

**CERTIFIED TRUE COPY OF RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS (“BOARD”) OF DR. AGARWAL’S HEALTH CARE LIMITED (THE “COMPANY”) HELD ON FRIDAY, SEPTEMBER 27, 2024, AT THE REGISTERED OFFICE OF THE COMPANY AT CHENNAI – 600 006**

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**APPROVED AND ADOPTED THE DRAFT RED HERRING PROSPECTUS**

**RESOLVED THAT** in furtherance of the resolution passed by the Board on September 24, 2024 authorising the proposed initial public offering and the resolution passed by the shareholders of the Company on September 25, 2024, and in accordance with the provisions of applicable laws, including the Companies Act, 2013, and the rules and regulations made thereunder, as amended (including any statutory modifications or re-enactment thereof, for the time being in force), if any, the applicable provisions of the Securities and Exchange Board of India Act, 1992, as amended, the Securities Contracts (Regulation) Act, 1956 and the rules made thereunder, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), and other regulations issued by the Securities and Exchange Board of India (“SEBI”), the draft red herring prospectus dated September 26, 2024 (the “DRHP”), in respect of the Offer, at such price as may be determined in accordance with the book building process under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and as agreed to by the Company in consultation with the book running lead managers to the Offer (the “BRLMs”), tabled at the meeting containing the requisite information as prescribed by applicable laws and regulations, subject to it being duly signed by the Board, the Chief Financial Officer of the Company, and the Selling Shareholders (or their duly authorised representatives) be and is hereby approved and adopted for filing with the SEBI, the BSE Limited and the National Stock Exchange of India Limited (collectively referred to as the “Stock Exchanges”) and such other authorities or persons as may be required.

**RESOLVED FURTHER THAT** the DRHP is hereby recommended for signing by each of the directors of the Company and the Chief Financial Officer of the Company and each such person be and is hereby authorised to sign the declaration page of the DRHP for and on behalf of the Company.

**RESOLVED FURTHER THAT** the Dr. Adil Agarwal, Whole-time Director, Dr. Anosh Agarwal, Whole-time Director, Mr. Yashwanth Venkat, Chief Financial Officer and Mr. A. Thanikainathan, Company Secretary of the Company, be and are hereby severally authorised to make corrections or alterations, if any, and to finalise and date the DRHP for purposes of filing with SEBI, the Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and do all acts, deeds, matters and undertake such other necessary steps to implement the above resolution.

**RESOLVED FURTHER THAT** the Board of Directors is hereby authorised to undertake, approve and adopt any subsequent changes, correction, updates, alterations, revisions,

**Dr. Agarwal's Health Care Limited**

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Tel: +91 44 4378 7777 | +91 44 4378 7778 | CIN: U85100TN2010PLC075403 | GST No: 33AADCD4418M1Z0

Email: info@dragarwal.com | Website: www.dragarwals.co.in

modifications or amendments in the DRHP in accordance with the applicable law and regulations prior to filing with the SEBI and Stock Exchanges, including to determining the number of shares and/or the amount proposed to be raised issue such certificates and confirmations as may be required and do all acts, deeds, matters and things and undertake such other necessary steps to implement the above resolution, including without limitation, to settle any questions, difficulties or doubts that may arise in relation thereto.

**RESOLVED FURTHER THAT** any of the Directors and/or Company Secretary of the Company is authorised to certify the true copy of the aforesaid resolutions which may be forwarded to any concerned authorities for necessary action.

**//CERTIFIED TRUE COPY//**

For **Dr. Agarwal's Health Care Limited**



**A Thanikainathan**

**Company Secretary**

Membership No: A25829

Date: November 15, 2024

Place: Chennai

## **Dr. Agarwal's Health Care Limited**

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