

**Subramanian Chandrasekar**

Practising Company Secretary

Old No. 11A, New No.7, Saradambal Street

T.Nagar, Chennai - 600 017.

Email: cschandrasekar2015@gmail.com

Mobile: 98410 85273

GSTN : 33AFKPC9010P1ZD

**ANNEXURE VII**

September 02, 2025

To,  
The Chief General Manager,  
Listing Operation,  
BSE Limited,  
20<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.

Dear Sir / Madam,

**Sub: Application for “In-principle approval” prior to issue and allotment of 1,32,827 Equity Shares on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.**

I, Subramanian Chandrasekar, Practising Company Secretary have verified the relevant records and documents of Dr. Agarwal's Eye Hospital Limited with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

- a) The proposed allottee has not sold any equity shares of the company during the 90 trading days preceding the relevant date. Further, none of entities in the promoter and promoter group entities have sold any equity share of the company during the 90 trading days preceding the relevant date.
- ~~b) The proposed allottee does not hold any equity shares of the issuer for a period starting from the relevant date till the date of preferential allotment. Not applicable~~
- c) The pre-preferential shareholding of the proposed allottee has been locked in accordance with Regulation 167 (6) SEBI (ICDR) Regulations, 2018. Further, there is no sale/ pledge of pre-preferential holding from August 25, 2025, till September 02, 2025. The details of the proposed allottee's pre-preferential shareholding and lock-in thereon are as given hereunder:

Name of Proposed Allottee	DP ID / Client ID*	Pre-preferential holding	Lock-in details		Pledged with	Pledge end date
			From	To		
Dr. Agarwal's Health Care Limited	IN301313-21398256, IN303719-11039552	33,79,098	August 25, 2025	February 27, 2026	Yes Bank & HDFC Bank	March 31, 2030 & December 31, 2030

(\*) client id/ folio no in case allottee hold the securities in physical form

- d) The proposed allottee, belonging to promoter(s) or the promoter group is not ineligible for allotment in terms of Regulations 159 of SEBI (ICDR) Regulations, 2018.
- e) The proposed issue is being made in accordance with the requirements of Chapter V of SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018, Section 42 and 62 of the Companies

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Act 2013 read with Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other requirements of Companies Act, 2013. Further, the company has complied with all legal and statutory formalities, and no statutory authority has restrained the company from issuing these proposed securities.

- f) The proposed preferential issue is being made in compliance with the provisions of Memorandum of Association (MoA) and Article of Association (AoA) of the company. It is further confirmed that for the proposed preferential issue, the price of the equity shares of the company has been determined in compliance based on the highest trading volume weighted average prices in respect of the equity shares of the issuer has been recorded during the preceding 10 trading days prior to the relevant date on BSE Limited, being the only stock exchange where the equity shares of the Company are listed and that the Articles of Association of the issuer does not provide for a method of determination which results in a floor price higher than that determined under ICDR Regulations, 2018.
- g) The total allotment to the allottee acting in concert in the present preferential issue or in the same financial year i.e. 2025-2026 is less than 5% of the post issue fully diluted share capital of the issuer.

**S. CHANDRASEKAR**

Company Secretary

M.No: F6773 / C.P. No: 13761

Signature

Name of the Practising Company Secretary: Subramanian Chandrasekar

FCS No. : 6773; COP No. : 13761

Peer Review Certificate No.2902/2023

UDIN: F006773G001148089

Place: Chennai

Date: September 02, 2025