

July 31, 2024

BSE Limited
Floor 25, P J Towers
Dalal Street
Mumbai – 400 001.

Sub: Clarification letter on the Disclosure filed under Regulation 31(2) read with Regulation 28(3) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulation, 2011 (“Takeover Regulations”)- Release of encumbrance

Ref: Our disclosure letters dated 20/07/2024, 24/07/2024 and 26/07/2024

Dear Sir,

In continuation to the subject disclosure under Regulation 31(2) of the Takeover Regulations submitted on July 20, 2024, July 24, 2024 and July 26, 2024 in relation to the release of indirect encumbrance and the response to the email from BSE Limited dated July 26, 2024, the details of indirect pledge position of the Holding Company, Dr. Agarwal’s Health Care Limited is submitted.

This is for your information and records. Submitted on behalf of the Promoter of AHCL, Dr. Adil Agarwal, Dr. Anosh Agarwal, Dr. Athiya Agarwal and Dr. Ashvin Agarwal.

Yours sincerely

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



A. Thanikainathan
VP – Corporate Affairs & Company Secretary



CC:

Dr. Agarwal’s Eye Hospital Limited
3rd Floor, Moores Road, Off Greems Road,
Chennai- 600006

Encl: As Above

Dr. Agarwal's Health Care Limited

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

Corporate Office

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

Tel: +91 44 4378 7777 | +91 44 4378 7778 | CIN: U85100TN2010PLC075403 | GST No: 33AADCD4418M1ZO

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

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company(TC)	Dr. Agarwal's Eye Hospital Limited ("Target Company")
Names of the Stock Exchanges where the shares of the target company are listed	BSE Limited
Date of reporting	June 20, 2024
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	Dr. Agarwal's Health Care Limited
Details of the creation/invocation/release of encumbrance:	Release of Indirect Encumbrance
<p><i>Note:</i> <i>Dr. Agarwal's Health Care Limited is one of the promoters of the Target Company. AHCL holds 33,79,098 equity shares in the Target Company which aggregates to 71.90% of the total issued and paid up share capital of the Target Company.</i></p> <p><i>On November 07, 2023, an indirect pledge was created over 11,09,618 equity shares constituting 11.90% of equity shares of Dr. Agarwal's Health Care Limited ("AHCL") for an aggregate nominal value of INR 1,10,96,180/- with ICICI Bank Limited ("ICICI") to secure the financial facility of INR 1,65,00,00,000 (Indian Rupees One Hundred Sixty-five Crore only) availed by them.</i></p> <p><i>It is submitted that on July 19, 2024, out of the indirect pledge created over 11,09,618 equity shares, 5,97,556 equity shares of AHCL towards which indirect encumbrance was created on the shares held by Dr. Adil Agarwal and Dr. Anosh Agarwal were released by ICICI.</i></p>	



Disclosure for encumbrance of shares / invocation of shares / release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Name of the Target Company (TC)					Dr. Agarwal's Eye Hospital Limited								
Names of the Stock Exchanges where the shares of the target company are listed					BSE Limited [Scrip Code: 526783 – Scrip Id: DRAGARWQ]								
Date of reporting					July 20, 2024								
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked					Dr. Agarwal's Health Care Limited								
Details of the creation/invocation/release of encumbrance:													
Name of the Promoter(s) or PACs with him	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of Encumbered shares creation [(2)+(3)] release [(2)-(3)]	
	No. of shares	% of total share capital	No. of shares	% of total share capital	Type of event (creation/invocation/release)	Date of (creation/invocation/release) of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Reasons for Encumbrance or release	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered	Number of shares	% of total share capital
Dr. Sunita Agarwal	63	0.001%	Nil	0.00%	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	Nil	0.00%
Dr. Ashar Agarwal	5	0.0001%	Nil	0.00%	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	Nil	0.00%
Dr. Ashvin Agarwal	5	0.0001%	Nil	0.00%	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	Nil	0.00%
Dr. Agarwal's Health Care Limited	33,79,098	71.90%	18,73,675	39.87%	Indirect release of pledge. Please refer note above	Please refer note above	N.A.	N.A.	N.A.	N.A.	N.A.	18,73,675	39.87%

For Dr. Agarwal's Health Care Limited



(Handwritten Signature)

Name: Thanikainathan.A
Designation: Company Secretary

Date: July 20, 2024
Place: Chennai

Note: Indirect pledge position for AHCL is as under:

ICICI Bank has released the pledge created over 5,97,556 equity shares of AHCL (Unlisted) held by Dr. Adil Agarwal and Dr. Anosh Agarwal on July 19, 2024 and their pre and post encumbrance details are as under in AHCL

Name of the Holding Company					Dr. Agarwal's Health Care Limited (Unlisted)								
Name of the promoter or PAC of the Holding Company on whose shares encumbrance has been created /released/ invoked					Dr. Adil Agarwal and Dr. Anosh Agarwal, the Promoter of the Holding Company								
Details of the creation / invocation /release of encumbrance:													
Name of the Promoter(s) or PACs with him	Promoter holding in the holding company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of Encumbered shares creation [(2)+(3)] release [(2)-(3)]	
	No. of shares	% of total share capital	No. of shares	% of total share capital	Type of event (creation / release / invocation)	Date of (creation / invocation / release of encumbrance)	Type of encumbrance (pledge/ lien/ non disposal/ undertaking/ others)	Reasons for Encumbrance or release	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered	Number of shares	% of total share capital
Dr. Adil Agarwal	418,743	4.49%	418,743	4.49%	Release of pledge (Release of indirect encumbrance of shares of Target Company)	19/07/2024	Pledge	Change in terms of financial facility	418,743	4.49%	ICICI Bank Limited	Nil	0.00%
Dr. Anosh Agarwal	5,24,263	5.62%	178,813	1.92%					178,813	1.92%		Nil	0.00%

For Dr. Agarwal's Health Care Limited



A. Thanikainathan.A

Name: Thanikainathan.A
Designation: Company Secretary

Date: July 31, 2024
Place: Chennai

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company(TC)	Dr. Agarwal's Eye Hospital Limited ("Target Company")
Names of the Stock Exchanges where the shares of the target company are listed	BSE Limited
Date of reporting	July 24, 2024
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	Dr. Agarwal's Health Care Limited
Details of the creation/invocation/release of encumbrance:	Release of Indirect Encumbrance
<p><i>Note:</i> <i>Dr. Agarwal's Health Care Limited is one of the promoters of the Target Company. AHCL holds 33,79,098 equity shares in the Target Company which aggregates to 71.90% of the total issued and paid up share capital of the Target Company.</i></p> <p><i>On November 07, 2023, an indirect pledge was created over 11,09,618 equity shares constituting 11.90% of equity shares of Dr. Agarwal's Health Care Limited ("AHCL") for an aggregate nominal value of INR 1,10,96,180/- with ICICI Bank Limited ("ICICI") to secure the financial facility of INR 1,65,00,00,000 (Indian Rupees One Hundred Sixty-five Crore only) availed by them.</i></p> <p><i>It was reported on July 20, 2024 that out of the indirect pledge created over 11,09,618 equity shares, 5,97,556 equity shares of AHCL towards which indirect encumbrance was created on the shares held by Dr. Adil Agarwal and Dr. Anosh Agarwal were released by ICICI on July 19, 2024. It is now submitted that on July 22, 2024, the remaining 512,062 equity shares of AHCL towards which indirect encumbrance was created on the shares held by Dr. Athiya Agarwal has been released by ICICI.</i></p>	



Disclosure for ~~encumbrance of shares / invocation of shares /~~ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Name of the Target Company (TC)					Dr. Agarwal's Eye Hospital Limited								
Names of the Stock Exchanges where the shares of the target company are listed					BSE Limited [Scrip Code: 526783 – Scrip Id: DRAGARWQ]								
Date of reporting					July 24, 2024								
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked					Dr. Agarwal's Health Care Limited								
Details of the creation/invocation/ release of encumbrance:													
Name of the Promoter(s) or PACs with him	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of Encumbered shares creation [(2)+(3)] release [(2)-(3)]	
	No. of shares	% of total share capital	No. of shares	% of total share capital	Type of event (creation /release/ invocation)	Date of (creation/ invocation/rel ease of encumbrance)	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Reasons for Encumbrance or release	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered	Number of shares	% of total share capital
Dr. Sunita Agarwal	63	0.001%	Nil	0.00%	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	Nil	0.00%
Dr. Ashar Agarwal	5	0.0001%	Nil	0.00%	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	Nil	0.00%
Dr. Ashvin Agarwal	5	0.0001%	Nil	0.00%	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	Nil	0.00%
Dr. Agarwal's Health Care Limited	33,79,098	71.90%	18,73,675	39.87%	Indirect release of pledge. Please refer note above	Please refer note above	N.A.	N.A.	N.A.	N.A.	N.A.	18,73,675	39.87%

For Dr. Agarwal's Health Care Limited



(Handwritten Signature)

Name: Thanikainathan.A
Designation: Company Secretary

Date: July 24, 2024
Place: Chennai

Note: Indirect pledge position for AHCL is as under:

ICICI Bank has released the pledge created over 512,062 equity shares of AHCL (Unlisted) held by Dr. Athiya Agarwal on July 22, 2024 and their pre and post encumbrance details are as under in AHCL

Name of the Holding Company					Dr. Agarwal's Health Care Limited (Unlisted)								
Name of the promoter or PAC of the Holding Company on whose shares encumbrance has been created/released/invoked					Dr. Athiya Agarwal, the Promoter of the Holding Company								
Details of the creation/invocation/release of encumbrance:													
Name of the Promoter(s) or PACs with him	Promoter holding in the holding company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of Encumbered shares creation [(2)+(3)] release [(2)-(3)]	
	No. of shares	% of total share capital	No. of shares	% of total share capital	Type of event (creation/invocation/release/invocation)	Date of (creation/invocation/release of encumbrance)	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Reasons for Encumbrance or release	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered	Number of shares	% of total share capital
Dr. Athiya Agarwal	512,062	5.49%	512,062	5.49%	Release of pledge (Release of indirect encumbrance of shares of Target Company)	22/07/2024	Pledge	Change in terms of financial facility	512,062	5.49%	ICICI Bank Limited	Nil	0.00%

For Dr. Agarwal's Health Care Limited



A. Thanikainathan.A

Name: Thanikainathan.A
Designation: Company Secretary

Date: July 31, 2024
Place: Chennai

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company(TC)	Dr. Agarwal's Eye Hospital Limited ("Target Company")
Names of the Stock Exchanges where the shares of the target company are listed	BSE Limited
Date of reporting	July 26, 2024
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	Dr. Agarwal's Health Care Limited
Details of the creation/invocation/release of encumbrance:	Release of Indirect Encumbrance
<p><i>Note:</i> <i>Dr. Agarwal's Health Care Limited is one of the promoters of the Target Company. AHCL holds 33,79,098 equity shares in the Target Company which aggregates to 71.90% of the total issued and paid up share capital of the Target Company.</i></p> <p><i>On August 22, 2023, an indirect pledge was created over 3,17,045 equity shares constituting 3.40% of equity shares of Dr. Agarwal's Health Care Limited ("AHCL") for an aggregate nominal value of INR 31,70,450/- with Yes Bank Limited ("Yes Bank") to secure the financial facility of INR 50,00,00,000 (Indian Rupees Fifty Crores only) availed by them.</i></p> <p><i>It is submitted that on July 24, 2024, the 3,17,045 equity shares of AHCL towards which indirect encumbrance was created on the shares held by Dr. Ashwin Agarwal has been released by Yes Bank.</i></p>	



Disclosure for encumbrance of shares / invocation of shares / release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Name of the Target Company (TC)					Dr. Agarwal's Eye Hospital Limited									
Names of the Stock Exchanges where the shares of the target company are listed					BSE Limited [Scrip Code: 526783 – Scrip Id: DRAGARWQ]									
Date of reporting					July 26, 2024									
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked					Dr. Agarwal's Health Care Limited									
Details of the creation/invocation /release of encumbrance:														
Name of the Promoter(s) or PACs with him	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of Encumbered shares creation [(2)+(3)] release [(2)-(3)]		
	No. of shares	% of total share capital	No. of shares	% of total share capital	Type of event (creation/invocation /release/invocation)	Date of (creation/invocation /rel ease of encumbrance)	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Reasons for Encumbrance or release	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered	Number of shares	% of total share capital	
Dr. Sunita Agarwal	63	0.001%	Nil	0.00%	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	Nil	0.00%	
Dr. Ashar Agarwal	5	0.0001%	Nil	0.00%	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	Nil	0.00%	
Dr. Ashvin Agarwal	5	0.0001%	Nil	0.00%	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	Nil	0.00%	
Dr. Agarwal's Health Care Limited	33,79,098	71.90%	18,73,675	39.87%	Indirect release of pledge. Please refer note above	Please refer note above	N.A.	N.A.	N.A.	N.A.	N.A.	18,73,675	39.87%	

For Dr. Agarwal's Health Care Limited



A. Thanikainathan

Name: Thanikainathan.A
Designation: Company Secretary

Date: July 26, 2024
Place: Chennai

Note: Indirect pledge position for AHCL is as under:

Yes Bank Limited has released the pledge over 3,17,045 equity shares of AHCL (Unlisted) held by Dr. Ashvin Agarwal on 24th July 2024 and his pre and post encumbrance details are as under in AHCL

Name of the Holding Company					Dr. Agarwal's Health Care Limited (Unlisted)								
Name of the promoter or PAC of the Holding Company on whose shares encumbrance has been created /released/ invoked					Dr. Ashvin Agarwal, the Promoter of the Holding Company								
Details of the creation / invocation /release of encumbrance:													
Name of the Promoter(s) or PACs with him	Promoter holding in the holding company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of Encumbered shares creation [(2)+(3)] release [(2)-(3)]	
	No. of shares	% of total share capital	No. of shares	% of total share capital	Type of event (creation / release / invocation)	Date of (creation / invocation /rel ease of encumbrance)	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Reasons for Encumbrance or release	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered	Number of shares	% of total share capital
Dr. Ashvin Agarwal	5,09,514	5.46%	3,17,045	3.40%	Release of pledge (Release of indirect encumbrance of shares of Target Company)	24/07/2024	Pledge	Change in terms of financial facility	3,17,045	3.40%	Yes Bank Limited	Nil	0.00%

Date: July 31, 2024
Place: Chennai



For Dr. Agarwal's Health Care Limited

A. Thanikainathan.A

Name: Thanikainathan.A
Designation: Company Secretary