



February 06, 2026

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051

To,
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001

Symbol: MEDIASSIST

Scrip Code: 544088

Dear Sir/Madam,

Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Ref: Integration of Paramount Health Services & Insurance TPA Private Limited, material step-down wholly owned step-down subsidiary of the Company

We refer to our earlier submission made on December 29, 2025 relating to Scheme of Amalgamation of Paramount Health Services & Insurance TPA Private Limited ('Paramount TPA') - step down wholly owned subsidiary of the Company with Medi Assist Insurance TPA Private Limited ('Medi Assist TPA') - wholly owned subsidiary of the Company. The Board of Directors of Company, Medi Assist TPA and Paramount TPA in their respective meeting(s) held today, i.e., February 06, 2026 evaluated all options to achieve a fast track integration of the business and determined that the transfer of the Company's TPA business would be achieved through a slump sale of the Company's underlying TPA business to Medi Assist TPA.

Accordingly, the following three step plan for integration of Paramount TPA with the Medi Assist group has been approved:

Particulars	Remarks
Step 1: Slump Transfer	<p>Slump transfer of TPA business of Paramount TPA, as a going concern, shall be effected in favour of its holding Company viz. Medi Assist TPA since the same is a duly licensed TPA, authorized to hold and operate its own TPA license. The transfer of TPA business shall be carried out without any requirement for Medi Assist TPA to pay or discharge any consideration for the transfer of TPA business thereof. The slump transfer of TPA business from Paramount TPA to Medi Assist TPA shall be completed by way of execution of a Business Transfer Agreement ("BTA") effective February 01, 2026.</p> <p>On completion of the slump transfer of the said TPA business of Paramount TPA, pending Merger of Paramount TPA with the Company as discussed in Step 3 below, Medi Assist TPA shall continue to be a majority shareholder in the residual non-TPA Paramount entity ("NewCo.").</p>

Medi Assist Healthcare Services Limited

CIN - L74900MH2000PLC437885

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Corporate Office : Tower "D", 4th Floor, IBC Knowledge Park, 4/1, Bannerghatta Road, Bengaluru - 560 029, Karnataka
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Email : ask@mediassist.in Website : www.mediassist.in

	<i>Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with relevant circular(s) is enclosed as an Annexure A.</i>
Step 2: Surrender of certificate of registration and incidental alteration to the Name and objects clause in the Memorandum of Association	<p>Upon the completion of slump transfer of TPA business from Paramount TPA to Medi Assist TPA by way of execution of the BTA, the following actions will be undertaken:</p> <ol style="list-style-type: none"> an application for surrender of the certificate of registration (to undertake TPA business) shall be made by Paramount TPA to Insurance Regulatory and development Authority of India (the 'IRDAI/ Authority'); Paramount TPA shall thereafter proceed to give effect to change in name and; Paramount TPA shall give effect to change in objects clause, specifically by way of deletion of Main Objects of the Memorandum of Association relating to the conduct of TPA business. <p>Upon issuance of the surrender order by the Authority, Paramount TPA will cease to be a regulated entity.</p>
Step 3: Merger with the Company	<p>In order to effect the dissolution of NewCo. as a separate legal entity, Medi Assist TPA shall facilitate its subsidiary i.e. NewCo. to initiate the necessary steps for merger into Medi Assist Healthcare Services Limited ("MAHS"), the ultimate holding company. The merger shall be undertaken in accordance with applicable requirements under the Companies Act, 2013 and other legal and regulatory requirements, with the Appointed Date fixed in accordance with scheme as filed before the Hon'ble Tribunal. The application for such merger shall be filed before RD or NCLT, for fast-track merger, once the certificate of registration of Paramount TPA is cancelled by IRDAI.</p> <p>On completion of Merger of NewCo. with MAHS, the shares held by Medi Assist TPA in erstwhile Paramount TPA shall stand cancelled.</p> <p>Further, upon completion of the slump transfer of the TPA Business certain residual assets will remain with Paramount TPA, such as treasury assets. In order to dispose of the residual assets, the "Appointed Date" for the Merger will be July 1, 2025, such that the accounts can be consolidated from July 1, 2025.</p> <p>The above shall be subject to receipt of requisite statutory approvals, as may be necessary.</p> <p><i>Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with relevant circular(s) is enclosed as an Annexure B.</i></p>

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The meeting commenced at 02:00 p.m. (IST) and concluded at 05:15 p.m. (IST).

The aforesaid disclosure shall be made available on the Company's website at www.mediassist.in

You are requested to take the same on record.

For Medi Assist Healthcare Services Limited

Rashmi B V
Company Secretary & Compliance Officer
Membership No: A38729

Encl.: As above

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Sr. No	Particulars	Details
1	Details and reasons for restructuring	<p>The Group (owned by the Company) as part of its inorganic growth strategy, acquired Paramount TPA through purchase of 100% of the share capital of Paramount on July 01, 2025. The acquisition of Paramount TPA by Medi Assist Group was approved by IRDAI (the regulator regulating Insurance TPA business), subject to the condition that post acquisition the licensed business of Paramount TPA must be integrated with the licensed business of Medi Assist TPA (wholly owned subsidiary of the Company) and post integration the license of Paramount TPA must be surrendered and Paramount TPA be dissolved.</p> <p>The Group has proposed to achieve integration of business of Paramount TPA with that of Medi Assist TPA through a slump transfer of business on a going concern basis for nil consideration ("Slump Transfer"). Post the Slump Transfer of business, Paramount TPA shall surrender its TPA license.</p>
2	Quantitative and/ or qualitative effect of restructuring	<p>The proposed business transfer achieves:</p> <ol style="list-style-type: none"> Compliance with the requirement of IRDAI to integrate the operations of the licensed business in one entity i.e. Medi Assist TPA. Economies of scale by integration of the two licensed TPA businesses into one entity of the Group. Enhancement of policyholder experience.
3	Details of benefit, if any, to the promoter/ promoter group/ group companies from such proposed restructuring	<p>The proposed business transfer involves moving the business from Paramount TPA to Medi Assist TPA, its direct holding company.</p> <p>As the transfer is between a wholly owned subsidiary and its direct parent company, there are no benefits accruing to any promoter, promoter group, or any other group companies, except to the extent that Medi Assist TPA will acquire the licensed TPA business of Paramount TPA.</p>
4	Brief details of change in shareholding pattern (if any) of all entities	<p>There is no change in shareholding of the Company or Medi Assist TPA as a result of the proposed business transfer.</p>

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S. No.	Particulars	Details												
1.	Name of the entity(ies) forming part of the amalgamation/ merger, details in brief such as, size, turnover etc.	<p>The details of Paramount Health Services & Insurance TPA Private Limited ('Transferor Company' or 'Paramount TPA'), a step-down wholly owned subsidiary of the Company and Medi Assist Healthcare Services Limited ('MAHS' or 'Transferee Company'), are as under as on March 31, 2025:</p> <p style="text-align: right;">(Rs. in millions)</p> <table> <tr> <th>Particulars</th><th>Paramount TPA</th><th>MAHS</th></tr> <tr> <td>Paid up Capital</td><td>62.50</td><td>352.61</td></tr> <tr> <td>Net Worth (Standalone)</td><td>993.46</td><td>2296.86</td></tr> <tr> <td>Turnover (Standalone)</td><td>1785.70</td><td>1505.86</td></tr> </table>	Particulars	Paramount TPA	MAHS	Paid up Capital	62.50	352.61	Net Worth (Standalone)	993.46	2296.86	Turnover (Standalone)	1785.70	1505.86
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2.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	<p>The Scheme involves the merger of a wholly owned subsidiary with the Company. As such, it does not fall within the purview of related party transactions in terms of Regulation 23 of SEBI Listing Regulations and Section 188 of the Companies Act, 2013 and the rules made thereunder.</p> <p>There will be no issue and allotment of any shares by the Transferee Company in consideration of amalgamation. The Transferor Company is the wholly owned step-down subsidiary of the Transferee Company and the entire paid-up share capital of the Transferor Company is held by Medi Assist TPA which in turn is a wholly owned subsidiary of Transferee Company.</p> <p>Also, all equity shares held by Medi Assist TPA in the Transferor Company shall be cancelled and extinguished as on the Appointed Date.</p>												
3.	Area of business of the entity(ies)	<p>The Transferor Company is a step-down subsidiary of the Transferee Company carrying on licensed TPA business. Apart from business assets, the Transferor Company has surplus assets as its treasury operations. The Licensed TPA business of the Transferor Company in compliance with the requirement of the Regulator (IRDAI), is proposed to be transferred to and integrated with the licensed business of Medi Assist TPA, a wholly owned subsidiary of the Transferee Company and holding company of the Transferor Company.</p> <p>The Company is a listed company engaged in the business of health administration services. It carries on licensed TPA business through its wholly owned subsidiary Medi Assist TPA. The Company also heads the treasury operations for the entire Group of its subsidiaries.</p>												
4.	Rationale for amalgamation/ merger	The Group has proposed to achieve integration of business of Paramount TPA with that of Medi Assist TPA through a separate slump												

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		<p>transfer of business for nil consideration ("Slump Transfer"). Post the Slump Transfer of business, Paramount TPA shall surrender its insurance TPA license.</p> <p>The Scheme of amalgamation of Paramount TPA into the Company is proposed to achieve dissolution of Paramount TPA, while ensuring transfer of the surplus funds of Paramount TPA into the Company which manages the treasury operations of the Group. The merger would thus ensure that the surplus assets of Paramount TPA are properly managed as per the Group's capital allocation strategies and will achieve direct oversight of the deployment of the surplus funds by Board of Directors, including in particular the Independent Directors, appointed at the listed company level, thereby mitigating if not eliminating the risk of leakage and misuse of these funds and also demonstrating the proper Corporate Governance standards followed by the Group.</p> <p>The Merger will have following benefits for the Group:</p> <ol style="list-style-type: none"> Merger of Transferor and Transferee Company will help in achieving a linear and simplified corporate organization structure, rationalize the number of entities. The merger will result in quicker decision making by reduction in managerial overlaps involved in operating multiple entities, enabling cost savings and effective utilization of valuable resources which will enhance the management focus thereby leading to increase in operational and management efficiency; integrated business functions; eliminating duplication and rationalization of administrative expenses. Synchronization of efforts to achieve uniform corporate policy, greater integration and greater financial strength and flexibility for the Transferee Company. Upon completion of the merger, the Transferor Company will be dissolved. This transition will streamline regulatory and legal compliance obligations, including accounting and reporting requirements, tax filings, and company law compliance. Consequently, this will lead to a more efficient administrative process and a reduction in overall administrative costs. The proposed corporate restructuring mechanism by way of a scheme of merger by absorption under the provisions of the Act will be beneficial, advantageous and not prejudicial to the interests of the shareholders, creditors and other stakeholders of the Transferor Company and the Transferee Company.
5.	In case of cash consideration - amount or otherwise share exchange ratio;	As the Transferor Company is a wholly owned step-down subsidiary of the Transferee Company, no consideration will be issued for merger.
6.	Brief details of change in shareholding pattern (if any) of listed entity	There will be no change in the shareholding pattern of the listed entity consequent to the merger

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