

MedPlus

MEDPLUS HEALTH SERVICES LIMITED

Our Company was incorporated as 'MedPlus Health Services Private Limited' at Hyderabad, Andhra Pradesh as a private limited company under the Companies Act, 1956, and was granted the certificate of incorporation on November 30, 2006 by the Registrar of Companies, Andhra Pradesh at Hyderabad. Our Company was converted from a private limited company to a public limited company, pursuant to a special resolution passed by our Shareholders at the extraordinary general meeting held on June 1, 2021 and the name of our Company was changed to 'MedPlus Health Services Limited'. Consequently, a fresh certificate of incorporation was issued by the Registrar of Companies, Telangana at Hyderabad ("RoC") on June 28, 2021. For further details see, "History and Certain Corporate Matters" on page 169.

Registered Office: 707, 7th Floor, 5-9-13, Taramandal Commercial Complex, Saifabad, Hyderabad - 500 004, Telangana, India; **Tel:** +91 040 6724 6724;

Corporate Office: Municipal No: 11-6-56, Survey No. 257 & 258/1, C Block, III Floor, Opp: Railway Siding (Moosapet), Kukatpally, Hyderabad - 500 037, Telangana, India; **Tel:** +91 040 6724 6724;

Website: www.medplusindia.com; **Contact Person:** Parag Jain, Company Secretary and Compliance Officer; **E-mail:** cs@medplusindia.com;

Corporate Identity Number: U85110TG2006PLC051845

OUR PROMOTERS: GANGADI MADHUKAR REDDY, LONE FURROW INVESTMENTS PRIVATE LIMITED AND AGILEMED INVESTMENTS PRIVATE LIMITED

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹2 EACH ("EQUITY SHARES") OF MEDPLUS HEALTH SERVICES LIMITED (OUR "COMPANY" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹[●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹13,982.95 MILLION (THE "OFFER"), COMPRISING OF A FRESH ISSUE OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹6,000 MILLION (THE "FRESH ISSUE") BY OUR COMPANY AND AN OFFER FOR SALE OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹7,982.95 MILLION (THE "OFFER FOR SALE"), COMPRISING OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹6,230 MILLION BY PI OPPORTUNITIES FUND – I ("INVESTOR SELLING SHAREHOLDER"), UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹1,070.00 MILLION BY S. S. PHARMA LLC, UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹320.00 MILLION BY SHORE PHARMA LLC, UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹100.00 MILLION BY NATCO PHARMA LIMITED, UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹100.00 MILLION BY TIME CAP PHARMA LABS PRIVATE LIMITED, UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹71.28 MILLION BY A. RAGHAVA REDDY, UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹42.28 MILLION BY K PRAKURTHI, UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹21.60 MILLION BY NAVDEEP PATYAL, UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹14.70 MILLION BY SANGEETA RAJU, UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹11.92 MILLION BY R. VENKAT REDDY, UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹0.22 MILLION BY TK KURIEN, UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹0.20 MILLION BY NITHYA VENKATARAMANI, UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹0.20 MILLION BY ATUL GUPTA, UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹0.20 MILLION BY MANOJ JAISWAL, UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹0.20 MILLION BY RAHUL GARG, UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹0.08 MILLION BY KOLLENGODE RAMANATHAN LAKSHMINARAYANA AND UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹0.08 MILLION BY BIJOU KURIEN (COLLECTIVELY, THE "OTHER SELLING SHAREHOLDERS" AND COLLECTIVELY WITH THE INVESTOR SELLING SHAREHOLDER ARE REFERRED TO AS THE "SELLING SHAREHOLDERS") AND SUCH EQUITY SHARES, THE "OFFERED SHARES").

THE OFFER INCLUDES A RESERVATION OF UP TO [●] EQUITY SHARES, AGGREGATING UP TO ₹50 MILLION (CONSTITUTING UP TO [●]% OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL), FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (AS DEFINED HEREINAFTER) ("EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER". OUR COMPANY AND THE INVESTOR SELLING SHAREHOLDER MAY, IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGERS, OFFER A DISCOUNT OF UP TO [●]% TO THE OFFER PRICE TO ELIGIBLE EMPLOYEES BIDDING IN THE EMPLOYEE RESERVATION PORTION ("EMPLOYEE DISCOUNT").

THE OFFER AND THE NET OFFER SHALL CONSTITUTE [●]% AND [●]%, RESPECTIVELY, OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

THE PRICE BAND, THE RUPEE AMOUNT OF DISCOUNT, IF ANY, TO THE ELIGIBLE EMPLOYEES BIDDING IN THE EMPLOYEE RESERVATION PORTION ("EMPLOYEE DISCOUNT") AND THE MINIMUM BID LOT SHALL BE DECIDED BY OUR COMPANY AND THE INVESTOR SELLING SHAREHOLDER IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGERS ("BRLMS") AND WILL BE ADVERTISED IN ALL EDITIONS OF FINANCIAL EXPRESS, AN ENGLISH NATIONAL DAILY NEWSPAPER, ALL EDITIONS OF JANSATTA, A HINDI NATIONAL DAILY NEWSPAPER AND HYDERABAD EDITION OF SURYAA, A TELUGU DAILY NEWSPAPER (TELUGU BEING THE REGIONAL LANGUAGE OF TELANGANA, WHERE OUR REGISTERED OFFICE IS LOCATED) EACH WITH WIDE CIRCULATION AT LEAST TWO WORKING DAYS PRIOR TO THE BID/OFFER OPENING DATE AND SHALL BE MADE AVAILABLE TO BSE LIMITED ("BSE") AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE"), AND TOGETHER WITH BSE, THE "STOCK EXCHANGES") FOR THE PURPOSE OF UPLOADING ON THEIR RESPECTIVE WEBSITES IN ACCORDANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED.

ADDENDUM TO THE RED HERRING PROSPECTUS DATED DECEMBER 3, 2021 ("RHP"): NOTICE TO INVESTORS ("ADDENDUM")

This is with reference to the RHP dated December 3, 2021 filed with the Registrar of Companies, Telangana at Hyderabad ("RoC") in connection with the Offer. Attention of investors is drawn to the following:

One of the Shareholders of the Company, Lavender Rose Investment Ltd, has sold 6,909,548 Equity Shares, aggregating to 6.18% of the pre-Offer Equity Share Capital of the Company at a price of ₹796 per Equity Share, to certain investors on December 8, 2021. The details of the transactions are as follows:

Transferor	Transferee	No. of Equity Shares	Percentage of the pre-Offer Equity Share Capital (%)	Date of share purchase agreement	Date of transfer of Equity Shares
Lavender Rose Investment Ltd	SBI Mutual Fund, through its schemes:			December 4, 2021	December 8, 2021
	- SBI Focused Equity Fund	2,223,618	1.99%		
	- SBI Magnum Midcap Fund	1,130,653	1.01%		
	- SBI Healthcare Opportunities Fund	728,644	0.65%		
	SBI Life Insurance Company Limited	1,570,351	1.41%	December 4, 2021	December 8, 2021
	Motilal Oswal Mutual Fund, through its schemes:			December 7, 2021	December 8, 2021
	- Motilal Oswal Long Term Equity Fund	402,000	0.36%		
	- Motilal Oswal Large & Midcap Fund	226,141	0.20%		
	Malabar India Fund	251,256	0.22%	December 6, 2021	December 8, 2021
	Malabar Select Fund	251,256	0.22%	December 8, 2021	December 8, 2021
	Malabar Midcap Fund	125,629	0.11%		
Total		6,909,548	6.18%		

Following the sale of the Equity Shares in the manner set out above, Lavender Rose Investment Ltd holds 20,563,607 Equity Shares aggregating to 18.40% of the pre-Offer Equity Share Capital of the Company.

The RHP, the Bid cum Application Form, the abridged prospectus, the price band advertisement and the statutory advertisement shall be read in conjunction with this Addendum. The information in this Addendum supplements and updates the information in the RHP, as applicable.

Relevant changes will be reflected in the Prospectus to be filed with the RoC, SEBI and the Stock Exchanges.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.

For MedPlus Health Services Limited

On behalf of the Board of Directors

Sd/-

Company Secretary and Compliance Officer

Place: Hyderabad, Telangana

Dated: December 09, 2021

BOOK RUNNING LEAD MANAGERS				REGISTRAR TO THE OFFER
 AXIS CAPITAL	 CREDIT SUISSE	 Edelweiss <small>Real estate. Good people.</small>	NOMURA	 KFINTECH
Axis Capital Limited 1st Floor, Axis House C-2, Wadia International Centre, P.B. Marg, Worli Mumbai - 400 025 Maharashtra, India Tel: +91 22 4325 2183 E-mail: medplus.ipo@axiscap.in Investor grievance e-mail: complaints@axiscap.in Website: www.axiscapital.co.in Contact person: Pratik Pednekar SEBI Registration No.: INM000012029	Credit Suisse Securities (India) Private Limited 9th Floor, Ceejay House Plot F, Shivsagar Estate Dr. Annie Besant Road, Worli Mumbai - 400 018 Tel: +91 22 6777 3885 E-mail: list.medplusipo@credit-suisse.com Investor Grievance e-mail: list.igcellmer-bnkg@credit-suisse.com Website: www.credit-suisse.com Contact person: Abhishek Joshi SEBI Registration No.: INM000011161	Edelweiss Financial Services Limited 6th Floor, Edelweiss House Off C.S.T Road, Kalina Mumbai - 400 098 Maharashtra, India Tel: +91 22 4009 4400 E-mail: medplus.ipo@edelweissfin.com Investor grievance e-mail: customerservice.mb@edelweissfin.com Website: www.edelweissfin.com Contact person: Dhruv Bhavsar SEBI Registration No.: INM0000010650	Nomura Financial Advisory and Securities (India) Private Limited Ceejay House, Level 11 Plot F, Shivsagar Estate, Dr. Annie Besant Road, Worli, Mumbai - 400 018 Maharashtra, India Tel: +91 22 4037 4037 E-mail: medplusipo@nomura.com Investor grievance e-mail: investorgrievances-in@nomura.com Website: www.nomuraholdings.com/ company/group/asia/india/index.html Contact person: Vishal Kanjani / Chirag Shah SEBI Registration No: INM000011419	KFin Technologies Private Limited Selenium, Tower B, Plot No- 31 and 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareedi 500 032, Telangana, India Tel: +91 40 6716 2222 / 180034 54001 E-mail: medplus.ipo@kfinetech.com Investor grievance e-mail: einward.ris@kfinetech.com Website: www.kfinetech.com Contact person: M Murali Krishna SEBI Registration No.: INR000000221

MedPlus Health Services Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to undertake an initial public offering of its Equity Shares and has filed the RHP with the RoC. The RHP is available on the website of SEBI at www.sebi.gov.in, website of stock exchanges i.e. NSE at www.nseindia.com, BSE at www.bseindia.com and the website of the BRLMs, i.e. Axis Capital Limited, Credit Suisse Securities (India) Private Limited, Edelweiss Financial Services Limited, and Nomura Financial Advisory and Securities (India) Private Limited at www.axiscap.in, www.credit-suisse.com, www.edelweissfin.com, and www.nomuraholdings.com/company/group/asia/india/index.html, respectively. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to such risk, see "Risk Factors" on page 29 of the Red Herring Prospectus. Potential investors should not rely on the RHP filed with the RoC for making any investment decision.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws in the United States, 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 state securities laws in the United States. Accordingly, the Equity Shares are being offered and sold (a) in the United States only to U.S. "qualified institutional investors" (as defined in Rule 144A under the U.S. Securities Act ("Rule 144A")) pursuant to Section 4(a) of the U.S. Securities Act, and (b) outside the United States in offshore transactions in compliance with Regulation S under the U.S. Securities Act, and in each case in compliance with the applicable laws of the jurisdiction where those offers and sales are made. There will be no public offering of the Equity Shares in the United States.