

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	Half Yearly	
Date of Quarter Ending	30-09-2025	
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?	false	Not applicable for the said quarter
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	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	false	Not applicable for the said quarter
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							Textual Information(1)																	
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	DIN	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	00435684	Non-Executive - Non Independent Director	Chairperson related to Promoter		false				Active	NA		27-01-2017				2	0	0	0			
2	Mr	Adil Agarwal	01074272	Executive Director	Not Applicable	CEO	false				Active	NA		01-05-2016				2	0	2	1			
3	Mr	Anosh Agarwal	02636035	Executive Director	Not Applicable		false				Active	NA		30-01-2014				1	0	0	0			
4	Mr	Venkatraman Balakrishnan	02825465	Non-Executive - Independent Director	Not Applicable		false				Active	NA		03-09-2019	03-09-2024		72.28	2	2	3	2			
5	Mr	Sanjay Dharambir Anand	02501139	Non-Executive - Independent Director	Not Applicable		false				Active	NA		30-09-2016	30-09-2021		109	1	1	2	1			
6	Mr	Ankur Nand Thadani	03566737	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		24-09-2025				1	0	3	1			
7	Mr	Ved Prakash Kalanoria	08950500	Non-Executive - Nominee Director	Not Applicable		false				Active	NA		05-05-2022		24-09-2025		1	0	2	0	Others		
8	Ms	Archana Bhaskar	02235456	Non-Executive - Independent Director	Not Applicable		false				Active	NA		17-09-2024	17-09-2024		12.14	1	1	2	0			
9	Mr	Nachiket Mor	00043646	Non-Executive - Independent Director	Not Applicable		false				Active	NA		17-09-2024	17-09-2024		12.14	2	2	7	2			
10	Mr	Ranjan Ramdas Pai	00863123	Non-Executive - Independent Director	Not Applicable		false				Active	NA		17-09-2024	17-09-2024		12.14	2	2	1	0			

Text Block

Textual Information(1)

Mr. Ankur Nand Thadani ceased to be a Nominee Director with effect from September 24, 2025 and has been appointed to the Board of Directors in the capacity of Non-Executive Director with effect from September 24, 2025 at the Annual General Meeting of the Company.

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	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02825465	Venkatraman Balakrishnan	Non-Executive - Independent Director	Chairperson	03-09-2019		
2	03566737	Ankur Nand Thadani	Non-Executive - Non Independent Director	Member	05-05-2022		
3	08950500	Ved Prakash Kalanoria	Non-Executive - Nominee Director	Member	05-05-2022	24-09-2025	
4	02501139	Sanjay Dharambir Anand	Non-Executive - Independent Director	Member	23-12-2016		
5	00043646	Nachiket Mor	Non-Executive - Independent Director	Member	25-09-2024		
6	00863123	Ranjan Ramdas Pai	Non-Executive - Independent Director	Member	25-09-2024		
7	02235456	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	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02235456	Archana Bhaskar	Non-Executive - Independent Director	Chairperson	25-09-2024		
2	03566737	Ankur Nand Thadani	Non-Executive - Non Independent Director	Member	05-05-2022		
3	08950500	Ved Prakash Kalanoria	Non-Executive - Nominee Director	Member	05-05-2022	24-09-2025	
4	02501139	Sanjay Dharambir Anand	Non-Executive - Independent Director	Member	23-12-2016		
5	00043646	Nachiket Mor	Non-Executive - Independent Director	Member	25-09-2024		
6	02825465	Venkatraman Balakrishnan	Non-Executive - Independent Director	Member	25-09-2024		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02501139	Sanjay Dharambir Anand	Non-Executive - Independent Director	Chairperson	12-08-2025		
2	02235456	Archana Bhaskar	Non-Executive - Independent Director	Member	25-09-2024		
3	03566737	Ankur Nand Thadani	Non-Executive - Non Independent Director	Member	24-09-2025		
4	08950500	Ved Prakash Kalanoria	Non-Executive - Nominee Director	Member	25-09-2024	24-09-2025	

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00043646	Nachiket Mor	Non-Executive - Independent Director	Chairperson	25-09-2024		
2	03566737	Ankur Nand Thadani	Non-Executive - Non Independent Director	Member	24-09-2025		
3	08950500	Ved Prakash Kalanoria	Non-Executive - Nominee Director	Member	25-09-2024	24-09-2025	
4	02501139	Sanjay Dharambir Anand	Non-Executive - Independent Director	Member	12-08-2025		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00043646	Nachiket Mor	Non-Executive - Independent Director	Chairperson	25-09-2024		
2	03566737	Ankur Nand Thadani	Non-Executive - Non Independent Director	Member	24-09-2025		
3	08950500	Ved Prakash Kalanoria	Non-Executive - Nominee Director	Member	12-12-2023	24-09-2025	
4	02501139	Sanjay Dharambir Anand	Non-Executive - Independent Director	Member	12-08-2025		

Other Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					true	
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
No records available						

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	28-05-2025			true	10		
2	12-08-2025	75		true	10	8	4
3	27-08-2025	14		true	10	8	5

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	Reason 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	Audit Committee	28-05-2025				true	7	6	4	0
2	Audit Committee	12-08-2025	75			true	7	5	4	0
3	Audit Committee	26-08-2025	13			true	7	4	4	0
4	Nomination and remuneration committee	27-08-2025	0			true	6	4	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	
No records available	

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)

III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	NA	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

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

Signatory Details

Name of signatory	Thanikainathan Arumugam
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	17-10-2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
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 Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
No records available					

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
No records available					

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	The Company has obtained the stay order on the demand.	We have filed appeal with CIT(A) and got stay order on 20th August 2025 on the demand
2	National Faceless Assessment Centre - Income Tax Department	11-03-2025	The Company has filed an appeal. The proceedings are pending disposal.	In response to notice u/s 250 (First appeal proceedings) dated 11 June 2025, response was provided on 3 July 2025. The proceedings are pending disposal.
3	National Faceless Assessment Centre - Income Tax Department	12-03-2025	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.	Currently, pending before Commissioner of Income Tax (Appeals) for hearing.
4	Vinayak Netralaya, Pranay Kumar Singh, S. Sonu Verma and Vinayak Optix	28-02-2024	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.	The proceedings are pending disposal
5	Income Tax Appellate Tribunal	07-06-2024	The matter pertains to AY 2020-21 and is currently pending before the Income Tax Appellate Authority	Currently pending at Chennai Bench of ITAT for hearing the appeal.