and the same has been deposited by the Company. | Versatile Information Technologies Pvt. Ltd., Mr. Janaki Kanta Mohapatra, Rajlaxmi Enterprises, Mr. Kaushalendra Kumar Sinha, Dr. Rajendra Bedmutha, Mr. Koushalendra Singh Bhadouria and Regional Provident Fund Commissioner, Vashi | The suits are pending at various stages of adjudication before various forums. The matters are currently pending | 8.39 |
| 2. | The Office of the Income Tax Officer (TDS) – 3(4), Mumbai ("ITO TDS") filed two appeals for the assessment years 2009-2010 and 2010-2011 against the CIT Appeals Order before the Income Tax Appellate Tribunal, Mumbai Benches "E", Mumbai ("ITAT") challenging the CIT Appeals order which held that the TSPs have deducted TDS in respect of the payments made to our Company. The ITAT disposed of the appeals on March 31, 2015 ("ITAT Order") and remanded the matter to ITO-TDS, directing it to assess the matter afresh. Our Company has filed appeals in relation to the assessment years 2009-2010 and 2010-2011, respectively, against the ITAT Order before the High Court at Bombay, which is currently pending. On the request of our Company made through a letter dated June 23, 2014, the CIT (Appeals) disposed of the appeals for assessment years 2011 - 2012, 2012 - 2013 by a single consolidated order dated August 11, 2014. The CIT (Appeals) allowed our Appeals and held that TSPs were not agents of the Company and the TSPs have deducted TDS in respect of the payments made to the Company. Accordingly, our Company cannot be held to be an assessee in default in accordance with Section 201 of the Income-tax Act, 1961. The ITO TDS has filed three appeals against the orders of the CIT Appeals for assessment years 2011 - 2012 and 2012 - 2013 before the Income Tax Appellate Tribunal, Mumbai Benches "E", Mumbai. | Income Tax Department | The matters are currently pending | 368.52 |
| 3. | Our Company has received a show cause notice dated March 7, 2016 from the Deputy Commissioner of Income Tax, TDS 2(3), Mumbai for financial year 2012-2013 requesting our Company to produce details and documents and to show cause as to why the Company should not be treated as assessee-in-default. Our Company through its replies dated March 14, 2016 and March 21, 2016, provided requisite details to the Deputy Commissioner of Income Tax, TDS 2(3), Mumbai. | Not applicable | The matter is currently pending. | Nil |

| | | | | |
|----|---|-----------------------|--------------------------------------|---|
| 4. | The Deputy Commissioner of Income Tax has, through an assessment order cum demand notice dated February 28, 2015 (the “ Assessment Order ”) disallowed a sum of ₹1.20 million for the assessment year 2012-2013, which the Company had claimed as expenses and raised a demand notice dated for ₹0.39 million. Our Company paid ₹0.19 million as part of the demand amount. The Company has preferred an appeal against the Assessment Order before the Commissioner of Income Tax (Appeals)-24 on March 23, 2015. In addition, our Company has received a notice dated August 10, 2015 and August 28, 2015 for assessment years 2013-2014 and 2014-2015 from the Deputy Commissioner of Income Tax requesting it to furnish certain details and explanations. Our Company has furnished the details and responded to the notice for assessment year 2013-2014. The Deputy Commissioner of Income Tax - 15(3)(1) had passed an assessment order dated February 29, 2016 (“ DCIT Order ”) disallowing, amongst others, ₹1.46 million under Section 14A of the Income Tax Act, which had been included as income. Our Company filed an application dated March 18, 2016 for rectification of the DCIT Order and requested the Deputy Commissioner of Income Tax - 15(3)(1) to issue a fresh notice of demand. Further, the Deputy Commissioner of Income Tax - 15(3)(1) has also sent a notice dated February 29, 2016 to the Company to show cause why an order imposing penalty under Section 271 of the Income Tax Act, 1961 should not be made against the Company. | Income Tax Department | These matters are currently pending. | 0.39 |
| 5. | Raksha Devi Sarkar has filed a consumer complaint no. 2012/74 before the District Consumer Redressal Forum, Krishnanagar, Nadia against Samar Mallick and others on September 26, 2012 for deficiency of service. Our Company has been impleaded as a party in relation to a report issued by us which formed the basis for the complaint. Our Company has filed an affidavit in reply seeking the dismissal of the complaint against us, on October 25, 2012. | Raksha Devi Sarkar | The matter is currently pending. | No claim has been made against the Company. |

- C. Regulatory Action, if any - disciplinary action taken by SEBI or stock exchanges against the Promoters / Group companies in last 5 financial years including outstanding action, if any
- SEBI had initiated adjudication proceedings against (i) TDPL and TBPL; and (ii) Thyrocare Laboratories Limited for allegedly failing to comply with reporting requirements under the SEBI Takeover Regulations, 1997. A penalty was imposed on our Promoters in respect of the matter involving TDPL and TBPL, who are also the promoters of TDPL and TBPL. SEBI, through an adjudication order dated June 24, 2014 (the “**Order**”), imposed a penalty of ₹ 1.00 million on TDPL and TBPL each under the SEBI Act. TDPL and TBPL have preferred appeals against the Order before the SAT on August 11, 2014. SAT through order dated January 28, 2016 directed TDPL and TBPL to make the relevant disclosures in order to ensure compliance with Regulation 7 (1A) of SEBI Takeover Regulations, 1997.
 - SEBI had initiated adjudication proceedings against Thyrocare Laboratories Limited (“**TLL**”) for allegedly failing to comply with certain reporting requirements resulting in the violation of Regulation 6 and Regulation 8 of the SEBI Substantial Acquisition of Shares and Takeover Regulations, 1997. SEBI, through an adjudication order dated August 31, 2004 (the “**Order**”), imposed a penalty of ₹ 150,000 on TLL under the SEBI Act. TLL preferred an appeal against the Order before the Securities Appellate Tribunal (the “**SAT**”). The SAT dismissed the appeal and upheld the Order by its decision dated June 28, 2006. A. Sundararaju and Sumathi Velumani were non-executive directors of TLL at the time when the offence is alleged to have occurred.
- D. Brief details of outstanding criminal proceedings against Promoters
- A complaint dated June 18, 2014 has been filed by the Shop Inspector against Dr. A. Velumani, A. Sundararaju, and other employees under the Bombay Shops and Establishments Act, 1948 before 3-C.J.J.D, Judicial Magistrate First Class, Vashi for alleged non-compliance with the Bombay Shops and Establishments Act, 1948. As per the Bombay Shop & Establishment Act, the licensee is supposed to display the copy of the certificate at the entrance of the premises for which the licence is obtained; however when the officer came to our office for inspection, the license was displayed at the reception on the third floor. The matter is currently pending.
 - A complaint dated 18 June, 2014 has been filed by Shop Inspector against Dr. A. Velumani, A. Sundararaju, and other employees under the Minimum Wages Act, 1948 before 3-C.J.J.D, Judicial Magistrate First Class, Vashi for alleged non-compliance of certain provisions of the Minimum Wages Act, 1948 in relation to not maintaining visit book, not displaying the certificate and not maintaining in the prescribed format the details called for. The matter is currently pending.

ANY OTHER IMPORTANT INFORMATION AS PER BRLM / ISSUER COMPANY : NIL

DECLARATION BY THE COMPANY

We hereby declare that all relevant provisions of the Companies Act and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the SEBI, established under section 3 of the SEBI Act as the case may be, have been complied with and no statement made in the RHP is contrary to the provisions of the Companies Act, the SEBI Act or rules made or guidelines or regulations issued there under, as the case may be. We further certify that all statements in the RHP are true and correct.

DECLARATION BY THE SELLING SHAREHOLDERS

Each of the Selling Shareholders hereby declares, severally and not jointly, that all statements expressly made or confirmed by it in the RHP about and in relation solely to itself and the Equity Shares being offered by it in the Offer for Sale, are true and correct. Each of the Selling Shareholders assumes no responsibility for any other statements, including, inter-alia, any of the statements made by or relating to the Company, other Selling Shareholders, their respective businesses or by any expert or other persons in the RHP.