

Ref: AHCL/2025-26/C058

December 19, 2025

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Scrip Code: **544350**

National Stock Exchange of India Limited

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

Symbol: **AGARWALEYE**

Dear Sir / Madam,

Sub: Scrutinizer’s Report and Postal Ballot Voting Results under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’)

Ref: Our letters dated November 12, 2025, November 17, 2025 & November 18, 2025

In furtherance of the captioned subject and referenced letters, the Company vide its Postal Ballot Notice dated November 12, 2025, dispatched electronically on November 17, 2025, had sought the approval of its members for:

- i. Appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants, as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Deloitte Haskins & Sells, Chartered Accountants.

In this regard, we wish to inform that the Company has received more than the requisite majority consent from its members, and accordingly, the above resolution stands passed as of December 17, 2025 (i.e., the last date of remote e-voting).

Mr Subramanian Chandrasekar, Practicing Company Secretary (FCS No. 6773), Chennai, was appointed as the ‘Scrutinizer’ to scrutinize the Postal Ballot remote e-voting process fairly and transparently, and has submitted his report to the Chairman of the Company.

Pursuant to the captioned subject, we hereby enclose the following:

1. Voting results in the format as prescribed under the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024; and
2. Report of the Scrutinizer dated December 19, 2025, on the remote e-voting process.

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

The above information is also made available on the website of the Company and M/s. Kfin Technologies Limited, the e-voting agency at: <https://dragarwals.co.in/dr-agarwals-health-care/#postal-ballot> and <https://evoting.kfintech.com> respectively.

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**Voting Results of Postal Ballot under Regulation 44(3) of the SEBI Listing Regulations**

Date of Postal Ballot Notice	November 12, 2025
Cut-off Date / Record Date	November 14, 2025
Commencement of e-voting period	November 18, 2025 at (09:00 A.M.) IST
Conclusion of e-voting period	December 17, 2025 at (05:00 P.M.) IST
Total number of shareholders on record date	46,736
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable (Resolution passed through Postal Ballot)
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable (Resolution passed through Postal Ballot)

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Resolution No. 1:	Appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants, as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Deloitte Haskins & Sells, Chartered Accountants							
Ordinary / Special	ORDINARY							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	102504118	102504118	100.0000	102504118	0	100.0000	0.0000
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public- Institutions	E-Voting	72037525	64654424	89.7510	64654424	0	100.0000	0.0000
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	141629237	137857029	97.3366	137856540	489	99.9996	0.0003
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Total		316170880	305015571	96.4717	305015082	489	99.9998	0.0002



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

SCRUTINIZER'S REPORT

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, as amended)

To,

The Chairman

Dr. Agarwal's Health Care Limited

1st Floor, Buhari Towers No. 4, Moores Road,

Off. Greams Road, Near Asan Memorial School,

Chennai – 600006

Dear Sir,

SCRUTINIZER'S REPORT ON THE REMOTE E-VOTING PROCESS WITH RESPECT TO THE RESOLUTION AS SET OUT IN THE POSTAL BALLOT NOTICE DATED NOVEMBER 12, 2025

I, Subramanian Chandrasekar, Practicing Company Secretary, have been appointed by the Board of Directors of **Dr. Agarwal's Health Care Limited** ('the Company') as the Scrutinizer on November 12, 2025, for the purpose of scrutinizing the Remote E-voting process with respect to the resolution as set out in the Postal Ballot Notice of the Company dated November 12, 2025 ('the Postal Ballot Notice') in a fair and transparent manner in accordance with the provisions of Section 108 and 110 of the Companies Act, 2013 ('the Act') read together with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules') as amended.

Subject of the Resolution

The Company had sought the approval of its members vide Postal Ballot Notice for (i) the appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants, as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Deloitte Haskins & Sells, Chartered Accountants.

Cut-off Date and Mode of Dispatch of Postal Ballot Notice

In line with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and various subsequent related circulars, with the latest one being 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs, Government of India, the Postal Ballot Notice was dispatched by the Company only through electronic mode on November 17, 2025 to those Members whose names appeared on the Register of Members / Register of Beneficial Owners as on **Friday, November 14, 2025**, received from the Depositories and whose e-mail addresses were registered with the Company / its Registrar and Transfer Agent / Depository Participants / Depositories.

The Company had engaged the services of Kfin Technologies Limited ("KFinTech / Registrar and Transfer Agent") to facilitate the Postal Ballot remote e-voting process.

SUBRAMANIAN
CHANDRASEKAR

Digitally signed by
SUBRAMANIAN CHANDRASEKAR
Date: 2025.12.19 12:40:33 +05'30'

**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

The Postal Ballot Notice was hosted on the Company's website at www.dragarwals.co.in, websites of the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFin Technologies Limited at <https://evoting.kfintech.com>

A newspaper advertisement was also published by the Company, on Financial Express (English) and Makkal Kural (Tamil) dated November 18, 2025, about having dispatched the Postal Ballot Notice and details of the e-voting related instructions to its Members.

Period of Remote E-voting Process

The remote e-voting period for the Members to cast their vote(s) on the resolution had remained opened / available during the following period:

Commencement of e-voting period	Tuesday, November 18, 2025 at (9:00 A.M.) IST
Conclusion of e-voting period	Wednesday, December 17, 2025 at (5:00 P.M.) IST

The e-voting facility was disabled immediately after 5.00 p.m. IST on Wednesday, December 17, 2025, by KfinTech.

The votes cast during the abovementioned remote e-voting period were unblocked in the presence of two witnesses who were not in employment of the Company in accordance with Rule 20 (3) (ix) of the Companies (Management and Administration) Rules, 2014.

Management's Responsibility

The Management of the Company is responsible to ensure compliance with all the Statutory requirements, with respect to the following, for seeking the approval of the Members through Postal Ballot:

- the Companies Act, 2013 and Rules made thereunder read with the relevant Circulars of Ministry of Corporate Affairs (MCA); and
- the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Remote E-Voting and circulars issued thereunder.

**SUBRAMANIAN
CHANDRASEKAR**Digitally signed by SUBRAMANIAN
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Date: 2025.12.19 12:40:49 +05'30'

**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

Scrutinizer's Responsibility

My responsibility as the Scrutinizer for the remote e-voting process is strictly restricted only to prepare and submit a "Scrutinizer's Report" of the total votes casts, votes cast as "for" or "against" / "assent" or "dissent" for the resolution as stated in the Postal Ballot Notice based on the reports generated from the electronic voting service facility provided by KfinTech.

I have relied on information provided by KfinTech, in relation to details regarding number of shares held by shareholders.

The register required to be maintained by the Scrutinizer in terms of Rule 22(10) and Rule 20(xiv) of the Companies (Management and Administration) Rules, 2014 was maintained electronically comprising therein the particulars of the assents / dissents cast, name, address, folio number of the Members, number of shares held by them, nominal value of such shares etc. The Company does not have any shares with differential voting rights and hence the requirement of recording the same did not arise.

Results of the Postal Ballot Remote E-voting Process

After the scrutiny of the voting reports generated by and downloaded from KFintech's e-voting module, I hereby confirm that:

- ✓ the Ordinary Resolution Item No.1 as set out in the Postal Ballot Notice dated November 12, 2025, ***has been passed with requisite majority*** and all the valid votes cast by the Members are deliberated in my report hereinunder:

Resolution No. 1:

1. Appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants, as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Deloitte Haskins & Sells, Chartered Accountants (***Ordinary Resolution***)

Sr. No.	Particulars	No. of Shares	No. of Members*
1.	Total Valid Votes Cast	305015571	383
2.	Votes cast in favour	305015082	369
3.	Votes cast against	489	16

**The total no. of members who have voted in favour and against the resolution as mentioned in Sr. No. 2 & 3 above shall not tally with the total no. of members as specified in Sr. No.1 owing to the fact that few members have cast their votes partially in favour and partially as against the resolution.*

% of total valid votes cast in favour of the resolution: 99.9998%

% of total valid votes cast against the resolution: 0.0002%

The Chairman may declare the result of the voting on the resolution proposed in the Postal Ballot Notice of the Company as per the above results.

SUBRAMANIAN
CHANDRASEKAR

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CHANDRASEKAR
Date: 2025.12.19 12:41:00 +05'30'

**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

Electronic data and relevant records relating to Remote E-voting, shall remain in my safe custody until the Chairperson considers, approves and signs the Postal Ballot minutes of and thereafter the same will be handed over to the Company Secretary for the safekeeping.

Thanking you,

Yours faithfully,

SUBRAMANIAN
CHANDRASEKAR

Digitally signed by
SUBRAMANIAN CHANDRASEKAR
Date: 2025.12.19 12:41:12 +05'30'

Subramanian Chandrasekar

Practising Company Secretary

FCS No. 6773/COP No.13761

Peer Review Certificate No: 2902/2023

UDIN: F006773G002535607

Place: Chennai

Date: 19-12-2025

Counter Signed:

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

Thanikain
athan A

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Thanikainathan A
Date: 2025.12.19
12:53:51 +05'30'

Thanikainathan Arumugam

Company Secretary and Compliance Officer

Membership No. A25829

(Authorized by the Chairman)