



CERTIFICATE ON RATIOS FOR BASIS FOR ISSUE PRICE

To,
The Board of Directors
Maitreya Medicare Limited
(Formerly Maitreya Medicare Limited Private Limited)
Nr Someshwara Char Rasta,
UM Road Surat,
Surat 395007,
Gujarat, India

GYR Capital Advisors Private Limited
428, Gala Empire, Near JB Tower,
Drive in Road, Thaltej,
Ahemdabad-380 054,
Gujarat, India.
(**GYR Capital Advisors Private Limited** referred to as the "Book Running Lead Manager")

Dear Sir(s),

Sub: Proposed initial public offering of equity shares of ₹ 10 each (the "Equity Shares") of Maitreya Medicare Limited (Formerly Maitreya Medicare Private Limited) (the "Company" and such offering, the "Issue")

In connection with calculation of the issue price of the Equity Shares in the Issue, we have verified the information mentioned in **Annexure A** with respect to the Company, extracted from the financial statements of the Company as for the financial years ended March 31, 2023, March 31, 2022 and March 31, 2021 and other relevant records of the Company.

We hereby confirm that we have conducted our examination of the information given in this certificate (including the annexures thereto) in accordance with the 'Guidance Note on the Reports or Certificates for Special Purposes (Revised 2016)' issued by the Institute of Chartered Accountants of India ("ICAI"), as revised from time to time, to obtain a reasonable assurance that such details are in agreement with the books of accounts and other relevant records provided to us, in all material respects; the aforesaid Guidance Notes requires that we comply with the ethical requirements of the 'Code of Ethics' issued by the ICAI, as revised from time to time. We also confirm that we have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, 'Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements,' issued by the ICAI.



This certificate is for your information and for inclusion in the draft red herring prospectus, red herring prospectus and the prospectus (the "**Offer Documents**"), to be issued by the Company in relation to the Issue and to be filed/registered with the SME Emerge Platform of National Stock Exchange of India Limited where the Equity Shares are proposed to be listed ("**Stock Exchange**") and the Registrar of Companies, Gujarat at Ahmedabad ("**RoC**"), as applicable.


This certificate may be relied upon by the Book Running Lead Manager and the legal counsel appointed in relation to the Issue. We hereby consent to the extracts of this certificate being used in the Offer Documents and in any other material used in connection with the Issue. We also consent to the submission of this certificate as may be necessary, to any regulatory authority and / or for the records to be maintained by the Book Running Lead Manager in connection with the Issue and in accordance with applicable law.

Terms capitalised and not defined herein shall have the same meaning as ascribed to them in the Draft Red Herring Prospectus.

Yours sincerely,

Place: SURAT
Date: 22.08.2023

For, SAHERWALA & CO
Chartered Accountants
FRN: 108969W



[Signature]
ES. YEEEL O. SAHERWALA
PARTNER
M.No.: 122386
UDIN: 23122386BGTQEI3702
Peer Review No.: 011951

Annexure A

1. Basic and Diluted Earnings per Share ("EPS") (Face Value of ₹ 10/- each)

	Basic & Diluted	
	EPS (in ₹)	Weights
Financial year ending on March 31, 2021	8.06	1
Financial year ending on March 31, 2022	1.71	2
Financial year ending on March 31, 2023	7.93	3
Weighted Average	5.88	

Notes:

- a. Basic EPS has been calculated as per the following formula:

$$\text{Basic EPS (₹)} = \frac{\text{Net profit/ (loss) as restated, attributable to Equity Shareholders}}{\text{Weighted average number of Equity Shares outstanding during the year/period}}$$

- b. Diluted EPS has been calculated as per the following formula:

$$\text{Diluted EPS (₹)} = \frac{\text{Net profit/ (loss) as restated, attributable to Equity Shareholders}}{\text{Diluted Weighted average number of Equity Shares outstanding during the year/period}}$$

- c. The figures disclosed above are based on the Restated Financial Statements of the Company.
- d. Basic and Diluted EPS calculations are in accordance with **Accounting Standard 20 - "Earnings per Share"**, issued by the Institute of Chartered Accountants of India.
- e. The above statement should be read in conjunction with Significant Accounting Policies and Notes to Restated Financial Statements as appearing in the section titled "**Restated Financial Statements**" in the Draft Red Herring Prospectus.

2. Return on Net worth (RONW)

Period / Year ended	RoNW (%)	Weight
Financial Year ended on March 31, 2021	103.45%	1
Financial Year ended on March 31, 2022	18.02%	2
Financial Year ended on March 31, 2023	45.49%	3
Weighted Average	45.99%	

Notes:

- i) Return on Net worth has been calculated as per the following formula:

$$\text{RONW} = \frac{\text{Net profit/loss after tax, as restated}}{\text{Net worth excluding preference share capital and revaluation reserve}}$$

ii) Weighted Average =
$$\frac{\text{Aggregate of year-wise weighted RoNW i.e. (RoNW x Weights) for each year}}{\text{Aggregate of Weights}}$$

- iii) The figures disclosed above are based on the Restated Financial Statements of the company.



3. Net Asset Value (NAV) Per Equity Share

Financial Year	NAV (in ₹)
NAV as at March 31, 2021	3862.16
NAV as at March 31, 2022	4711.12
NAV as at March 31, 2023	17.42

Notes:

- Net Asset Value has been calculated as per the following formula:

$$\text{NAV} = \frac{\text{Net worth excluding preference share capital and revaluation reserve}}{\text{Outstanding number of Equity shares at the end of the year}}$$
- The figures disclosed above are based on the Restated Financial Statements of the company.
- Net worth is computed as the sum of the aggregate of paid up equity share capital, all reserves created out of the profits, securities premium account received in respect of equity shares and debit or credit balance of profit and loss account.
- Issue Price per Equity Share will be determined by our company in consultation with the BRLM.

4. Comparison of Accounting Ratios with Industry Peers

The following peer group has been determined on the basis of companies listed on Indian stock exchanges, whose business profile is comparable to our businesses:

Name of the Company	Face Value (₹)	Current Market Price*	EPS (₹) Basic/ Diluted	P/E Ratio*	RoNW (%)	Book Value Per Share	Total Income (₹ in Lakhs)
Maitreya Medicare Limited (Our company)	10.00	[•]	7.93	[•]	45.49 %	17.42	3994.91
Peer Group							
Shalby Limited	10	193.45	7.48	20.47	7.30%	86.44	72,738.2
KMC Speciality Hospitals (India) Limited	1	73.64	1.64	40.17	23.51 %	6.96	13,821.97
Global Health Limited	2	677.60	12.57	51.77	13.43 %	90.54	2,75,916.3 1

Notes:

- Source: All the financial information for listed industry peers mentioned above is sourced from the financial results of the aforesaid companies for the year ended March 31, 2023 and stock exchange data to compute the corresponding financial ratios. For our company, we have taken Current Market Price as the issue price of equity share. Further, P/E ratio is based on the current market price of the respective scrips.



- ii. The EPS, NAV, RoNW and Total Income of our company are taken as per Restated Financial Statement for the financial year 2022-2023.
- iii. NAV per share is computed as the closing net worth divided by the weighted average number of paid up equity shares as on March 31, 2023.
- iv. RoNW has been computed as net profit after tax divided by closing net worth.
- v. Net worth has been computed in the manner as specified in Regulation 2(1) (hh) of SEBI (ICDR) Regulations, 2018.
- vi. The face value of Equity Shares of our company is ₹ 10/- per Equity Share and the Issue Price is [●] times the face value of equity share.

For further details see section titled Risk Factors and the financials of the Company including profitability and return ratios, as set out in the section titled Auditors Report and Financial Information of The Company of this Draft Red Herring Prospectus for a more informed view.

5. Key financial and operational Performance Indicators ("KPIs")

The company considers that KPIs included herein below have a bearing for arriving at the basis for Offer Price. The KPIs disclosed below have been used historically by the Company to understand and analyze the business performance, which in result, help us in analyzing the growth of the company.

Key metrics like revenue growth, EBIDTA Margin, PAT Margin and few balance sheet ratio are monitored on a periodic basis for evaluating the overall performance of the Company

Consolidated KPI Indicators

(Amount in thousands,

except EPS, % and ratios)

Key Financial Performance	Fiscal 2023	Fiscal 2022	Fiscal 2021
Revenue from Operations	393799.63	494116.44	566136.29
EBITDA ⁽¹⁾	77,323.27	35,033.41	74,595.67
EBITDA Margin (%) ⁽²⁾	19.64	7.09	13.18
Restated profit for the period/year	42,264.88	11,363.10	42,434.39
Restated profit for the period/year Margin (%) ⁽³⁾	10.73	2.30	7.50
Return on Average Equity ("RoAE") (%) ⁽⁴⁾	79.26	17.12	80.55
Return on Capital Employed ("RoCE") (%) ⁽⁵⁾	54.91	35.28	110.92



Notes:

- (1) EDITDA is calculated as restated profit for the period/ year plus tax expense plus depreciation and amortization plus finance costs plus exceptional items.
- (2) EBITDA Margin is calculated as EBITDA divided by revenue from operations.
- (3) Restated profit for the period / year margin is calculated as restated profit for the period / year divided by revenue from operations.
- (4) RoAE is calculated as Net profit after tax divided by Average Equity.
- (5) RoCE is calculated as Earnings before interest and taxes (EBIT) divided by Capital Employed.

KPI	Explanation
Revenue from operations:	Revenue from operations represents the total turnover of the business as well as provides information regarding the year over year growth of our Company.
EBITDA:	EBITDA is calculated as Restated profit / loss for the period plus tax expense plus depreciation and amortization plus finance costs and any exceptional items. EBITDA provides information regarding the operational efficiency of the business of our Company
EBITDA margin:	EBITDA Margin the percentage of EBITDA divided by revenue from operations and is an indicator of the operational profitability of our business before interest, depreciation, amortisation, and taxes.
Restated profit for the period / year:	Restated profit for the period / year represents the profit / loss that our Company makes for the financial year or during a given period. It provides information regarding the profitability of the business of our Company.
Restated profit for the period / year margin:	Restated profit for the period / year Margin is the ratio of Restated profit for the period / year to the total revenue of the Company. It provides information regarding the profitability of the business of our Company as well as to compare against the historical performance of our business.
Return on Average Equity ("RoAE"):	RoAE refers to Restated profit for the period / year divided by Average Equity for the period. Average Equity is calculated as average of the total equity at the beginning and ending of the period. RoAE is an indicator of our Company's efficiency as it measures our Company's profitability. RoAE is indicative of the profit generation by our Company against the equity contribution.
Return on Capital Employed ("RoCE"):	RoCE is calculated as Earnings before interest and taxes (EBIT) divided by Capital Employed by the Company for the period. RoCE is an indicator of our Company's efficiency as it measures our Company's profitability. RoCE is indicative of the profit generation by our Company against the capital employed.

Set forth the description of historic use of the KPIs by our Company to analyse, track or monitor the operational and/or financial performance of our Company.

For evaluation of business, we consider that the KPIs, as presented above, as additional measures to review and assess our financial and operating performance. These KPIs have limitations as analytical tools and presentation of these KPIs should not be considered in isolation or as a substitute for the Restated Consolidated Financial Information. Further, these KPIs may differ from the similar information used by other companies, including peer companies, and hence their comparability may



be limited. Although these KPIs are not a measure of performance calculated in accordance with applicable accounting standards, the Company's management believes that it provides an additional tool for investors to use Company operating results and trends and in comparing Company financial results with other companies in our industry as it provides consistency and comparability with past financial performance.

6. Comparison of Key Performance Indicators with Listed Industry Peers

(₹ in Lakhs, other than the % and the ratios mentioned below)

Particulars	Maitreya Medicare Ltd	KMC Speciality Hospitals (India) Limited	Shalby Limited	Global Health Limited
	Financial Year ended March 31, 2023			
Revenue from Operations	3937.99	15,575.64	80,492.1	2,69,424.83
EBITDA ⁽¹⁾	773.23	4,131.49	13,674.3	61,220.96
EBITDA Margin (%) ⁽²⁾	19.63%	26.53%	16.99%	22.72%
Restated profit for the period/year	422.64	2,668.84	6,767.7	32,607.93
Restated profit for the period/year Margin (%) ⁽³⁾	10.73%	17.13%	8.41%	12.10%
Return on Average Equity ("RoAE") (%) ⁽⁴⁾	79.26%	26.65%	7.50%	16.13%
Return on Capital Employed("RoCE") (%) ⁽⁵⁾	54.91	23.29%	10.40%	9.57%

Notes:

(1) EDITDA is calculated as restated profit for the period/ year plus tax expense plus depreciation and amortization plus finance costs plus exceptional items.

(2) EBITDA Margin is calculated as EBITDA divided by revenue from operations.

(3) Restated profit for the period / year margin is calculated as restated profit for the period / year divided by revenue from operations.

(4) RoAE is calculated as Net profit after tax divided by Average Equity.

(5) RoCE is calculated as Earnings before interest and taxes (EBIT) divided by Capital Employed.



7. Weighted Average Cost of Acquisition (WACA), Floor Price and Cap Price

(a) The price per share of our Company based on the primary/ new issue of shares

The details of the Equity Shares excluding shares issued under ESOP/ESOS and issuance of bonus shares during the 18 months preceding the date of this Draft Red Herring Prospectus where such issuance is equal to or more than 5 per cent of the fully diluted paid-up share capital of the Issuer Company (*calculated based on the pre issue capital before such transaction*), in a single transaction or multiple transactions combined together over a span of rolling 30 days; and

Date of allotment	No. of Equity Shares allotted	Face Value	Issue Price	Nature of allotment	Nature of Consideration	Total of Consideration (₹ in Lakhs)
NA						

(b) The price per share of our Company based on the secondary sale/ acquisition of shares

There have been no secondary sale / acquisitions of Equity Shares, where the promoters, members of the promoter group or shareholder(s) having the right to nominate director(s) in the board of directors of the Company are a party to the transaction (excluding gifts), during the 18 months preceding the date of this draft red herring prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid up share capital of the Company (calculated based on the pre-issue capital before such transaction/s and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days.

(c) Weighted average cost of acquisition (WACA), floor price and cap price for the last 3 years preceding the DRHP:

Type of transaction	Weighted average cost of acquisition (₹ per equity share)	Floor Price	Cap Price
WACA of primary / new issue acquisition*	NIL	[•]	[•]
WACA of secondary acquisition	NA	NA	NA

* Excluding the shares issued under issuance of Bonus Shares

Further the Company had not undertaken any primary / new issuance of Equity Shares or any convertible securities during the period of preceding three years from the date of this DRHP except for issuance of equity shares on bonus issue as disclosed in the section entitled "Capital Structure" of this DRHP.

