

Ref: AHCL/2025-26/C054

November 12, 2025

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

National Stock Exchange of India Limited

Exchange Plaza, Plot No C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051

Scrip Code – **544350**

Symbol : **AGARWALEYE**

Dear Sir / Madam,

Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Ref: Regulation 30(2) read with Part A, Para A, Sub Clause 7, 7A of Schedule III of the SEBI Listing Regulations and SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (‘SEBI Master Circular’)

Pursuant to the captioned subject and reference, this is to inform you that, the Board of Directors of Dr. Agarwal’s Health Care Limited (**‘the Company’**), by way of circular resolution dated November 12, 2025 has:

i. Taken note of the stepping down of the Statutory Auditors of the Company and its Material Indian Subsidiary

M/s. Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No: 008072S), have vide their letters dated and effective November 12, 2025, formally communicated their decision to step down as the Statutory Auditors of the Company and its material Indian subsidiary Dr. Thind Eye Care Private Limited (**‘TECPL’**).

The Statutory Auditors have not raised any concerns or issue, and their stepping down has been tendered to facilitate the appointment of the existing statutory auditors of the Company’s listed material subsidiary, Dr. Agarwal’s Eye Hospital Limited (**‘AEHL’**), as the Statutory Auditors of the Company and TECPL, being integral to the ongoing merger process between the Company and AEHL, streamlining the audit and reporting practices for the combined entity.

The Board also placed on record, its gratitude and appreciation to M/s. Deloitte Haskins & Sells, Chartered Accountants, for their dedicated service and invaluable contributions during their tenure with the Company.

ii. **Considered and approved the appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants as the Statutory Auditors of the Company**

In accordance with the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and on the recommendation of the Audit Committee of the Board of Directors of the Company, M/s. S.R. Batliboi & Associates LLP, Chartered Accountants (Firm Registration No: 101049W/E300004) have been appointed as the Statutory Auditors to hold office till the conclusion of the 16th Annual General Meeting of the Company; subject to approval of the members in the ensuing general meeting of the Company, to fill the casual vacancy arising as a result of the stepping down of M/s. Deloitte Haskins & Sells, the erstwhile / outgoing statutory auditors of the Company.

Further, the Board of Directors of TECPL, separately have, approved the appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants (Firm Registration No: 101049W/E300004) as their Statutory Auditors to fill the casual vacancy arising as a result of the stepping down of their Statutory Auditor, i.e., M/s. Deloitte Haskins & Sells.

iii. **Approved the Postal Ballot Notice for appointment of the Statutory Auditors of the Company**

The consent of the members of the Company, for the appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants, (Firm Registration No: 101049W/E300004) as the Statutory Auditors of the Company to fill the casual vacancy arose as aforesaid, is proposed to be obtained through Postal Ballot via remote e-voting process only.

The said Notice shall be sent to all the members of the Company whose names appear on the Register of Members / Records of the Depositories, as on **November 14, 2025** (Cut-off date), and whose e-mail addresses are registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories.

The details as required in terms of regulation 30 read with Schedule III of the SEBI Listing regulations and SEBI Master Circular for the aforesaid resignations and appointments, together with the copies of the resignation letters as received from M/s. Deloitte Haskins & Sells, Chartered Accountants, are enclosed herewith as **Annexure I, II and III**.

We request you to kindly take the above on record.

Thanking you,

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

Thanikainathan Arumugam
Company Secretary and Compliance Officer

Encl.: as above.

Dr. Agarwal's Health Care Limited

Regd. Office: 1st Floor, Buhari Towers, No.4, Moores Road, Off Greams Road, Near Asan Memorial School, Chennai - 600 006.

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: L85100TN2010PLC075403 | GST No: 33AADCD4418M1ZO

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

Annexure I

Details required in terms of regulation 30 read with Schedule III of the SEBI Listing regulations and SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

i. Resignation of the Statutory Auditors of the Company and TECPL:

Sr. No.	Particulars	Details	Details
1.	Name of the Companies	Dr. Agarwal's Health Care Limited	Dr. Thind Eye Care Private Limited (TECPL), a material Indian subsidiary of the Company.
2.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Resignation as Statutory Auditors of the Company and TECPL owing to streamlining the audit and reporting practices for the combined entity (i.e. AEHL with AHCL), as detailed in the resignation letters enclosed herewith.	
3.	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment	November 12, 2025	November 12, 2025
4.	Brief profile (in case of appointment)	NA	NA
5.	Disclosure of relationships between directors (in case of appointment of a director).	NA	NA

Dr. Agarwal's Health Care Limited

Regd. Office: 1st Floor, Buhari Towers, No.4, Moores Road, Off Greams Road, Near Asan Memorial School, Chennai - 600 006.

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

12 November 2025

To
The Board of Directors
Dr. Agarwal's Health Care Limited
Corporate Office: 3rd Floor, Buhari Towers,
No. 4, Moores Road, Off Greaves Road,
Near Asan Memorial School,
Chennai - 600 006

Dear Members

Subject: Resignation as statutory auditors of Dr. Agarwal's Health Care Limited (the Company)

We were appointed as statutory auditors of the Company to hold office from the conclusion of the 11th Annual General Meeting of the Company till the conclusion of the 16th Annual General Meeting of the Company i.e., for a period of 5 years commencing from the financial year beginning on 1 April 2021 to financial year ending on 31 March 2026.

We have completed the statutory audit of the Company for the year ended 31 March 2025 and have issued our audit report dated 28 May 2025. We have completed the limited review of the Company's financial results for the quarters ended 30 June 2025 and 30 September 2025 (in accordance with the requirement of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015) and issued limited review reports dated 12 August 2025 and 30 October 2025, respectively. We have not commenced the statutory audit of the Company's Financial Statements for the year ending 31 March 2026.

We have completed our term of appointment as statutory auditors of Dr. Agarwal's Eye Hospital Limited, the Company's material subsidiary ("Subsidiary Company") at the conclusion of its 31st Annual General Meeting, which was held on 24 September 2025. Consequent to this, we have received a letter dated 5 November 2025 from Mr. Yashwanth Venkat, Chief Financial Officer, who has also had a discussion with us, regarding the statutory audit of the Company for the year ending 31 March 2026 and communicating that the Board of Directors of the Company and the Subsidiary Company, have at their meetings held on 27 August 2025, approved the merger of Subsidiary Company into the Company, subject to statutory approvals. Pursuant to the change in the statutory auditors of the Subsidiary Company, as part of its pre-merger activities and for reasons of the Company's operational efficiency, need for bringing in synergies with the Subsidiary Company audit firm, as well as maintaining consistency in the audit process, the Company intends to align its statutory auditor with that of the Subsidiary Company for the year ending 31 March 2026.

In view of this, we are tendering our resignation as the statutory auditor of the Company with immediate effect.

We thank you for the cooperation and courtesies extended to us during our term as the statutory auditor of the Company.

Please find attached in Annexure A, the information to be obtained by the Company from the auditors of listed entities and their material subsidiaries for the resignation as required by SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024.

Kindly acknowledge receipt of this letter.

Yours faithfully,
For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm Registration No. 008072S)

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R. Prasanna Venkatesh
Partner
(Membership No.214045)
Place: Mumbai

Annexure A

Format of information to be obtained from the statutory auditor upon resignation¹

1.	Name of the listed entity/ material subsidiary	Dr. Agarwal's Health Care Limited
2.	Details of the statutory auditor	
	a. Name	Deloitte Haskins & Sells Firm's Registration No. 008072S
	b. Address	ASV N Ramana Tower 52, Venkatnarayana Road, T. Nagar, Chennai - 600 017, Tamil Nadu, India
	c. Phone Number	+91 44 6688 5000
	d. Email	prvenkatesh@deloitte.com
3.	Details of association with the listed entity/ material subsidiary :	
	a. Date on which statutory auditor was appointed	At 11 th Annual General Meeting held on 23 September 2021
	b. Date on which term of the statutory auditor was scheduled to expire	Conclusion of the 16 th Annual General Meeting
	c. Prior to resignation, the latest audit report submitted by the auditor and date of its submission	a) Audit of the financial statements for the year ended 31 March 2025, vide audit Report dated 28 May 2025 b) Limited Review Report for the quarter ended 30 June 2025, dated 12 August 2025 c) Limited Review Report for the quarter ended 30 September 2025, dated 30 October 2025
4.	Details reasons for resignation	Refer attached resignation letter dated 12 November 2025
5.	In case of any concerns, efforts made by the auditor prior to resignation (including approaching the Audit Committee/Board of Directors along with the date of communication made to the Audit Committee/Board of Directors)	None
6.	In case the information requested by the auditor was not provided, then following shall be disclosed:	Not Applicable
	a. Whether the inability to obtain sufficient appropriate audit evidence was due to a management-imposed limitation or circumstances beyond the control of the management	
	b. Whether the lack of information would have significant impact on the financial statements/results.	
	c. Whether the auditor has performed alternative procedures to obtain appropriate evidence for the purposes of audit/limited review as laid down in SA 705 (Revised)	

¹ This Annexure A forms part of the letter of resignation as statutory auditors dated 12 November 2025 from Deloitte Haskins & Sells (Firm's Registration No. 008072S) to Dr. Agarwal's Health Care Limited.

Deloitte Haskins & Sells

	d. Whether the lack of information was prevalent in the previous reported financial statements /results. If yes, on what basis the previous audit/limited review reports were issued	
7.	Any other facts relevant to the resignation	None

Declaration

1. We hereby confirm that the information given in this letter and its attachments is correct and complete.
2. We hereby confirm that there is no other material reason other than those provided above for resignation of my firm.

Yours faithfully,

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm Registration No. 008072S)

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R. Prasanna Venkatesh
Partner
(Membership No.214045)

Place: Mumbai
Date: 12 November 2025

Deloitte Haskins & Sells

Chartered Accountants
ASV N Ramana Tower
52, Venkatnarayana Road
T. Nagar
Chennai - 600 017
Tamil Nadu, India

Phone: +91 44 6688 5000
Fax: +91 44 6688 5050

12 November 2025

To
The Board of Directors
Dr Thind Eye Care Private Limited
701 R, Mall Road, Model Town,
Jalandhar - 144003
Punjab, India.

Dear Members,

Subject: Resignation as Statutory Auditors of Dr Thind Eye Care Private Limited (the Company)

We were appointed as Statutory Auditors of the Company, a subsidiary of Dr. Agarwal's Health Care Limited (the Holding Company), to hold office from the conclusion of the 1st Annual General Meeting held on 24 December 2024 till the conclusion of the 6th Annual General meeting of the Company, i.e., for a period of 5 years commencing from financial year beginning 1 April 2024 to financial year ending 31 March 2029.

We have completed the statutory audit of the Company for the year ended 31 March 2025 and have issued our audit report dated 28 May 2025. We have not commenced the statutory audit of the Company's Financial Statement for the year ending 31 March 2026.

We have received a letter dated 6 November 2025 from Dr. Jaswant Singh Thind, Director, wherein it has been informed that the management of the Company and the group are looking to align the auditors of the Company (a material subsidiary of the Holding Company) with the auditors of the group for the new auditors to have sufficient coverage of audit, improve coordination and bring synergy and efficiency in audit for the year ending 31 March 2026.

We have duly considered the above request and, accordingly, we hereby tender our resignation as statutory auditors of the Company with immediate effect.

We thank you for the co-operation extended to us during our term as statutory auditors of the Company.

Please find attached the Annexure A the information to be obtained by the Company from the auditors of listed entities and their material subsidiaries for the resignation as required by SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024.

Kindly acknowledge receipt of this letter.

Thanking you,

Yours faithfully,
For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm Registration No. 008072S)

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RAJAGOPALAN

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RAJAGOPALAN
Date: 2025.11.12
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R. Prasanna Venkatesh
Partner
(Membership No.214045)
Place: Mumbai

Annexure A

Format of information to be obtained from the statutory auditor upon resignation¹

1	Name of the listed entity / material subsidiary	Dr Thind Eye Care Private Limited
2	Details of the statutory auditor:	
a	Name	Deloitte Haskins & Sells Firm's Registration No. 008072S
b	Address	ASV N Ramana Tower 52, Venkatnarayana Road T. Nagar Chennai - 600 017 Tamil Nadu, India
c	Phone number	+91 44 6688 5000
d	Email	prvenkatesh@deloitte.com
3	Details of association with the listed entity / material subsidiary:	
a	Date on which the statutory auditor was appointed	At 1 st Annual General Meeting held on 24 December 2024
b	Date on which the term of the statutory auditor was scheduled to expire	Conclusion of 6 th Annual General Meeting
c	Prior to resignation, the latest audit report / limited review report submitted by the auditor and date of its submission	Audit of the financial statements for the year ended 31 March 2025, vide audit report dated 28 May 2025.
4	Detailed reasons for resignation	Refer our resignation letter dated 12 November 2025
5	In case of any concerns, efforts made by the auditor prior to resignation (including approaching the Audit Committee / Board of Directors along with the date of communication made to the Audit Committee / Board of Directors)	None
6	In case of information requested by the auditor was not provided, then following shall be disclosed:	Not Applicable
a	Whether the inability to obtain sufficient appropriate audit evidence was due to a management-imposed limited or circumstances beyond the control of the management	
b	Whether the lack of information would have significant impact on the financial statements / results	
c	Whether the auditor has performed alternative procedures to obtain appropriate evidence for the purpose of audit / limited review as laid down in SA 705 (Revised)	

¹ This Annexure A forms part of the letter of resignation as statutory auditors dated 12 November 2025 from Deloitte Haskins & Sells (Firm's Registration No. 008072S) to Dr Thind Eye Care Private Limited.

Deloitte Haskins & Sells

d	Whether the lack of information was prevalent in the previous reported financial statement / results. If yes, on what basis the previous audit / limited review reports were issued	
7	Any other facts relevant to the resignation:	None

Declaration

1. We hereby confirm that the information given in this letter and its attachments is correct and complete.
2. We hereby confirm that there is no other material reason other than those provided above for the resignation of my firm.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm Registration No. 008072S)

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Date: 2025.11.12
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R. Prasanna Venkatesh
Partner
(Membership No.214045)

Place: Mumbai
Date: 12 November 2025

Annexure II

Details required in terms of regulation 30 read with Schedule III of the SEBI Listing regulations and SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

ii. Appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants, as the Statutory Auditors of the Company

Sr. No.	Particulars	Details
1.	Name of the Company	Dr. Agarwal's Health Care Limited
2.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	On the recommendation of the Audit Committee, the Board of Directors of the Company, have approved the appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants (Firm Registration No: 101049W/E300004) as the Statutory Auditors of the Company to fill the casual vacancy arising as a result of the stepping down of M/s. Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No: 008072S), the erstwhile / outgoing statutory auditors of the Company.
3.	Date of appointment/ re-appointment/cessation (as applicable) & term of appointment/re-appointment	November 12, 2025. The Statutory Auditors shall hold office till the conclusion of the 16 th Annual General Meeting of the Company to be held for the financial year ending 2025-26, subject to approval of the members in the ensuing general meeting of the Company.
4.	Brief profile (in case of appointment)	S. R. Batliboi & Associates LLP ("the Firm/SRB"), a limited liability partnership firm incorporated in India, is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India ("ICAI") with (ICAI Firm Registration No. 101049W/E300004). The Firm is part of S. R. Batliboi & Associates, a network of firms registered with the ICAI. The Firm was established in 1949 with its registered office in Kolkata and has offices across key cities in India. The Firm has a valid Peer Review certificate. All the network firms including the Firm are primarily engaged in providing audit and assurance services to its clients. They along-with its network firms audit several large listed and private companies across diverse market segments including Industrial, Infrastructure, Consumer Products, Financial Services, Technology, Media and Entertainment, Telecommunications and Professional Services.
5.	Disclosure of relationships between directors (in case of appointment of a director).	NA

Dr. Agarwal's Health Care Limited

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Annexure III

Details required in terms of regulation 30 read with Schedule III of the SEBI Listing regulations and SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

iii. Appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants, as the Statutory Auditors of TECPL

Sr. No.	Particulars	Details
1.	Name of the Company	Dr. Thind Eye Care Private Limited (TECPL), a material Indian subsidiary of the Company
2.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	The Board of Directors of TECPL, have approved the appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants (Firm Registration No: 101049W/E300004) as the Statutory Auditors of the Company to fill the casual vacancy arising as a result of the resignation of M/s. Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No: 008072S), their erstwhile / outgoing statutory auditors.
3.	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment	November 12, 2025. The Statutory Auditors shall hold office till the conclusion of the 3 rd Annual General Meeting of the Company, subject to approval of the members in the ensuing general meeting of the Company.
4.	Brief profile (in case of appointment)	S. R. Batliboi & Associates LLP ("the Firm/SRB"), a limited liability partnership firm incorporated in India, is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India ("ICAI") with (ICAI Firm Registration No. 101049W/E300004). The Firm is part of S. R. Batliboi & Associates, a network of firms registered with the ICAI. The Firm was established in 1949 with its registered office in Kolkata and has offices across key cities in India. The Firm has a valid Peer Review certificate. All the network firms including the Firm are primarily engaged in providing audit and assurance services to its clients. They along-with its network firms audit several large listed and private companies across diverse market segments including Industrial, Infrastructure, Consumer Products, Financial Services, Technology, Media and Entertainment, Telecommunications and Professional Services.
5.	Disclosure of relationships between directors (in case of appointment of a director).	NA