TTK Healthcare
LIMITED

TTKHC:SEC:SL:190:26 **November 20, 2026**

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

SCRIP CODE: 507747

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra East, Mumbai 400 051

SCRIP CODE: TTKHLTCARE

Dear Sirs,

Sub : Outcome of the Board Meeting - Disclosure under Regulation 30 of SEBI (LODR) Regulations, 2015

Ref : Scheme of Arrangement between TTK Healthcare Limited (the Company) and its Equity Shareholders under Section 230 and other applicable provisions, if any, of the Companies Act, 2013

The Board of Directors of the Company at its meeting held today, (i.e.) Friday, November 20, 2026 has approved the Scheme of Arrangement between the Company and its Equity Shareholders under Section 230 and other applicable provisions, if any, of the Companies Act, 2013 (**"Scheme"**), relating to the issuance and allotment of Non-Convertible Redeemable Preference Shares by way of bonus to the Equity Shareholders of the Company, on the following terms and conditions:

Particulars	Details
Type of Instrument	Non-Convertible Redeemable Preference Shares ("NCRPS").
Bonus Ratio	5 NCRPS of Rs.100/- each fully paid up by way of bonus for every 1 equity share of Rs.10/- each fully paid up held as on the Record Date (as defined under the Scheme).
Face Value	Rs.100/- per NCRPS.
Issue Price	Rs.100/- per NCRPS (Face value).
Issue Size	7,06,51,665 NCRPS amounting to Rs.706.52 crores.
Rate of Dividend	9.5% per annum. The first dividend shall accrue from the date of allotment of the Preference Shares up to 31st March of the financial year in which such shares are allotted. Thereafter, the dividend shall accrue on 31st March of each financial year. However, in the financial year in which the Preference Shares are redeemed, the dividend shall accrue proportionately from 1st April of such financial year until the date of redemption and shall be payable along with the redemption amount. No dividend will accrue after the date of redemption.
Tenure	15 (Fifteen) months from the date of allotment.

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Redemption / Maturity	The NCRPS shall be redeemed at par at the end of the tenure or at any time prior to such date at the option of the Board of Directors of the Company.
Listing	Proposed to be listed on the Stock Exchanges on which the Equity Shares of the Company are listed (i.e.) BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE).

The Scheme is, inter-alia, subject to receipt of approval from the statutory, regulatory and customary approvals, including approvals from Stock Exchanges, jurisdictional National Company Law Tribunal (**"NCLT"**), and the Shareholders and Creditors (as applicable) of the Company.

The Scheme as approved by the Board would be made available on the website of the Company at www.ttkhealthcare.com, post submitting the same to the Stock Exchanges.

In terms of the Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, we are furnishing herewith the details pertaining to the proposed issuance and allotment of NCRPS by way of bonus, enclosed as **Annexure-A**.

The Board Meeting commenced at 12 noon and concluded at 12.20 p.m.

Kindly take the above information / documents on record.

Thanking you

Yours faithfully
For TTK Healthcare Limited

Gowry A Jaishankar
Digitally signed by Gowry A Jaishankar
Date: 2026.11.20 12:25:57 +05'30'

(GOWRY A JAISHANKAR)
DGM – Legal & Company Secretary

Encl.: a/a

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ANNEXURE-A

Issuance of Non-Convertible Preference Shares (NCRPS) by way of Bonus under the Scheme of Arrangement

[Ref: Para 2 of Part A of SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026]

S No	Particulars	Description
1.	Type of securities proposed to be issued	Non-Convertible Redeemable Preference Shares ("NCRPS").
2.	Type of issuance	Bonus Issue
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	7,06,51,665 of NCRPS of Rs.100/- each. [Rs.706.52 crores]
4.	**In case of Bonus Issue:**	
i.	Whether Bonus is out of Free Reserves created out of profits or Share Premium Account?	The issuance of NCRPS by way of bonus is proposed under the Scheme by utilizing general reserves and / or retained earnings of the Company.
ii.	Bonus Ratio	5 NCRPS of Rs.100/- each fully paid up of the Company for every 1 equity share of Rs.10/- each fully paid up held as on the Record Date (as defined under the Scheme).
iii.	Details of Share Capital - Pre and Post Bonus Issue	There will not be any change in Equity Shares pursuant to the issuance of NCRPS by way of bonus under the Scheme. The details of Share Capital Pre and Post Bonus Issue is enclosed as **Annexure A1.**
iv.	Free Reserves and / or Share Premium Amount required for implementing the Bonus Issue	Pursuant to the Scheme, 5 NCRPS of Rs.100/- each fully paid up of the Company are proposed to be issued, by way of bonus, for every 1 equity share of Rs.10/- each fully paid up to the shareholders of the Company by utilizing its general reserves and / or retained earnings. Assuming the existing number of equity shares of the Company, an amount of around Rs.706.52 crores will be utilized from general reserves and / or retained earnings of the Company for issuance of bonus NCRPS, under the Scheme. The actual quantum of bonus NCRPS and utilization of general reserves and / or retained earnings, pursuant to the Scheme, would be determined as per the total outstanding equity share capital of the Company as on the Record Date.

v.	Free reserves and / or share premium available for capitalization and the date as on which such balance is available	As on September 30, 2026 [Limited Reviewed]- (i) General Reserves - Rs.78.48 crores (ii) Retained earnings - Rs.1,222.86 crores
vi.	Whether the aforesaid figures are audited	The figures provided in Sr. No. 5 are based on the Limited Reviewed Financial Results by the Statutory Auditors of the Company for the Quarter and Half-year ended September 30, 2026.
vii.	Estimated date by which such bonus shares would be credited / dispatched	The bonus NCRPS will be allotted to the shareholders of the Company as on the Record Date after obtaining the approval of the NCLT, pursuant to the Scheme.
5.	**In case of issuance of Debt Securities or other Non-Convertible Securities**	
i.	Size of the issue	5 NCRPS of Rs.100/- each fully paid up of the Company for every 1 equity share of Rs.10/- each fully paid up held as on the Record Date (as defined under the Scheme). 7,06,51,665 of NCRPS of Rs.100/- each aggregating to Rs.706.52 crores.
ii.	Whether proposed to be listed? If yes, name of the stock exchange(s)	Yes, the NCRPS by way of bonus are proposed to be listed on BSE Limited and the National Stock Exchange of India Limited.
iii.	Tenure of the instrument - date of allotment and date of maturity	Date of allotment: The NCRPS by way of bonus will be allotted after obtaining the approval of the NCLT, pursuant to the Scheme. Tenure / Date of Maturity: 15 months from the date of allotment of said NCRPS or at any time prior to such date at the option of the Board of Directors of the Company.
iv.	Coupon / interest offered, schedule of payment of coupon / interest and principal	Rate of Dividend is 9.5% per annum. The first dividend shall accrue from the date of allotment of the Preference Shares up to 31st March of the financial year in which such shares are allotted. Thereafter, the dividend shall accrue on 31st March of each financial year. However, in the financial year in which the Preference Shares are redeemed, the dividend shall accrue proportionately from 1st April of such financial year until the date of redemption and shall be payable along with the redemption amount. No dividend will accrue after the date of redemption.
v.	Charge / security, if any, created over the assets	Not Applicable

vi.	Special right / interest / privileges attached to the instrument and changes thereof	There are no special rights / privileges attached to the NCRPS.
vii.	Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	Not Applicable
viii.	Details of any letter or comments regarding payment / non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any	Not Applicable
ix.	Details of redemption of preference shares indicating the manner of redemption (whether out of profit or out of fresh issue) and debentures	The NCRPS shall be redeemed at par at the end of the tenure (i.e.) 15 months from the date of allotment of the said NCRPS or at any time prior to such date at the option of the Board of Directors of the Company, out of the general reserves and / or retained profits of the Company.

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ANNEXURE – A1

The Share Capital of the Company as on November 20, 2026 is as follows:

Particulars	Amount (in Rs.)
Authorised Share Capital	
2,00,00,000 Equity Shares of Rs.10/- each.	20,00,00,000
Total	**20,00,00,000**
Issued, Subscribed and Paid-up Capital	
1,41,30,333 Equity Shares of Rs.10/- each	14,13,03,330
Total	**14,13,03,330**

The Share Capital of the Company, post bonus issue will be as follows (based on November 20, 2026 figures):

Particulars	Amount (in Rs.)
Authorised Share Capital	
2,00,00,000 Equity Shares of Rs.10/- each	20,00,00,000
7,30,00,000 Non-Convertible Redeemable Preference Shares of Rs.100/- each	7,30,00,00,000
Total	**7,50,00,00,000**
Issued, Subscribed and Paid-up Capital	
1,41,30,333 Equity Shares of Rs.10/- each	14,13,03,330
7,06,51,665 Non-Convertible Redeemable Preference Shares of Rs.100/- each	7,06,51,66,500
Total	**7,20,64,69,830**