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MOLBIO DIAGNOSTICS LIMITED

(TO BE LISTED ON THE MAIN BOARD OF BSE AND NSE)

Our Company was originally incorporated as 'Molbio Diagnostics Private Limited' at Panaji, as a private limited company under the Companies Act, 1956, pursuant to a certificate of incorporation dated October 20, 2000, issued by the RoC. Thereafter, our Company was converted from a private limited company to a public limited company, pursuant to a resolution passed in the extraordinary general meeting of our Shareholders held on November 22, 2024, and the name of our Company was changed to 'Molbio Diagnostics Limited', and a fresh certificate of incorporation dated January 16, 2025 was issued to our Company by the RoC. For further details on the changes in the name and registered office of our Company, see "History and Certain Corporate Matters – Brief history of our Company" and "History and Certain Corporate Matters – Change in registered office of our Company" on page 246 of the red herring prospectus dated August 3, 2026 ("RHP" or "Red Herring Prospectus") filed with the RoC.

Registered and Corporate Office: Plot No. L-46, Phase II-D, Verna Industrial Area, Verna, Salcete, South Goa - 403 722, Goa, India. **Contact Person:** Darshan Raghunath Karekar, Company Secretary and Compliance Officer; Telephone: +91 832 6724888; Email: investors@molbioldiagnostics.com; **Website:** www.molbioldiagnostics.com; **Corporate Identity Number:** U33125GA2000PLC002909

OUR PROMOTERS: SRIRAM NATARAJAN, DR. CHANDRASEKHAR BHASKARAN NAIR, SANGEETHA SRIRAM, SHIVA SRIRAM, SOWMYA SRIRAM AND EXXORA TRADING LLP

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹1 EACH OF OUR COMPANY ("EQUITY SHARES") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹[●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹[●] MILLION ("OFFER"). THE OFFER COMPRISES A FRESH ISSUE OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹2,000 MILLION ("FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 9,166,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH ("OFFERED SHARES") AGGREGATING UP TO ₹[●] MILLION, COMPRISING UP TO 1,811,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY EXXORA TRADING LLP, UP TO 1,221,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY DR. CHANDRASEKHAR BHASKARAN NAIR (JOINTLY HELD WITH ANITA ANGELA CHANDRASEKHAR), UP TO 48,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY ABDUL QADIR MOHAMED THERUVATH, UP TO 193,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY CHEWBACCA SERVICES LIMITED, UP TO 902,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY J. GURU DUTT (JOINTLY HELD WITH SANDHYA GURU DUTT), UP TO 1,125,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY GOPALKRISHNA MANGALORE KINI, UP TO 902,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY GOPALKRISHNA SAMPATHGIRI (JOINTLY HELD WITH JAYSHREE SAMPATHGIRI), UP TO 1,000,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY INDIA BUSINESS EXCELLENCE FUND III, UP TO 17,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY M GANESH KAMATH, UP TO 248,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY M.A. ROHIT, UP TO 202,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY M.A. SHARATH, UP TO 451,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY M.A. USHA RANI, UP TO 452,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY SANGEETHA M KINI, UP TO 97,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY SHAHEEDA ABDUL KADER, UP TO 226,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY SHRUTHI G KINI, UP TO 193,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY SUJAY LIMITED, AND UP TO 78,000 EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹[●] MILLION BY VIVEK DEVARAJ (TOGETHER, THE "SELLING SHAREHOLDERS", AND SUCH OFFER FOR SALE OF EQUITY SHARES BY THE SELLING SHAREHOLDERS, THE "OFFER FOR SALE").

THIS OFFER INCLUDES A RESERVATION OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹1 EACH AGGREGATING UP TO ₹15.00 MILLION (CONSTITUTING UP TO [●]% OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL) FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (THE "EMPLOYEE RESERVATION PORTION"). OUR COMPANY, IN CONSULTATION WITH THE BRLMS MAY OFFER A DISCOUNT OF ₹ 76.00 PER EQUITY SHARE OF FACE VALUE OF INR 1 EACH, TO ELIGIBLE EMPLOYEES BIDDING IN THE EMPLOYEE RESERVATION PORTION ("EMPLOYEE DISCOUNT"), SUBJECT TO NECESSARY APPROVALS AS MAY BE REQUIRED THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER WOULD CONSTITUTE [●]% AND [●]%, RESPECTIVELY, OF OUR POST-OFFER PAID-UP EQUITY SHARE CAPITAL.

DETAILS OF THE TOP 10 SELLING SHAREHOLDERS			
Name of the Selling Shareholder	Type of Selling Shareholder	Maximum Number of Offered Shares	Weighted Average Cost of Acquisition per Equity Share (in ₹) ^{A*}
Exxora Trading LLP	Promoter Selling Shareholder	Up to 1,811,000 Equity Shares of face value of ₹ 1 each, aggregating up to ₹ [●] million	0.20
Dr. Chandrasekhar Bhaskaran Nair ⁽¹⁾	Promoter Selling Shareholder	Up to 1,221,000 Equity Shares of face value of ₹ 1 each, aggregating up to ₹ [●] million	6.90
India Business Excellence Fund III	Investor Selling Shareholder	Up to 1,000,000 Equity Shares of face value of ₹ 1 each, aggregating up to ₹ [●] million	187.14
Gopalakrishna Mangalore Kini	Other Selling Shareholder	Up to 1,125,000 Equity Shares of face value of ₹ 1 each, aggregating up to ₹ [●] million	5.60
J. Guru Dutt ⁽²⁾	Other Selling Shareholder	Up to 902,000 Equity Shares of face value of ₹ 1 each, aggregating up to ₹ [●] million	6.94
Gopalakrishna Sampathgiri ⁽³⁾	Other Selling Shareholder	Up to 902,000 Equity Shares of face value of ₹ 1 each, aggregating up to ₹ [●] million	6.90
Sangeetha M Kini	Other Selling Shareholder	Up to 452,000 Equity Shares of face value of ₹ 1 each, aggregating up to ₹ [●] million	Negligible**
M.A. Usha Rani	Other Selling Shareholder	Up to 451,000 Equity Shares of face value of ₹ 1 each, aggregating up to ₹ [●] million	7.08
M.A. Rohit	Other Selling Shareholder	Up to 248,000 Equity Shares of face value of ₹ 1 each, aggregating up to ₹ [●] million	6.54
Shruthi G Kini	Other Selling Shareholder	Up to 226,000 Equity Shares of face value of ₹ 1 each, aggregating up to ₹ [●] million	Nil

^A As certified by B.B. & Associates, Chartered Accountants by way of their certificate dated August 3, 2026.

^{*} The weighted average cost of acquisition has been adjusted to reflect the impact of the (i) subdivision of equity shares of our Company of face value of ₹ 10 each into Equity Shares of face value of ₹ 1 each, pursuant to the Shareholders' resolution dated July 10, 2024, and (ii) bonus issue in the ratio of 4 Equity Shares for every Equity Share held, on July 29, 2025.

^{**} Negligible denotes less than ₹ 0.01.

⁽¹⁾ Equity Shares of face value of ₹ 1 each jointly held by Dr. Chandrasekhar Bhaskaran Nair and Anita Angela Chandrasekhar, a member of the Promoter Group, Dr. Chandrasekhar Bhaskaran Nair being the first holder.

⁽²⁾ Equity Shares of face value of ₹ 1 each jointly held by J. Guru Dutt and Sandhya Guru Dutt, J. Guru Dutt being the first holder.

⁽³⁾ Equity Shares of face value of ₹ 1 each jointly held by Gopalakrishna Sampathgiri and Jayshree Sampathgiri, Gopalakrishna Sampathgiri being the first holder.

For the complete list of Selling Shareholders, see "Other Regulatory and Statutory Disclosures – Authority for the Offer" on page 456 of the Red Herring Prospectus.

PRICE BAND: ₹ 768 TO ₹ 807 PER EQUITY SHARE OF FACE VALUE OF ₹ 1 EACH.

THE FLOOR PRICE AND THE CAP PRICE ARE 768 TIMES AND 807 TIMES THE FACE VALUE OF THE EQUITY SHARES, RESPECTIVELY.

BIDS CAN BE MADE FOR A MINIMUM OF 18 EQUITY SHARES OF FACE VALUE OF ₹ 1 EACH AND IN MULTIPLES OF 18 EQUITY SHARES OF FACE VALUE OF ₹1 EACH THEREAFTER.

THE PRICE TO EARNINGS RATIO ("P/E") BASED ON BASIC AND DILUTED EPS FOR FISCAL 2026 FOR OUR COMPANY AT THE LOWER END OF THE PRICE BAND (I.E. FLOOR PRICE) IS 52.00 TIMES AND AT THE UPPER END OF THE PRICE BAND (I.E. CAP PRICE) IS 54.64 TIMES AS COMPARED TO THE AVERAGE INDUSTRY PEER GROUP P/E RATIO OF 64.89 TIMES FOR FISCAL 2026.

A DISCOUNT OF ₹ 76.00 PER EQUITY SHARE IS BEING OFFERED TO ELIGIBLE EMPLOYEES BIDDING IN THE EMPLOYEE RESERVATION PORTION. WEIGHTED AVERAGE RETURN ON NET WORTH FOR LAST THREE FISCAL YEARS IS 14.46%.

The details of the Fresh Issue, Offer for Sale, Total Offer Size and the post Offer market capitalization of the Company, each at the Floor Price and the Cap Price, are given below:

Particulars	At Floor Price of ₹768 per equity share		At Cap Price of ₹807 per equity share	
	Up to No. of Equity Shares of face value of ₹ 1 each	Up to Amount (₹ in million)	Up to No. of Equity Shares of face value of ₹ 1 each	Up to Amount (₹ in million)
Fresh Issue	2,606,311	2,000.00	2,480,246	2,000.00
Offer for Sale	9,166,000	7,039.49	9,166,000	7,396.96
Total Offer Size	11,772,311	9,039.49	11,646,246	9,396.96
Post-Offer market capitalization of the Company	115,366,061	88,601.13	115,239,996	92,998.68

BID/OFFER PERIOD

ANCHOR INVESTOR BIDDING DATE : FRIDAY, AUGUST 7, 2026

BID/OFFER OPENS ON : MONDAY, AUGUST 10, 2026

BID/OFFER CLOSES ON : WEDNESDAY, AUGUST 12, 2026[#]

[#]The UPI mandate end time shall be at 5:00 p.m. on the Bid / Offer Closing Date.

We are an innovative point-of-care ("POC") diagnostics company focused on expanding access to accurate, rapid and cost-effective healthcare technologies to diagnose infectious and non-communicable diseases. As of March 31, 2026, we offer molecular testing for 30 diseases, including tuberculosis ("TB"), COVID, Hepatitis B and C, Human immunodeficiency virus ("HIV"), and Human Papillomavirus ("HPV") with 43 assays.

THE OFFER IS BEING MADE THROUGH THE BOOK BUILDING PROCESS IN ACCORDANCE WITH REGULATION 6(1) OF THE SEBI ICDR REGULATIONS.

THE EQUITY SHARES OF OUR COMPANY WILL GET LISTED ON THE MAIN BOARD OF BSE AND NSE. BSE SHALL BE THE DESIGNATED STOCK EXCHANGE.

**QIB PORTION: NOT MORE THAN 50% OF THE NET OFFER | NON-INSTITUTIONAL PORTION: NOT LESS THAN 15% OF THE NET OFFER | RETAIL PORTION: NOT LESS THAN 35% OF THE NET OFFER
EMPLOYEE RESERVATION PORTION: UP TO [●] EQUITY SHARES OF FACE VALUE ₹1 AGGREGATING UP TO ₹15.00 MILLION**

IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST ONLY RELY ON THE INFORMATION INCLUDED IN THE RED HERRING PROSPECTUS AND THE TERMS OF THE OFFER, INCLUDING THE RISKS INVOLVED AND NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE OFFER AVAILABLE IN ANY MANNER. IN RELATION TO PRICE BAND, POTENTIAL INVESTORS SHOULD ONLY REFER TO THIS PRICE BAND ADVERTISEMENT FOR THE OFFER AND SHOULD NOT RELY ON ANY MEDIA ARTICLES / REPORTS IN RELATION TO THE VALUATION OF OUR COMPANY AS THESE ARE NOT ENDORSED, PUBLISHED OR CONFIRMED EITHER BY THE COMPANY OR THE THE BOOK RUNNING LEAD MANAGERS TO THE OFFER. ("BRLMs").

IN ACCORDANCE WITH THE RECOMMENDATION OF THE COMMITTEE OF INDEPENDENT DIRECTORS OF OUR COMPANY, PURSUANT TO THEIR RESOLUTION DATED AUGUST 4, 2026, THE ABOVE PROVIDED PRICE BAND IS JUSTIFIED BASED ON QUANTITATIVE FACTORS/ KEY PERFORMANCE INDICATORS ("KPI") DISCLOSED IN THE 'BASIS FOR OFFER PRICE' SECTION ON PAGE 141 OF THE RHP VIS-A-VIS THE WEIGHTED AVERAGE COST OF ACQUISITION ("WACA") OF PRIMARY AND SECONDARY TRANSACTION(S), AS APPLICABLE, DISCLOSED IN 'BASIS FOR OFFER PRICE' SECTION ON PAGE 141 OF THE RHP AND PROVIDED BELOW IN THE ADVERTISEMENT.

RISK TO INVESTORS

For details refer to section titled "Risk Factors" beginning on page 28 of the RHP

- 1. Customer Concentration Risk:** We derive a portion of our revenues from the sale of our products to the Indian Central and State governments, and international aid agencies for their public healthcare programs, and from our top 10 customers. Any unfavourable policy changes, a decrease in funding for public healthcare programs, the loss of such customers, a decrease in demand for our products, failure to negotiate commercial terms, disputes, adverse change in financial condition, price reductions, variation in demand, or inability to maintain historic levels of business or reduce customer concentration could have an adverse impact on our business and results of operations. The table below sets forth our revenues generated from such government and international aid agencies and non-government agencies for the years indicated:

Revenue from contracts with customers	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (in ₹ million)	Percentage of Revenue from contracts with customers - Sale of products - Finished Goods (%)	Amount (in ₹ million)	Percentage of Revenue from contracts with customers - Sale of products - Finished Goods (%)	Amount (in ₹ million)	Percentage of Revenue from contracts with customers - Sale of products - Finished Goods (%)
Sale of products - Finished Goods from Indian Central government	7,906.52	56.52%	4,998.20	50.81%	2,757.97	33.83%
Sale of products - Finished Goods from Indian State governments	3,257.73	23.29%	2,101.54	21.36%	4,153.07	50.94%
Sale of products - Finished Goods from International aid agencies*	664.52	4.75%	1,540.04	15.66%	556.47	6.83%

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Revenue from contracts with customers	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (in ₹ million)	Percentage of Revenue from contracts with customers - Sale of products - Finished Goods (%)	Amount (in ₹ million)	Percentage of Revenue from contracts with customers - Sale of products - Finished Goods (%)	Amount (in ₹ million)	Percentage of Revenue from contracts with customers - Sale of products - Finished Goods (%)
Sale of products - Finished Goods from non-government agencies	2,159.48	15.44%	1,197.48	12.17%	684.87	8.40%
Sale of products - Finished Goods	13,988.25	100.00%	9,837.26	100.00%	8,152.38	100.00%

**International aid agencies include organizations that provide assistance, both humanitarian and developmental, to countries and populations in need around the world which includes governmental, intergovernmental, or non-governmental organisations (NGOs). Our arrangements with international aid agencies typically involve framework agreements or understandings for supply of products. These agreements do not include firm commitments regarding the quantity of devices or test kits to be procured. Instead, purchase orders are placed by these agencies on a need basis, depending on their program requirements.*

The table below sets forth our revenues from our top 10 customers, expressed as a percentage of revenue from contracts with customers - sale of products - finished goods for the years indicated.

Customers	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (in ₹ million)	Percentage of Revenue from contracts with customers - Sale of products - Finished Goods (%)	Amount (in ₹ million)	Percentage of Revenue from contracts with customers - Sale of products - Finished Goods (%)	Amount (in ₹ million)	Percentage of Revenue from contracts with customers - Sale of products - Finished Goods (%)
Top One	7,906.52	56.52%	4,998.20	50.81%	2,757.97	33.83%
Top Five	10,328.01	73.83%	7,375.18	74.97%	5,079.46	62.31%
Top Ten	11,647.31	83.26%	8,225.64	83.62%	6,402.78	78.54%

2.

Product revenue concentration risk: As of March 31, 2026, we offer molecular testing covering 30 diseases, including tuberculosis (“**TB**”), COVID, Hepatitis B and C, HIV, and Human Papillomavirus (“**HPV**”) through 43 assays. Our revenue from the sale of test kits for TB was 70.20%, 69.11% and 62.40% of our revenue from contracts with customers - sale of products - finished goods in the Fiscals 2026, 2025 and 2024, respectively. Any decline in the demand for such Test Kits for TB, have an adverse effect on our business and financial condition.
3.

R&D Execution Risk: We have invested and intend to continue to invest in research and development efforts which are undertaken through our wholly-owned Subsidiary, Bigtec Private Limited to grow our menu of tests. Developing new tests and assays takes substantial time and requires substantial technical, financial and human resources. The success of any new test or assays will depend on several factors, including our ability to demonstrate the accuracy and usability of the tests, obtain necessary regulatory clearances and approvals and produce new tests in commercial quantities at an acceptable cost. The table below sets forth details of our expenses towards R&D in the years indicated:

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (₹ million)	Percentage of revenue from operations (%)	Amount (₹ million)	Percentage of revenue from operations (%)	Amount (₹ million)	Percentage of revenue from operations (%)
Research and Development spends	874.56	6.05%	685.69	6.72%	597.77	7.15%

4.

Losses and negative cash flow from operating activities in the past: Our Subsidiaries, Prognosys Medical Systems Private Limited, Prognosys Healthcare (India) Private Limited and OptraScan INC, have incurred losses in the past and may incur losses in the future. Further, our Company (on a consolidated basis) and some of our Subsidiaries, Prognosys Medical Systems Private Limited, Prognosys Healthcare (India) Private Limited and OptraScan INC have experienced negative cash flows from operating activities in the past. The table sets forth details of profit/ (losses) after tax of certain of our Subsidiaries for the years indicated:

Subsidiary	Fiscal 2026	Fiscal 2025	Fiscal 2024
	(₹in million)		
Bigtec Private Limited	275.67	188.65	94.77
Prognosys Medical Systems Private Limited ⁽¹⁾	119.90	(45.17)	(224.49)
Prognosys Healthcare (India) Private Limited	(7.03)	1.60	(18.69)
OptraScan INC	(111.42)	NA	NA
OptraScan India Private Limited ⁽²⁾	1.97	NA	NA

Note: The figures have been considered from the respective standalone financial statements before consolidation adjustments / eliminations.

⁽¹⁾During Fiscal 2024, we acquired 54.54% shareholding in Prognosys Healthcare (India) Private Limited and the same is consolidated from the date of acquiring control. Since Prognosys Healthcare (India) Private Limited became our Subsidiary with effect from July 26, 2023, the profit/ (losses) after tax of ₹(18.69) million in Fiscal 2024 mentioned above represents its profit/(losses) after tax for approximately eight months. In March 2023, we acquired, directly and indirectly, 65.47% of the equity share capital of Prognosys Medical Systems Private Limited. Subsequently, in April 2026, we acquired an additional stake in Prognosys Medical Systems Private Limited, increasing our shareholding to 70.00% of its equity share capital.

⁽²⁾In October 2024, our Company entered into a stock purchase agreement to invest and hold 60.00% of the paid-up equity share capital of OptraScan INC. On November 5, 2024, our Company received the share certificate in respect of the first tranche investment, acquiring 19.68% of the equity share capital of OptraScan INC. As on November 1, 2025, our Company made the second tranche investment, acquiring an additional 40.32% equity stake in OptraScan INC. Pursuant to the aforesaid, OptraScan INC and OptraScan India Private Limited became our Subsidiaries with effect from November 1, 2025. The respective profit/(loss) after tax of these two entities in Fiscal 2026 represents their profit/(loss) after tax from November 1, 2025 to March 31, 2026.

5.

Promoters Interest Risk: Our Promoters (certain of whom are also Directors, Key Managerial Personnel and members of our Senior Management) are interested in our Company, in addition to regular remuneration or benefits and reimbursement of expenses payable to them by our Company or Subsidiaries.
6.

Royalty payable to Bigtec: Our Company has entered into an IP agreement with Bigtec, pursuant to which Bigtec has granted our Company an unconditional, irrevocable, exclusive, transferable, royalty bearing, worldwide and unlimited right to use and exploit the intellectual property rights and is required to pay a security deposit of up to ₹ 2,000.00 million in regular intervals which shall be adjusted against 10% of our revenue from operations, payable every year as royalty to Bigtec, for a period of 15 years from the date of the agreement. Pursuant to an addendum dated July 25, 2026, the term of the IP Agreement was extended by one year with effect from August 1, 2026, pursuant to which the royalty payable by our Company is capped at up to 10% of its topline revenue for the relevant financial year. The table below sets forth the royalty expenses to Bigtec for the years indicated:

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
	(₹in million)		
Royalty expense	1,233.62	929.59	739.28

7.

Intellectual Property and Proprietary Information Risk: If we are unable to patent new processes and protect our proprietary information or other intellectual property, our business may be adversely affected. We rely on a combination of trademark, patents and designs, confidentiality procedures, cybersecurity practices and contractual provisions to protect our intellectual property rights.
8.

Auditor Observations and findings : Our Statutory Auditors' audit reports on our audited consolidated financial statements for Fiscals 2026, 2025 and 2024 includes emphasis of matter paragraph, modifications for certain matters specified in the report on other legal and regulatory

requirements and certain qualifications under the reporting requirements under the Companies (Auditor's Report) Order, 2020 and Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended). Moreover, the Statutory Auditor's reports on internal financial controls issued on our audited consolidated financial statements for Fiscal 2024 contain a disclaimer of opinion relating to the Statutory Auditors' inability to obtain appropriate audit evidence to provide a basis for opinion on adequate internal financial controls.

9.

Risk Relating to Objects of the Offer and its utilization: We intend to utilize a portion of the Net Proceeds for funding our capital expenditure requirements towards (i) the setting up of infrastructure for a research and development facility and Center of Excellence and connected office space for our Company, Subsidiaries and Associate and (ii) purchase of certain plant, machinery and other equipment for Goa Unit I, Goa Unit II and Visakhapatnam Unit. However, We are yet to place orders or enter into any definitive agreements towards the proposed capital expenditure requirements and have relied on quotations received from third parties for estimation of the cost. Our Company has entered into an IP agreement with Bigtec, pursuant to which royalty is payable every year to Bigtec. One of our Objects, will be used for setting up of infrastructure for a research and development facility and Center of Excellence for Bigtec.
10.

Capacity underutilization Risk: Underutilization of our manufacturing capacities over extended periods, or significant under-utilization in the short term, could increase could limit our ability to leverage our economies of scale, our cost of production and our operating costs which could have an adverse impact our business, growth prospects. The table below sets out our overall capacity utilization for the years indicated.

Products*	Fiscal 2026	Fiscal 2025	Fiscal 2024
	Capacity Utilisation ⁽¹⁾		
Truenat Device	42.30%	58.89%	19.83%
Truenat Test Kits	58.25%	43.44%	27.45%
Xray devices	50.71%	19.23%	11.62%
Digital Pathology Scanner	27.50%	Not applicable ⁽²⁾	Not applicable ⁽²⁾

**As certified by Multi Engineers Private Limited, an independent chartered engineer, by certificate dated July 24, 2026.*
⁽¹⁾Capacity utilization has been calculated on the basis of actual production in the relevant Fiscal divided by the installed capacity during such Fiscal.
⁽²⁾OptraScan India Private Limited, which manufacturers digital pathology scanners, became our Subsidiary with effect from November 1, 2025

11.

Regulatory Compliance and approval Risk: Our operations are subject to extensive government regulation and if we fail to obtain, maintain or renew our statutory and regulatory licenses, permits and approvals required to operate our business, results of operations and cash flows may be adversely affected. Further, any adverse regulatory action may restrict us from effectively marketing and selling our products, may limit our ability to obtain future premarket clearances or approvals and could result in a substantial modification to our business practices and operations.
12.

The Price/Earnings Ratio based on basic and diluted EPS for Financial Year 2026 for the Company at the upper end of the price band is 54.64. The average Industry group Price / Earnings ratio is 64.89.
13.

Weighted Average Return on Net Worth for Financial Years ended 2026, 2025 and 2024 is 14.46%.
14.

The average cost of acquisition of Equity Shares for Selling Shareholders ranges from ₹ Nil per Equity Share to ₹ 187.14 per Equity Share and the Offer Price at upper end of the Price Band is ₹ 807 per Equity Share.
15.

Weighted average cost of acquisition of all shares transacted in the 1 year, 18 months and 3 years preceding the date of the Red Herring Prospectus and as on the date (August 6, 2026).

Period*	Weighted average cost of acquisition per equity share (in ₹)^	Cap Price is ‘x’ times the weighted average cost of acquisition	Range of acquisition price per equity share: lowest price – highest price (in ₹)^
Last one year	810.87	1.00	807.00 - 1,090.00
Last 18 months	927.34	0.87	807.00 - 1,108.00
Last three years	909.89	0.89	130.29 - 1,108.00

**As certified by B.B. & Associates, Chartered Accountants, by way of their certificate dated August 6, 2026*
[^] Pursuant to resolutions passed by our Board and the Shareholders in their respective meetings held on July 5, 2024, and July 10, 2024, respectively the authorised share capital of our Company was sub divided from 12,200,000 equity shares of face value of ₹ 10 each to 122,000,000 Equity Shares of face value ₹ 1 each. Accordingly, the issued, subscribed and paid-up equity share capital of our Company was sub-divided from 2,253,660 equity shares of face value of ₹ 10 per equity share to 22,536,600 Equity Shares of face value of ₹ 1 per Equity Share. Our Company has allotted bonus shares on July 29, 2025, in the ratio of 4 Equity Shares for every Equity Share held. The weighted average cost of acquisition has been adjusted to reflect the impact of the split and the bonus issue.

16.

The 4 BRLMs associated with the issue have handled 99 public issues in the past three years out of which 28 issues closed below the issue price on listing date.

Name of the BRLMs	Total Public Issues	Issues closed below the issue price on listing date
Kotak Mahindra Capital Company Limited	17	5
IIFL Capital Services Limited (formerly known as IIFL Securities Limited)	25	9
Jefferies India Private Limited	5	-
Motilal Oswal Investment Advisors Limited	18	5
Common issues handled by the BRLMs*	34	9
Total	99	28

**Issues handled where there were no common BRLMs*

NOTICE TO INVESTORS - ADDENDUM TO THE RED HERRING PROSPECTUS AND ABRIDGED PROSPECTUS EACH DATED AUGUST 3, 2026

NOTICE TO INVESTORS

This is in relation to the Red Herring Prospectus ("RHP") and the Abridged Prospectus ("Abridged Prospectus") dated August 3, 2026, filed by the Company with the Registrar of Companies, Goa, Daman and Diu at Panaji RoC ("RoC") and submitted thereafter with the SEBI and Stock Exchanges, as applicable, in connection with the Offer. Potential bidders may note the following:

1. Our Corporate Promoter, Exxora Trading LLP ("Exxora"), has, pursuant to separate share purchase agreements entered with the transferees set out in the table below, each dated August 5, 2026, transferred an aggregate of 1,982,649 Equity Shares of face value of ₹1, representing 1.76% of the pre-Offer paid-up Equity Share capital of our Company ("Sale Shares") at a price of ₹807.00 per equity share, as follows:

S. No.	Nature of Transaction	Name of Transferor	Name of the Transferee	Date of transfer	Whether transferee is connected, in any manner, with the Company, the Promoters, members of the Promoter Group (including the Promoter Selling Shareholders), the Directors, the Key Managerial Personnel, the Subsidiaries, and Group Companies and their respective directors and key managerial personnel.	Number of Equity Shares transferred	Percentage of pre-Offer paid up Equity Share Capital (%)	Transfer Price per Sale Share (₹)	Total consideration (in ₹ million)
1.	Secondary Sale	Exxora Trading LLP	360 One Equity Opportunity Fund - Series 4*	August 5, 2026	No	185,874	0.16	807.00	150.00
2.	Secondary Sale		360 One Equity Opportunity Fund*	August 5, 2026	No	185,873	0.16	807.00	150.00
3.	Secondary Sale		3P India Equity Fund 1	August 5, 2026	No	309,789	0.27	807.00	250.00
4.	Secondary Sale		Susquehanna Asia Technology Pty Ltd	August 5, 2026	No	309,789	0.27	807.00	250.00
5.	Secondary Sale		Neo Prime Fund	August 5, 2026	No	123,915	0.11	807.00	100.00
6.	Secondary Sale		Neo Secondaries Fund	August 5, 2026	No	123,915	0.11	807.00	100.00
7.	Secondary Sale		Neo Markets Services Private Limited	August 5, 2026	No	61,959	0.05	807.00	50.00
8.	Secondary Sale		Kotak Mahindra Life Insurance Company Ltd	August 5, 2026	No	309,789	0.27	807.00	250.00
9.	Secondary Sale		Whiteoak Capital India Opportunities Fund*	August 5, 2026	No	247,831	0.22	807.00	200.00
10.	Secondary Sale		Motilal Oswal Value Migration Fund Series I	August 5, 2026	No	123,915	0.11	807.00	100.00
Total						1,982,649	1.76	-	1,600.00

*For the purpose of this confirmation, '(i)' connected with' is deemed to mean that (a) there are no common directorships or common key managerial personnel between the Subject Persons and the investment manager of the transferees; and/or (b) there is no more than 1% equity investment interest by the transferees and investment manager of the transferees in the Subject Persons and also of the Subject Persons in the investment manager of the Purchasers. and (ii) "Subject Persons" shall mean, collectively, the Company and its promoters and members of the promoter group (including the Seller), directors, key managerial personnel, subsidiaries and group companies of the Company and their respective directors and key managerial personnel.

2. Please note that the Sale Shares do not form part of the Equity Shares proposed to be offered for sale by Exxora in the Offer for Sale. Further, the Sale Shares shall be subject to lock-in in accordance with Regulation 17 of the SEBI ICDR Regulations, as applicable.
3. None of the transferees listed above are connected, in any manner, with the Company, the Promoters, members of the Promoter Group (including the Promoter Selling Shareholders), the Directors, the Key Managerial Personnel, the Subsidiaries, and Group Companies and their respective directors and key managerial personnel. For the purpose of this confirmation, 'connected with' is deemed to mean that there are no common directorships, common key managerial personnel and/or more than 1% equity investment interest.
4. As a result of the transfer of the Sale Shares, Exxora shareholding in our Company has reduced from 46,487,600 Equity Shares, representing 41.23% of the pre-Offer paid-up Equity Share capital of our Company as on the date of RHP and Abridged Prospectus, to 44,504,951 Equity Shares, representing 39.47% of the pre-Offer paid-up Equity Share capital of our Company. Accordingly, the disclosures in relation to the pre-Offer shareholding of Exxora in the section "Capital Structure" beginning on page 101 of the RHP, as on the date of this Addendum, stands modified, to the extent applicable.

Name of the Selling Shareholder	Number of Equity Shares held on a fully diluted basis, prior to the Transfer	Percentage of share capital on a fully diluted basis, prior to the Transfer (%)	Number of Equity Shares held on a fully diluted basis, after the Transfers	Percentage of pre-Offer share capital of the Company on a fully diluted basis, after the Transfers (%)
Exxora Trading LLP	46,487,600	41.23	44,504,951	39.47

5. The Red Herring Prospectus and the Abridged Prospectus stand amended and updated to the extent stated hereinabove and the Red Herring Prospectus, Abridged Prospectus as well as all the Offer related material shall be read in conjunction with this Addendum. Please note that this Addendum does not reflect all the changes that have occurred between the date of filing of the Red Honing Prospectus and the date hereof and accordingly does not include all the changes and / or updates that will be included in the Prospectus. The information in this Addendum supersedes the information provided in the Red Honing Prospectus and the Abridged Prospectus to the extent inconsistent with the information in the Red Herring Prospectus and the Abridged Prospectus. Please note that the relevant disclosures in the Red Herring Prospectus shall be suitably revised to reflect the developments indicated in this Addendum, in all relevant sections, as may be applicable, in the Prospectus, as and when it is filed with the RoC and subsequently with the SEBI and the Stock Exchanges.
6. Investors should read this Addendum along with the Red Honing Prospectus (filed with the RoC and subsequently with the SEBI and the Stock Exchanges) before making an investment decision with respect to the Offer.
7. All capitalised terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Red Herring Prospectus.

ADDENDUM TO RED HERRING PROSPECTUS AND ABRIDGED PROSPECTUS

As a result of the transfer of Sale Shares, the disclosures in relation to the Exxora shall stand updated and be read in the following manner, across the Red Herring Prospectus and Abridged Prospectus, as applicable:

1. Details of shareholding of our Promoters and members of the Promoter Group in the Company - Equity shareholding of the Promoters on page 110 of the Red Herring Prospectus

S. No.	Name of the Promoter ¹	Pre-Offer Equity Share Capital		Post-Offer Equity Share Capital*	
		Number of Equity Shares of face value of ₹ 1 each	Percentage of total shareholding (%)	Number of Equity Shares of face value of ₹ 1 each	Percentage of total shareholding (%)
1.	Dr. Chandrasekhar Bhaskaran Nair ²	6,109,850	5.42	●	●
2.	Exxora Trading LLP	44,504,951	39.47	●	●
Total		50,614,801	44.89	●	●

¹Equity Shares of face value of ₹ 1 each jointly held by Dr. Chandrasekhar Bhaskaran Nair and Anita Angela Chandrasekhar, a member of the Promoter Group, Dr. Chandrasekhar Bhaskaran Nair being the first holder.

²Except for Dr. Chandrasekhar Bhaskaran Nair (who jointly holds Equity Shares with Anita Angela Chandrasekhar) and Exxora Trading LLP, none of our other Promoters hold Equity Shares in our Company. However, our Promoters, Sriram Natarajan, Sangeetha Sriram, Shiva Sriram and Sowmya Sriram are designated partners in Exxora Trading LLP, which holds Equity Shares in our Company.

³Subject to finalisation of Basis of Allotment.

2. Capital Structure – Details of shareholding of our Promoters and members of the Promoter Group in the Company - Build-up of the Promoters' shareholding in our Company on page 111 of the Red Herring Prospectus

Date of Allotment / Transfer / Transmission	Nature of transaction	Number of equity shares	Face value per equity share (₹)	Issue Price / Transfer Price per equity share (₹)	Percentage of pre-Offer equity share capital** (%)	Percentage of post-Offer equity share capital (%) ^{AAA}
(A) Dr. Chandrasekhar Bhaskaran Nair^{AA}						
January 20, 2017	Allotment pursuant to scheme of amalgamation	1,661	10	N.A.	0.01	●
April 30, 2019	Rights issue	153,172	10	10.00	1.36	●
January 11, 2021	Transfer to India Business Excellence Fund III	(11,239)	10	13,347.00	(0.10)	●
September 26, 2022	Transfer to V Sciences Investments Pte Ltd.	(21,397)	10	32,742.39	(0.19)	●

Each equity share of face value of ₹ 10 each of our Company was sub-divided to 10 Equity Shares of face value of ₹ 1 each, pursuant to the resolutions passed by our Board and Shareholders in their respective meetings held on July 5, 2024 and July 10, 2024.

July 29, 2025	Bonus issue in the ratio of 4:1	4,887,880	1	N.A.	4.33	●
Sub-total (A)		6,109,850 ⁴			5.42	●

(B) Exxora Trading LLP^A

July 21, 2011	Transfer from Deepak Tripathi	10	10	10.00	Negligible ^{AA}	●
		10	10	10.00	Negligible ^{AA}	●
		3,350	10	10.00	0.03	●
		1,670	10	10.00	0.01	●
	Transfer from Sriram Natarajan	10	10	10.00	Negligible ^{AA}	●
		3,350	10	10.00	0.03	●
April 30, 2019	Rights issue	929,548	10	10.00	8.24	●
January 22, 2020	Transfer to India Business Excellence Fund III	(100)	10	2,500.00	Negligible ^{AA}	●
September 23, 2022	Transfer to V Sciences Investments Pte Ltd.	(9,776)	10	32,742.39	(0.09)	●

Each equity share of face value of ₹ 10 each of our Company was sub-divided to 10 Equity Shares of face value of ₹ 1 each, pursuant to the resolutions passed by our Board and Shareholders in their respective meetings held on July 5, 2024 and July 10, 2024.

July 29, 2025	Bonus issue in the ratio of 4:1	37,190,080	1	N.A.	32.98	●
August 5, 2026	Transfer to 360 One Equity Opportunity Fund - Series 4	(185,874)	1	807.00	(0.16)	●
August 5, 2026	Transfer to 360 One Equity Opportunity Fund	(185,873)	1	807.00	(0.16)	●
August 5, 2026	Transfer to 3P India Equity Fund 1	(309,789)	1	807.00	(0.27)	●
August 5, 2026	Transfer to Susquehanna Asia Technology Pty Ltd	(309,789)	1	807.00	(0.27)	●
August 5, 2026	Transfer to Neo Prime Fund	(123,915)	1	807.00	(0.11)	●
August 5, 2026	Transfer to Neo Secondaries Fund	(123,915)	1	807.00	(0.11)	●
August 5, 2026	Transfer to Neo Markets Services Private Limited	(61,959)	1	807.00	(0.05)	●
August 5, 2026	Transfer to Kotak Mahindra Life Insurance Company Ltd	(309,789)	1	807.00	(0.27)	●
August 5, 2026	Transfer to Whiteoak Capital India Opportunities Fund	(247,831)	1	807.00	(0.22)	●
August 5, 2026	Transfer to Motilal Oswal Value Migration Fund Series I	(123,915)	1	807.00	(0.11)	●
Sub-total (B)		44,504,951			39.47	●
Grand Total (A)+(B)		50,614,801			44.89	●

¹Equity Shares of face value of ₹ 1 each jointly held by Dr. Chandrasekhar Bhaskaran Nair and Anita Angela Chandrasekhar, a member of the Promoter Group, Dr. Chandrasekhar Bhaskaran Nair being the first holder.

²Percentage of pre-offer equity share capital has been adjusted for the subdivision of each equity share of face value of ₹ 10 each of our Company to 10 Equity Shares of face value of ₹ 1 each, pursuant to the resolutions passed by our Board and Shareholders in their respective meetings held on July 5, 2024 and July 10, 2024.

³Except for Dr. Chandrasekhar Bhaskaran Nair (who jointly holds Equity Shares with Anita Angela Chandrasekhar) and Exxora Trading LLP, none of our other Promoters hold Equity Shares in our Company. However, our Promoters, Sriram Natarajan, Sangeetha Sriram, Shiva Sriram and Sowmya Sriram are designated partners in Exxora Trading LLP.

⁴Negligible denotes less than 0.01%.

⁵Subject to basis of allotment

3. Pre-Offer and post-offer shareholding as at Allotment of our Promoters, Promoter Group, additional top 10 Shareholders and other public shareholders on page 117 of the Red

Herring Prospectus and page 8 of the Abridged Prospectus, as applicable

S. No.	Name of Shareholder	Pre-Offer		Post-Offer shareholding as at Allotment ⁵			
				At the lower end of the Price Band (₹ 768.00)		At the upper end of the Price Band (₹ 807.00)	
		No. of Equity Shares of face value of ₹ 1 each held	Percentage of paid-up Equity Share capital (%)	No. of Equity Shares of face value of ₹ 1 each held	Percentage of paid-up Equity Share capital (%)	No. of Equity Shares of face value of ₹ 1 each held	Percentage of paid-up Equity Share capital (%)
(A) Promoters							
1.	Exxora Trading LLP	44,504,951	39.47	42,693,951	37.01	42,693,951	37.05
2.	Dr. Chandrasekhar Bhaskaran Nair(1)	6,109,850	5.42	4,888,850	4.24	4,888,850	4.24
Total (A)		50,614,801	44.89	47,582,801	41.25	47,582,801	41.29
(B) Promoter Group (Other than Promoters)							
1.	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total (B)		Nil	Nil	Nil	Nil	Nil	Nil
(C) Additional top 10 Shareholders							
1.	India Business Excellence Trust III	14,276,750	12.66	13,276,750	11.51	13,276,750	11.52
2.	V Sciences Investments Pte. Ltd.	10,070,150	8.93	10,070,150	8.73	10,070,150	8.74
3.	Gopalakrishna Mangalore Kini	7,587,925	6.73	6,462,925	5.60	6,462,925	5.61
4.	Gopalakrishna Sampathgiri	6,109,850	5.42	5,207,850	4.51	5,207,850	4.52
5.	J. Guru Dutt	6,063,975	5.38	5,161,975	4.47	5,161,975	4.48
6.	M.A. Usha Rani	3,269,050	2.90	2,818,050	2.44	2,818,050	2.45
7.	Sangeetha M Kini	3,062,000	2.72	2,610,000	2.26	2,610,000	2.26
8.	Rohit Ashok Kumar Mullangi	1,923,278	1.71	1,675,278	1.45	1,675,278	1.45
9.	Shruthi G Kini	1,482,725	1.31	1,256,725	1.09	1,256,725	1.09
10.	M.A. Sharath	1,303,550	1.16	1,101,550	0.95	1,101,550	0.96
Total (C)		55,149,253	48.91	49,641,253	43.03	49,641,253	43.08

(D) Other public Shareholders

1.	Sujay Limited	966,350	0.86	773,350	0.67	773,350	0.67
2.	Chewbacca Services Limited	966,350	0.86	773,350	0.67	773,350	0.67
3.	Shaheeda Abdul Kader	489,200	0.43	392,200	0.34	392,200	0.34
4.	Vivek Devaraj	391,500	0.35	313,500	0.27	313,500	0.27
5.	Ashish Kacholia	356,650	0.32	356,650	0.31	356,650	0.31
6.	3P India Equity Fund 1	309,789	0.27	309,789	0.27	309,789	0.27
7.	Susquehanna Asia Technology Pty Ltd	309,789	0.27	309,789	0.27	309,789	0.27
8.	Kotak Mahindra Life Insurance Company Ltd.	309,789	0.27	309,789	0.27	309,789	0.27
9.	Whiteoak Capital India Opportunities Fund	247,831	0.22	247,831	0.21	247,831	0.22
10.	Abdul Qadir Mohamed Theruvath	244,600	0.22	196,600	0.17	196,600	0.17
11.	360 One Equity Opportunity Fund - Series 4	185,874	0.16	185,874	0.16	185,874	0.16
12.	360 One Equity Opportunity Fund	185,873	0.16	185,873	0.16	185,873	0.16
13.	Unmaj Corporation LLP	137,625	0.12	137,625	0.12	137,625	0.12
14.	Neo Prime Fund	123,915	0.11	123,915	0.11	123,915	0.11
15.	Neo Secondaries Fund	123,915	0.11	123,915	0.11	123,915	0.11
16.	Motilal Oswal Value Migration Fund Series I	123,915	0.11	123,915	0.11	123,915	0.11
17.	Mahendra Fulchand Sundesha	91,750	0.08	91,750	0.08	91,750	0.08
18.	Padam Kumar Agarwal	91,750	0.08	91,750	0.08	91,750	0.08
19.	D B Bandoekar And Sons Private Limited	91,750	0.08	91,750	0.08	91,750	0.08
20.	Matrix Clothing Private Limited	91,750	0.08	91,750	0.08	91,750	0.08
21.	Agra-Gwalior Pathways Private Limited	91,750	0.08	91,750	0.08	91,750	0.08
22.	Gurmeetingsh Santsingh Vasan	91,750	0.08	91,750	0.08	91,750	0.08
23.	P P Suppliers & Agencies Private Limited	91,750	0.08	91,750	0.08	91,750	0.08
24.	Nagesh Maganlal Patel	91,750	0.08	91,750	0.08	91,750	0.08
25.	Dover Commercials Private Limited	91,750	0.08	91,750	0.08	91,750	0.08
26.	Sudhindar Krishan Khanna	90,250	0.08	90,250	0.08	90,250	0.08
27.	M Ganesh Kamath	86,100	0.08	69,100	0.06	69,100	0.06
28.	Narendra Kumar Agarwal	83,100	0.07	83,100	0.07	83,100	0.07
29.	Shankar Gopalakrishnan	76,750	0.07	76,750	0.07	76,750	0.07
30.	Neo Markets Services Private Limited	61,959	0.05	61,959	0.05	61,959	0.05
31.	Anil Kumar Agarwal	49,700	0.04	49,700	0.04	49,700	0.04
32.	Ramakrishnan Ramamurthi	45,875	0.04	45,875	0.04	45,875	0.04
33.	Baid Techventures LLP	45,875	0.04	45,875	0.04	45,875	0.04
34.	Unthinkable Solutions LLP	45,875	0.04	45,875	0.04	45,875	0.04
35.	Navin Mahavirprasad Dalmia	45,875	0.04	45,875	0.04	45,875	0.04
36.	Manoj Kumar Agarwal	33,450	0.03	33,450	0.03	33,450	0.03
37.	Vinay Katrela	9,174	0.01	9,174	0.01	9,174	0.01
38.	Chetana Prakash	9,174	0.01	9,174	0.01	9,174	0.01
39.	Kailon Holdings LLP	9,174	0.01	9,174	0.01	9,174	0.01
40.	Nileshwar Jayanthi Prabhu	4,650	0.00	4,650	0.00	4,650	0.00
41.	Other Shareholders	-	-	11,772,311	10.20	11,646,246	