

ANNEXURE 11

September 10, 2025

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400001, Maharashtra
Scrip Code: 526783

Dear Sir/Madam,

Sub: Application for obtaining approval under Regulation 37 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") for the proposed scheme of amalgamation of Dr. Agarwal's Eye Hospital Limited ("Transferor Company") with Dr. Agarwal's Health Care Limited ("Transferee Company") and their respective shareholders and creditors ("Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 read with rules and/or regulations framed thereunder and the regulations and circulars issued by the Securities and Exchange Board of India (in each case including any statutory modification(s) or re-enactment(s) thereof for the time being in force)

It is hereby certified that the draft scheme of amalgamation involving Dr. Agarwal's Eye Hospital Limited ("**Company**") and Dr. Agarwal's Health Care Limited does not, in any way violate, override or limit the provisions of securities laws or requirements of the stock exchange(s) and the same is in compliance with the applicable provisions of SEBI LODR Regulations and SEBI Master Circular on Scheme of Arrangement no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 ("**SEBI Master Circular**"), including the following:

| SN | Reference | Particulars | Remarks |
|---|---|---|----------------|
| 1 | Regulations 17 to 27 of Listing Regulations | Corporate governance requirements | Complied |
| 2 | Regulation 11 of Listing Regulations | Compliance with securities laws | Complied |
| Requirements of the SEBI Master Circular | | | |
| (a) | Para (I)(A)(2) | Submission of documents to Stock | Complied |
| (b) | Para (I)(A)(3) | Conditions for schemes of arrangement involving unlisted entities | Not applicable |
| I | Para (I)(A)(4) (a) | Submission of Valuation Report | Complied |
| (d) | Para (I)(A)(5) | Auditors certificate regarding compliance with Accounting | Complied |

Dr. Agarwal's Eye Hospital Limited

Regd. & Corporate Office

3rd Floor, Buhari Towers, No.4 Moores Road, Off Greams Road, Near Asan Memorial School, Chennai - 600 006.

Tel: +91 44 4378 7777 | +91 44 4378 7778 | CIN: L85110TN1994PLC027366 | GST No: 33AAACD2373G1Z2

Email: info@dragarwal.com | Website: www.dragarwal.com

| | | | |
|-----|-----------------|---|--|
| (e) | Para (I)(A)(10) | Provision of approval of public shareholders through e-voting | Applicable. The Company will comply with the provision of e-voting to public shareholders as required by the SEBI Scheme Circular, applicable provisions of the Companies Act, 2013 and the Listing Regulations. |
|-----|-----------------|---|--|

For Dr. Agarwal's Eye Hospital Limited



Company Secretary

For Dr. Agarwal's Eye Hospital Limited



Chairman and Managing Director



Certified that the transactions/ accounting treatment provided in the draft Scheme are in compliance with all the Accounting Standards applicable to a listed entity.

For Dr. Agarwal's Eye Hospital Limited



Chief Financial Officer

For Dr. Agarwal's Eye Hospital Limited



Chairman and Managing Director



Date: September 10, 2025