

Integrated Governance

DR. AGARWAL'S HEALTH CARE LIMITED

General information about company

Scrip code	544350	
NSE Symbol	AGARWALEYE	
MSEI Symbol	NOTLISTED	
ISIN	INE943P01029	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	30-06-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false	Not applicable for the said quarter
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	true	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	true	
Risk management committee	false	
Market Capitalisation as per immediate previous Financial Year	Any other	
Is SCORE ID Available ?	true	
SCORE Registration ID	comd00519	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

Annexure I

Annexure I to be submitted by listed entity on quarterly basis																							
I. Composition of Board of Directors																							
Disclosure of notes on composition of board of directors explanatory																							
Whether the listed entity has a Regular Chairperson						true																	
Whether Chairperson is related to MD or CEO						true	Disqualification of Directors under section 164 of the Companies Act, 2013																
Sr no.	Title(Mr/Ms)	Name of the Director	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director(in months)	No of Directorship in listed entities including this listed entity(Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity(Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Amar Agarwal	Non-Executive - Non Independent Director	Chairperson related to Promoter		false				Active	NA		27-01-2017				2	0	0	0			
2	Mr	Adil Agarwal	Executive Director	Not Applicable	CEO	false				Active	NA		01-05-2016				2	0	2	1			
3	Mr	Anosh Agarwal	Executive Director	Not Applicable		false				Active	NA		30-01-2014				1	0	0	0			
4	Mr	Sanjay Dharambir Anand	Non-Executive - Independent Director	Not Applicable		false				Active	NA		30-09-2016	30-09-2021		106	1	1	1	0			
5	Mr	Venkatraman Balakrishnan	Non-Executive - Independent Director	Not Applicable		false				Active	NA		03-09-2019	03-09-2024		69.28	2	2	3	2			
6	Mr	Nachiket Mor	Non-Executive - Independent Director	Not Applicable		false				Active	NA		17-09-2024	17-09-2024		9.14	2	2	7	2			
7	Mr	Ranjan Ramdas Pai	Non-Executive - Independent Director	Not Applicable		false				Active	NA		17-09-2024	17-09-2024		9.14	2	2	1	0			
8	Ms	Archana Bhaskar	Non-Executive - Independent Director	Not Applicable		false				Active	NA		17-09-2024	17-09-2024		9.14	1	1	2	1			
9	Mr	Ved Prakash Kalanoria	Non-Executive - Nominee Director	Not Applicable		false				Active	NA		05-05-2022				1	0	2	0			
10	Mr	Ankur Nand Thadani	Non-Executive - Nominee Director	Not Applicable		false				Active	NA		05-05-2022				1	0	3	1			

Annexure I

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Venkatraman Balakrishnan	Non-Executive - Independent Director	Chairperson	03-09-2019		
2	Ankur Nand Thadani	Non-Executive - Nominee Director	Member	05-05-2022		
3	Ved Prakash Kalanoria	Non-Executive - Nominee Director	Member	05-05-2022		
4	Sanjay Dharambir Anand	Non-Executive - Independent Director	Member	23-12-2016		
5	Nachiket Mor	Non-Executive - Independent Director	Member	25-09-2024		
6	Ranjan Ramdas Pai	Non-Executive - Independent Director	Member	25-09-2024		
7	Archana Bhaskar	Non-Executive - Independent Director	Member	25-09-2024		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Archana Bhaskar	Non-Executive - Independent Director	Chairperson	25-09-2024		
2	Ankur Nand Thadani	Non-Executive - Nominee Director	Member	05-05-2022		
3	Ved Prakash Kalanoria	Non-Executive - Nominee Director	Member	05-05-2022		
4	Sanjay Dharambir Anand	Non-Executive - Independent Director	Member	23-12-2016		
5	Nachiket Mor	Non-Executive - Independent Director	Member	25-09-2024		
6	Venkatraman Balakrishnan	Non-Executive - Independent Director	Member	25-09-2024		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Archana Bhaskar	Non-Executive - Independent Director	Chairperson	25-09-2024		
2	Ankur Nand Thadani	Non-Executive - Nominee Director	Member	25-09-2024		
3	Ved Prakash Kalanoria	Non-Executive - Nominee Director	Member	25-09-2024		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Nachiket Mor	Non-Executive - Independent Director	Chairperson	25-09-2024		
2	Ankur Nand Thadani	Non-Executive - Nominee Director	Member	25-09-2024		
3	Ved Prakash Kalanoria	Non-Executive - Nominee Director	Member	25-09-2024		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Nachiket Mor	Non-Executive - Independent Director	Chairperson	25-09-2024		
2	Ankur Nand Thadani	Non-Executive - Nominee Director	Member	12-12-2023		
3	Ved Prakash Kalanoria	Non-Executive - Nominee Director	Member	12-12-2023		

Annexure I

III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	14-02-2025			true	10	7	3
2	14-05-2025	88		true	10	10	5
3	28-05-2025	13		true	10	9	4

Annexure I

IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Nomination and remuneration committee	14-02-2025				true	6	4	3	0
2	Audit Committee	14-02-2025				true	7	4	3	0
3	Nomination and remuneration committee	21-04-2025	65			true	6	5	4	0
4	Nomination and remuneration committee	14-05-2025	22			true	6	6	4	0
5	Audit Committee	28-05-2025	13			true	7	6	4	0

Annexure I

V. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	true
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Thanikainathan Arumugam
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	

Signatory Details

Name of signatory	Thanikainathan Arumugam
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	09-07-2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Commercial Tax Officer	Interest of INR 4,22,180 and Penalty of INR 1,49,040	01-04-2025	Discrepancies with respect to tax liability on corporate guarantee for the period from April 2020 to March 2021	Impact on financials shall be to the extent of deposit amount or penalty payable, if the case is decided against the Company, by the Appellate Authority.

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	National Faceless Assessment Centre - Income Tax Department	07-03-2025	Appeal was preferred and 20% of the penalty amount was deposited	The Company has obtained the stay order on the demand.
2	National Faceless Assessment Centre - Income Tax Department	11-03-2025	The Company was examining the order/notice as received and was taking appropriate steps to file appeal and other necessary applications	The Company has filed an appeal. The proceedings are pending disposal.
3	National Faceless Assessment Centre - Income Tax Department	12-03-2025	The Company was examining the order/notice as received and was taking appropriate steps to file appeal and other necessary applications	The Company has filed appeal and obtained a stay order with condition to make payment of ₹ 10 Lakhs per quarter till 20% of demand is remitted.
4	Vinayak Netralaya, Pranay Kumar Singh, S. Sonu Verma and Vinayak Optix	28-02-2024	NA	The Arbitral Tribunal granted an amount of ₹98.73 million to the Company and directed the respondents to pay an amount of ₹5 million to our Company towards costs. The Respondents have intimated the Company of the appeal against the Award dated April 24, 2024, vide letter dated June 14, 2024. The matter is currently pending in appeal at the Madras High Court.
5	Income Tax Appellate Tribunal	07-06-2024	NA	The matter pertains to AY 2020-21 and is currently pending before the Income Tax Appellate Authority