Date: July 22, 2026

To,
The Bombay Stock Exchange
(BSE Limited)
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Scrip Name: AMWILL HEALTH CARE LIMITED.
Company Scrip Code.: 544353

Subject: Notice of 09th Annual General Meeting along with Annual Report of the Company for the Financial Year 2025-26

Dear Sir / Madam,

This is to inform that the 09th Annual General Meeting ("**AGM**") of the Company will be held on **Friday, August 14th, 2026 at 01.00 P.M. (IST)** through Video Conferencing/ Other Audio-Visual Means ("**OAVM**") in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company along with the Notice of AGM for the financial year 2025-26, which is being sent only through electronic mode to the Shareholders. The Annual Report containing the AGM Notice is also uploaded on the Company's website www.amwillhealthcare.com . We would further like to inform that the Company has fixed **Saturday, August 08th, 2026** as the **cut-off date** for ascertaining the names of the shareholders holding shares either in physical form or in dematerialized form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted as per the Notice of the AGM and to attend the AGM. The remote e-voting period starts from **09:00 A.M. (IST) on Tuesday, August 11, 2026** and will end on **05:00 P.M. (IST) on Thursday, August 13, 2026.**

Further, in accordance with Regulation 36 of SEBI Listing Regulations, a letter providing web-link for accessing the Annual Report for FY 2025-26 and notice of 09th AGM will be sent to all those Members who have not registered their email Ids via post.

This information will also be made available on the Company's Website at: www.amwillhealthcare.com.

This is for your records and information.

Thanking You.
FOR AMWILL HEALTH CARE LIMITED

ANSHU ANSHUMAN
Digitally signed by ANSHU ANSHUMAN
Date: 2026.07.22 19:15:38 +05'30'

Anshu Anshuman
Company secretary and compliance Officer
ACS65515
Address: No. 90,4th Floor, 2nd Main, 7th Cross, Chamrajpet, Bangalore, Karnataka, India, 560018

Place: Bangalore

Amwill Health Care Limited
Corporate Identity Number: L36994KA2017PLC105721
Registered Office: No. 90,4th Floor, 2nd Main, 7th Cross, Chamrajpet,
Bangalore, Karnataka, India, 560018
Website: www.amwillhealthcare.com E-mail ID: investors@amwillhealthcare.com
Telephone: +91 080 26605825

NOTICE

(Pursuant to Section 101 of the Companies Act, 2013)

NOTICE is hereby given that 09th (Ninth) Annual General Meeting of the Members of **AMWILL HEALTH CARE LIMITED ("The Company")** will be held on 14th August, 2026 at 01:00 P.M. (IST) through Video Conferencing / Other Audio-Visual Means **("VC" "OAVM")**, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider, and adopt the Audited Financial Statements of the Company for the year ended 31st March 2026 and notes together with the Report of the Directors and the Auditors of the Company and if thought fit, to pass, with or without modification(s).
   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended 31st March 2026 along-with the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To declare the Final Dividend on Equity Shares for the Financial Year ended 31st March 2026 and, in this regard,
   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT approval be and is hereby accorded for declaration and payment of final dividend of ₹ 0.50 (Rupees fifty paise only) per equity share of the face value of ₹ 10 (Rupee Ten) each fully paid up, of the Company, as recommended by the Board of Directors for the financial year ended 31st March 2026.

   RESOLVED FURTHER THAT the said dividend be paid to those members whose names appear in the register of members/ beneficial owners in the records of the depositories as on the record date fixed for the purpose, through electronic modes or such other modes as may be permissible under applicable law."

3. Appointment of a director in the place of Ms. Sapna Parmar (DIN: 10198855), who retires by rotation and being eligible, offers herself for re-appointment

   To consider, and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 152(6) and other applicable provisions of the Companies Act, 2013, Ms. Sapna Parmar (DIN: 10198855), Director (Non-Executive) of the Company, who retires by rotation at this annual general meeting and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director (Non-Executive) of the Company, liable to retire by rotation."

SPECIAL BUSINESS

4. To approve the re-appointment of Mr. Tarun Gandhi (DIN: 07854699) as the Managing director of the Company,

   To consider and, if thought fit, pass the following resolution as **Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 **("Act")**, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations")** (including any statutory modification(s), amendments(s) or re-enactment thereof for the time being in force) and such other approvals, permissions and sanctions, as may be required and pursuant to the provisions of the Articles of Association of the Company and in line with the Remuneration Policy of the Company, and on the recommendations of the Nomination & Remuneration Committee **("NRC")** and the Board of Directors, consent of the members of the Company, be and is hereby accorded for the re-appointment of Mr. Tarun Gandhi (DIN: 07854699) as Managing Director of the Company, not liable to retire by rotation and a Key Managerial Personnel (KMP) of the Company, whose current term of office is expiring on January 26, 2027, for a further period of **05 (five) years**, with effect from **January 27, 2027 till January 26, 2032**, on the terms & conditions including remuneration as set out hereunder, with the liberty to the Board of Directors [hereinafter referred to as the "board"which term shall be deemed to NRC of the Board] to alter, vary and modify the terms & conditions of the said appointment and/ or remuneration, in such manner, as may be agreed to between the Board and Mr. Tarun Gandhi (DIN: 07854699) within and in accordance with the Act or other applicable provisions or any amendment thereto:

Period of appointment: 05 (five) years, January 27, 2027 till January 26, 2032.

a) **Basic Salary:** Not exceeding ₹1,57,20,000/- (Rupees One Crore Fifty-Seven Lakh Twenty Thousand only) per annum.

b) **Perquisites and Allowances:** NA

c) **Reimbursement of Expenses:** Reimbursement of expenses incurred for travelling, boarding, and lodging during business trips; provision of cars for use on the Company' business shall be reimbursed and not considered as the Perquisites.

d) **General:**

(i) The Managing Director shall perform the duties as such with regard to all work of the Company and he will manage and attend to such business and carry out the orders and directions given by the Board, from time to time in all respect and confirm to and comply with all such directions and regulations as may from time to time, be given and made by the Board.

(ii) The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to the duties of directors.

(iii) The Managing Director shall adhere to the Company' Code of Conduct.

(iv) The office of the Managing Director may be terminated by the Company by giving 03 (three) months' prior notice in writing, by either party.

(v) No sitting fee will be paid for attending any meetings of the Board of Directors or any committee(s) thereof.

RESOLVED FURTHER THAT notwithstanding anything to the contrary contained herein, wherein any financial year, during the currency of the tenure of Mr. Tarun Gandhi (DIN: 07854699) as Managing Director, the Company has no profit or its profits are inadequate, the Company shall, subject to the requisite approvals/ sanctions, if any, wherever required and subject to the provisions of Sections 196 and 197 read with Schedule V to the Act, pay to Mr. Tarun Gandhi (DIN: 07854699), Basic Salary, Perquisites and Allowances, the minimum remuneration as set out herein, without any further reference to the members of the Company in general meeting.

RESOLVED FURTHER THAT the above Resolution, read together with the Managing Director Agreement to be executed between the Company and Mr. Tarun Gandhi (DIN: 07854699), setting out the terms and conditions of his re-appointment as Managing Director, shall be treated as the written memorandum of the terms of his re-appointment in compliance with the provisions of Section 190 of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors of the Company or the Company Secretary of the Company, be and are hereby severally authorized to submit prescribed applications, e-forms and to intimate the same to the appropriate authorities, regulatory / statutory body(s) and to the stock exchanges, namely, the BSE and to do any other acts, things and deeds as may be required to the give effect to the aforesaid resolution."

5. To approve the Re-appointment of Mr. Anand Gandhi (DIN: 07854706) as the Managing director of the Company.

   To consider, and if thought fit, to pass the following resolution as **Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 ("Act", the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations")** (including any statutory modification(s), amendments(s) or re-enactment thereof for the time being in force) and such other approvals, permissions and sanctions, as may be required and pursuant to the provisions of the Articles of Association of the Company and in line with the Remuneration Policy of the Company, and on the recommendations of the Nomination & Remuneration Committee **("NRC")** and the Board of Directors, consent of the members of the Company, be and is hereby accorded for the re-appointment of Mr. Anand Gandhi (DIN: 07854706)as Managing Director of the Company, not liable to retire by rotation and a Key Managerial Personnel (KMP) of the Company, whose current term of office is expiring on January 26, 2027, for a further period of **05 (five) years**, with effect from **January 27, 2027 till January 26, 2032**, on the terms & conditions including remuneration as set out hereunder, with the liberty to the Board of Directors [hereinafter referred to as the "Board" which term shall be deemed to NRC of the Board] to alter, vary and modify the terms & conditions of the said appointment and/ or remuneration, in such manner, as may be agreed to between the Board and Mr. Anand Gandhi (DIN: 07854706) within and in accordance with the Act or other applicable provisions or any amendment thereto:

Period of appointment: 05 (five) years, January 27, 2027 till January 26, 2032.

a) **Basic Salary:** Not exceeding ₹1,57,20,000/- (Rupees One Crore Fifty-Seven Lakh Twenty Thousand only) per annum.

b) Perquisites and Allowances: NA

c) Reimbursement of Expenses: Reimbursement of expenses incurred for travelling, boarding, and lodging during business trips; provision of cars for use on the Company' business shall be reimbursed and not considered as the Perquisites.

d) General:

(i) The Managing Director shall perform the duties as such with regard to all work of the Company and he will manage and attend to such business and carry out the orders and directions given by the Board, from time to time in all respect and confirm to and comply with all such directions and regulations as may from time to time, be given and made by the Board.

(ii) The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to the duties of directors.

(iii) The Managing Director shall adhere to the Company' Code of Conduct.

(iv) The office of the Managing Director may be terminated by the Company by giving 03 (three) months'prior notice in writing, by either party.

(v) No sitting fee will be paid for attending any meetings of the Board of Directors or any committee(s) thereof.

RESOLVED FURTHER THAT notwithstanding anything to the contrary contained herein, wherein any financial year, during the currency of the tenure of Mr. Anand Gandhi (DIN: 07854706) as Managing Director, the Company has no profit or its profits are inadequate, the Company shall, subject to the requisite approvals/ sanctions, if any, wherever required and subject to the provisions of Sections 196 and 197 read with Schedule V to the Act, pay to Mr. Anand Gandhi (DIN: 07854706) , Basic Salary, Perquisites and Allowances, the minimum remuneration as set out herein, without any further reference to the members of the Company in general meeting.

RESOLVED FURTHER THAT the above Resolution, read together with the Managing Director Agreement to be executed between the Company and Mr. Anand Gandhi (DIN: 07854706), setting out the terms and conditions of his re-appointment as Managing Director, shall be treated as the written memorandum of the terms of his re-appointment in compliance with the provisions of Section 190 of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors of the Company or the Company Secretary of the Company, be and are hereby severally authorized to submit prescribed applications, e-forms and to intimate the same to the appropriate authorities, regulatory / statutory body(s) and to the stock exchanges, namely, the BSE and to do any other acts, things and deeds as may be required to the give effect to the aforesaid resolution."

By Order of the Board of Directors
For AMWILL HEALTH CARE LIMITED
Sd/-
TARUN GANDHI
MANAGING DIRECTOR
DIN: 07854699
ADDRESS: No. 90,4th Floor, 2nd Main, 7th Cross, Chamrajpet, Bangalore, Karnataka, India, 560018

Place: Pune
Date: 17/07/2026

Section A –Attendance and Documents Inspection

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("S2. EBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secret arial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.amwillhealthcare.com. The Notice can also be accessed from the 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 the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

8. **The proceedings of the AGM will be deemed to be conducted at the Registered Office of the**

Company at 'No. 90,4th Floor, 2nd Main, 7th Cross, Chamrajpet, Chamrajpet (Bangalore), Bangalore, Bangalore, Karnataka, India, 560018, Amwill Health Care Limited.

9. **ELECTRONIC DISPATCH OF NOTICE AND ANNUAL REPORT:** In compliance with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for FY 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the RTA/Company/Depositories. Members may note that the Notice and Annual Report for FY 2025-26 are also available on the Company's website (www.amwillhealthcare.com) under 'Investors'section, websites of the Stock Exchanges i.e., the BSE Limited (www.bseindia.com) and the National Stock Exchange of India Limited (www.nseindia.com), and on the website of NSDL (https://evoting@nsdl.com). In case any member is desirous of obtaining hard copy of the Annual Report for the financial year 2025-26 and Notice of the 09th AGM of the Company, he/she may send request to the Company' email address at investors@amwillhealthcare.com .in mentioning Folio No./ DP ID, Client ID and the No. of shares held.

10. The Notice is being sent to all the members, whose names appeared in the Register of Members / records of depositories as beneficial owners, as on **Friday, July 17, 2026**. Pursuant to Regulation 36 of the SEBI Listing Regulations, a letter containing the weblink to access the Notice of AGM and Annual Report for FY 2025-26 has been sent to members who have not registered their email addresses.

11. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS AND THE SEBI CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND THE SEBI CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**

12. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, as amended **("Act")** with respect to Item Nos. 4 to 6 forms part of this Notice. The relevant details, pursuant to Regulations 36(3) and 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations")** and Secretarial Standard on General Meetings **(SS-2)** issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this AGM forms part of the Explanatory Statement. Requisite declarations have been received from the Directors seeking appointment/re-appointment.

13. Only registered members of the Company may attend and vote at the AGM through VC/OAVM facility. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

14. The Members can join the AGM in the VC/OAVM mode at least 30 minutes before and till 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

15. **Speaker Registration:** Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at

investors@amwillhealthcare.com.in up to **Friday, August 07th, 2026.** Those Members who have registered themselves shall be given an opportunity of speaking live in AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM and avoid repetition of questions.

16. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to investors@amwillhealthcare.com .

17. Institutional Investors, who are members of the Company, are encouraged to attend and vote at the 09th AGM through VC/OAVM facility. Corporate members intending to appoint their authorized representatives pursuant to Sections 112 and 113 of the Act, as the case maybe, to attend the AGM through VC/ OAVM or to vote through remote e-Voting are requested to send a certified copy of the Board Resolution to the Scrutinizer by e-mail at cssaurabhtalwar@gmail.com with a copy marked to evoting@nsdl.com and the Company at investors@amwillhealthcare.com .

18. Members desiring any information with regard to Annual Accounts/ Annual Report are requested to submit their queries addressed to the Company Secretary at investors@amwillhealthcare.com in at least 10 (ten) days in advance of the AGM so that the information called for can be made available to the concerned shareholder(s).

Section B –Up-dation of records, Nomination, KYC and Unpaid Dividend/IEPF

19. Members are requested to direct notifications about change of name/address, email address, telephone/mobile numbers, Permanent Account Number (PAN), Nomination, power of attorney, bank account details or any other information to their respective depository participant(s) (DP) in case the shares are held in electronic mode or in the Physical form to Bigshare Services Private Limited, Registrar and Share Transfer Agent of the Company **("Bigshare")** at Bigshare Services Private Limited, Unit: Amwill Health Care Limited, S6-2, 6th Pinnacle Business Park, Mahakali Caves Road, next to Ahura Centre, Andheri East, Mumbai- 400093, Maharashtra, India, Contact No: 022 – 62638200, Fax No:62638299, Email: investor@bigshareonline.com .

20. SEBI HAS MANDATED SUBMISSION OF PAN BY EVERY PARTICIPANT IN THE SECURITIES MARKET. MEMBERS HOLDING SHARES IN ELECTRONIC FORM ARE, THEREFORE, REQUESTED TO SUBMIT THEIR PAN DETAILS TO THEIR DEPOSITORY PARTICIPANTS. MEMBERS HOLDING SHARES IN PHYSICAL FORM ARE REQUESTED TO SUBMIT THEIR PAN DETAILS TO THE COMPANY' RTA. MEMBERS HOLDING SHARES IN PHYSICAL FORM, IN THEIR OWN INTEREST, ARE REQUESTED TO DEMATERIALIZE THE SHARES TOAVAIL THE BENEFITS OF ELECTRONIC HOLDING/TRADING.

21. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

22. For shares held in electronic form: to their Depository Participants ("Dps");

23. For shares held in physical form: to the Company/RTA in prescribed Form ISR-1 and other forms pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/SECFATF/P/ CIR/2023/169 dated October 12, 2023. To mitigate unintended challenges on account of freezing of folios, SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/ CIR/2023/181 dated November 17, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC, and Nomination details.

TRANSFER OF SHARES PERMITTED IN DEMAT FORM ONLY:

24. As per Regulation 40 of the SEBI Listing Regulations, as amended, transfer of securities would be carried out in dematerialized form only with effect from April 1, 2019. However, members can continue to hold shares in physical form. In view of the same and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Further, SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or Company' Registrar and Share Transfer Agent, Bigshare Services Private Limited at investor@bigshareonline.com for assistance in this regard.

25. **NOMINATION:** As per the provisions of Section 72 of the Act, the facility for making Nomination is available for the members in respect of the shares held by them. Members who have not yet registered their Nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier Nomination and record a fresh Nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company' website. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to Bigshare Services Private Limited at investor@bigshareonline.com , in case the shares are held in physical form.

26. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

27. Non-Resident Indian members are requested to inform the Company's RTA immediately of:

i. Change in their residential status on return to India for permanent settlement.

ii. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

28. Members holding shares in dematerialized mode are requested to intimate all changes pertaining to their bank details/ NECS/ mandates, nominations, power of attorney, change of postal address/ name, Permanent Account Number ('PAN') details, email address, telephone/mobile numbers, etc. to their Depository Participant, only and not to the Company/ the Company' RTA. Changes intimated to the Depository Participant will then be automatically reflected in the Company' records which will help the Company and its RTA provide efficient and better service to the members.

In case of members holding shares in physical form, such information is required to be provided to the Company's RTA in physical mode, or in electronic mode at investors@bidshares.com.

Section C –Voting through electronic means and attending AGM through VC/OAVM

29. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, as amended and the MCA Circulars issued by the Ministry of Corporate Affairs and Secretarial Standard-2 (SS-2) on "General Meetings" issued by the Institute of Company Secretaries of India, the Company is providing facility of remote e-Voting to its members in respect of the business to be transacted at the AGM.

30. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-Voting on the date of the AGM will be provided by NSDL.

31. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in remote e-voting on resolutions placed by the Company in the AGM Notice.

32. **CUT-OFF DATE:** A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e., **August 08th, 2026** only shall be entitled to avail the facility of remote e-voting as well as e-voting at the AGM. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the **Cut- Off Date i.e., August 08th, 2026**. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the Cut-off Date may obtain the login ID and password by sending a request at evoting@nsdl.com or the Company at: investor@amwillhealthcare.com and/or RTA at: investor@bigshareonline.com .

33. **REMOTE E-VOTING PERIOD:** The remote e-voting period commences on **Tuesday, August 11th, 2026 (09:00 a.m. IST) and ends on Thursday, August 13th, 2026 (05:00 p.m. IST)**. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off Date i.e., **August 08th, 2026**, may cast their vote by remote e-voting. Those members, who will be present in the AGM through the VC facility and have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

34. Any person who acquires shares of the Company and becomes a member of the Company after sending of the Notice and holding shares as on the Cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.com. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing user ID and password for casting the vote.

35. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

36. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM i.e., **August 14th, 2026**.

37. To support the 'reen Initiative' members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic

form and with the Company' RTA in case the shares are held by them in physical form. All such members are requested to kindly get their e-mail addresses updated immediately which will not only save your Company' money incurred on the postage but also contribute a lot to save the environment of this Planet.

38. Voting Options –In view of meeting being held by audio visual means, the members shall have two options of voting, both electronically as follows:
   i. Remote e-voting;
   ii. Electronic e-voting during the AGM.

39. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

1. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the body corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

2. The members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

3. The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.amwillhealthcare.com. The Notice can also be accessed from the 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 the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

6. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA General Circulars issued by the Ministry of Corporate Affairs. National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

Section D - Dividend Related Information

1. The Board of Directors has recommended final dividend of Rs.0.50 per equity share of face value of Rs. 10 each for the financial year 2025-26 that is proposed to be paid on and from August 14th, 2026, subject to the approval of the members at the 9th AGM. **The Record Date fixed for determining the entitlement of the members to the final dividend is 08th August, 2026.** You are kindly requested to complete your KYC as mentioned in Section B above to ensure payment of dividend(s).

2. **Mandatory Electronic Payment of Dividend:** With effect from November 18, 2025, dividend payments shall be made only in electronic mode, and issuance of dividend warrants/cheques has been discontinued. Payment will be processed subject to shareholders being KYC compliant. Shareholders holding shares in physical form are required to ensure that PAN, nomination (optional), contact details (including mobile number and address), bank account details, and specimen signature are duly updated with the Company/Registrar and Transfer Agent (RTA). Shareholders holding shares in dematerialized form must ensure that their bank details are updated with their Depository Participants (DPs). Dividend in respect of physical folios will be credited only upon completion of the required KYC formalities.

   As per the RBI guidelines, no charges should be levied by your bank branch for electronic credit. In case your bank has levied any service charge for electronic credit, please take up the matter with your bank branch manager.

3. **Tax Deducted at Source ("TDS") on Dividend:** Pursuant to the changes introduced by the Finance Act, 2020, w.e.f. April 01, 2020, dividend income is taxable in the hands of shareholders. Accordingly, the Company, in compliance with the provisions of the Income Tax Act, 2025, would be required to withhold taxes at the prescribed rates on the dividend paid to its shareholders.

   The withholding tax rate would vary depending on the residential status of the shareholder and the documents submitted by them and accepted by the Company. Application of TDS/withholding tax rate is subject to necessary verification by the Company of the member details as available in the Register of Members as on the Record Date, and other documents available with the Company/RTA provided by the member by the specified date.

   Accordingly, the above referred Final Dividend will be paid after deducting the tax at source as follows:

S. No.	Category of Shareholders	PAN	Dividend amount in a Financial Year after grouping folios/demat a/cs with same PAN of the first holder	Effective TDS rate	Remarks
1	Resident Individual	With or Without PAN	Less than ₹**10,000/-**	No TDS	
2	Resident Individual	With PAN	More than ₹**10,000 – Form 121 submitted**	No TDS	
3	Resident Individual	Without PAN	More than ₹**10,000 – Form 121 submitted**	20%	
4	Resident Individual	With PAN	More than ₹**10,000**	10%	
5	Resident Individual	Without PAN	More than ₹**10,000**	20%	
6	Non-resident Individual shareholders (Other than FPIs / FIIs)	With or Without PAN	Up to ₹**50,00,000**	20.80%	Incl. Health & Edu. Cess of 4%
7	Non-resident Individual shareholders (Other than FPIs / FIIs)	With or Without PAN	From ₹**50,00,001 To** ₹**1,00,00,000**	22.88%	Incl. Surcharge of 10% and Health & Edu. Cess of 4%
8	Non-resident Individual shareholders (Other than FPIs / FIIs)	With or Without PAN	Above ₹**1,00,00,000**	23.92%	Incl. Surcharge of 15% and Health & Edu. Cess of 4%
9	Foreign Companies / Overseas Body corporates	With or Without PAN	Up to ₹**1,00,00,000**	20.80%	Incl. Health & Edu. Cess of 4%
10	Foreign Companies / Overseas Body corporates	With or Without PAN	Above ₹**1,00,00,000 To** ₹**10,00,00,000**	21.21%	Incl. Surcharge of 2% and Health & Edu. Cess of 4%
11	Foreign Companies / Overseas Body corporates	With or Without PAN	Above ₹**10,00,00,000**	21.84%	Incl. Surcharge of 5% and Health & Edu. Cess of 4%
12	Non-resident shareholders (Both Individuals and Corporate bodies)	–	Can claim benefit under DTAA by submitting: (a) Tax Residency Certificate; (b) Form 41 (erstwhile Form 10F); (c) Declaration as per format.	–	
13	FPIs / FIIs	With PAN	Up to Rs.50,00,000	20.80%	Incl. Health & Edu. Cess of 4%
14	FPIs / FIIs	With PAN	Above ₹**50,00,000 up to** ₹**1,00,00,000**	22.88%	Incl. Surcharge of 10% and Health & Edu. Cess of 4%
15	FPIs / FIIs	With PAN	Above ₹**1,00,00,000 up to** ₹**2,00,00,000**	23.92%	Incl. Surcharge of 15% and Health & Edu. Cess of 4%

16	FPIs / FIIs	With PAN	Above ₹2,00,00,000 up to ₹5,00,00,000	23.92%	Incl. Surcharge of 15% (capped for dividend income under section 210 r.w. section 393 of the Income-tax Act, 2025) and Health & Edu. Cess of 4%
17	FPIs / FIIs	With PAN	Above ₹5,00,00,000	23.92%	Incl. Surcharge of 15% (capped for dividend income under section 210 r.w. section 393 of the Income-tax Act, 2025) and Health & Edu. Cess of 4%

- If the PAN is not as per the database of the Income-tax Portal, it would be considered as invalid PAN. Further, as per the Notification of the Central Board of Direct Taxes, individual shareholders are requested to link their Aadhaar number with PAN within the prescribed timelines, to avoid deduction of tax at higher rates.
- Self-declaration in Form 41 for FY 2026-27: Non-resident shareholders who have PAN and propose to claim treaty benefit need to mandatorily file Form 41 online at the link https://eportal.incometax.gov.in/ for the period 1st April, 2026 to 31st March, 2027.
- The Company is not obligated to apply the beneficial Tax Treaty rates at the time of tax deduction/withholding on dividend amounts. Application of beneficial Tax Treaty Rate shall depend upon the completeness of the documents submitted by the non-resident shareholder and review to the satisfaction of the Company.
- Blank Form 121 can also be downloaded from the link given at the end of this communication or from the website of the Company viz. https://www.amwillhealthcare.com/investor-information Needless to mention, PAN will be mandatorily required along with such declarations. Please note that all fields are mandatory to be filled up and the Company may, at its sole discretion, reject the form if it does not fulfil the requirement of law or the form is otherwise incomplete in any manner.
- In this regard, we request you to kindly upload the duly filled in and signed Form 121 in the RTA' online portal https://www.bigshareonline.com/resources-sebi_circular.aspx#parentHorizontalTab3 or you may also send the forms through email to investors@amwillhealthcare.com on or before Thursday, August 13, 2026. It is advisable to send the documents at the earliest to enable the Company to collate the documents to determine the appropriate TDS rates.
- In case tax on dividend is deducted at a higher rate in the absence of receipt of the aforementioned details/documents, you would still have the option of claiming refund of the excess tax paid at the time of filing your income tax return. No claim shall lie against the Company for such taxes deducted.

- All communication pertaining to non-receipt of dividend can be sent to the Registrar and Share Transfer Agent (RTA) through Online Investor Portal: https:// www.bigshareonline.com.

4. This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Members should consult their tax advisors for requisite action to be taken by them.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:

The remote e-voting period begins on August 11th, 2026 at 9:00 A.M. and ends on August 13th, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. August 08th, 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being August 08th, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

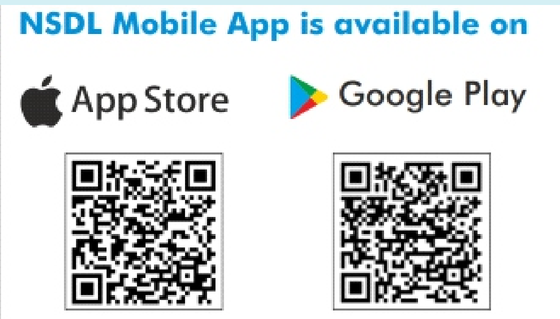
Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with NSDL.	4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.

Individual Shareholders holding securities in demat mode with CDSL	2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers ’ website directly .
	3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
	4. Alternatively , the user can directly access e -Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN"in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN"of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "C/OAVM"link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit"and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cssaurabhtalwar@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the **"Forgot User Details/Password?"** or **"Physical User Reset Password?"** option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to **(Mr. Falguni C, Assistant Manager)** at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (investors@amwillhealthcare.com).

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at

   Step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "C/OAVM"placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have

the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (investors@amwillhealthcare.com). The same will be replied by the company suitably.

Declaration of voting results

1. A member may participate in the 09th AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

2. Scrutinizer for e-Voting: Mr. Sourabh Talwar, Proprietor of Sourabh Talwar & Associates, Practicing Company Secretary, ACS-36045, CP No. 13338, has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner. He has communicated her willingness to be appointed and will be available for the said purpose.

3. Scrutinizer' Report: The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast during the AGM and thereafter unblock the votes cast through remote e-voting and shall submit not later than two working days of the conclusion of the AGM, a consolidated scrutinizer' report of the total votes cast in Favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

4. Voting Results: The results of voting will be declared and the same along with the Scrutinizer' Report will be published on the website of the Company (www.amwillhealthcare.co.in) and the website of NSDL (https://www.evoting.nsdl.com).

5. The Company shall simultaneously communicate the results along with the Scrutinizer' Report to the BSE Limited and the National Stock Exchange of India Limited, where the securities of the Company are listed.

   If you have any queries or issues regarding attending AGM & e-Voting from the NSDL e-Voting System, you can write an email to evoting@nsdl.com or contact at toll free no. 1800 210 9911.

   All grievances connected with the facility for voting by electronic means may be addressed to Mr. Falguni C, Assistant Manager, National Securities Depository Limited, T301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai- 400051, Maharashtra or any queries or grievances related to website issues you may contact : NSDL Helpdesk at Tel No.(022 - 48867000) e-Mail at : evoting@nsdl.com.

Additional information pursuant to the Secretarial Standards - 2 on General Meetings and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 / Explanatory Statement in respect of the Special Businesses pursuant to Section 102 of the Companies Act, 2013.

Item 4: To approve the re-appointment of Mr. Tarun Gandhi (DIN: 07854699) as the Managing director of the Company

Mr. Tarun Gandhi (DIN: 07854699) is the Managing Director of Amwill Health Care Limited.

A brief profile of Mr. Tarun Gandhi (DIN: 07854699) is mentioned below:

Mr. Tarun Gandhi has been an integral part of Amwill since day one, playing a pivotal role in the company' incorporation and its subsequent evolution into a publicly traded entity (IPO). He holds a bachelor' degree in commerce (advanced financial accounting and management accounting) with honours from Bangalore University.He was associated with M/s. Amwill Healthcare in the capacity of pharmaceutical business manager, and was heading the purchase, accounts and financing division. Subsequent to the transfer of business of M/s. Amwill Healthcare to our Company, he was appointed as the Director of our Company, since its incorporation. He was responsible for overseeing the finance, accounts and business development of our Company. He has been designated as the Managing Director of our Company with effect from January 27, 2024.

Mr. Tarun Gandhi brings extensive, hands-on pharmaceutical experience to the leadership team, having managed a nationally reputed pharmaceutical C&F agency and specialized dermatology pharmacies. This background provided him with deep insights into industry ethics, supply chain logistics, and patient care. At Amwill, he heads the product development, business development and finance and accounts divisions of our Company

Previous, Current and Proposed Term

Mr. Tarun Gandhi (DIN: 07854699) was inducted as a Director (Executive) on the Board of Directors of the Company on August 21, 2017, thereafter, as a Managing Director of the Company, by the shareholders of the Company, in their Extra Ordinary General meeting held on January 27, 2024, for a period of 03 (three) years, from January 27, 2024 to January 26, 2027.

The current term of appointment of Mr. Tarun Gandhi, as a Managing Director of the Company, shall expire on January 26, 2027.

Mr. Tarun Gandhi is proposed to be re-appointed as a Managing Director, liable to retire by rotation and a Key Managerial Personnel, for a period of consecutive 05 (five) years commencing from January 27, 2027 to January 26, 2032.

Proposal and Rationale for re-appointment

The performance of Mr. Tarun Gandhi during his association with the Company has been evaluated as satisfactory by the Nomination & Remuneration Committee **("NRC")** and the Board of Directors.
Based on the skills, experience, knowledge and positive outcome of performance evaluation and the substantial contribution made by Mr. Tarun Gandhi, during his tenure as Managing Director of the Company, tremendous personal efforts made by the incumbent, despite tough competition amongst the Company' competitors and he has done a tremendous job in representing the Amwill product at different level, the Board, in its meeting held on **July 17, 2026**, on the recommendations of the NRC, considered, approved and recommended to the shareholders, the re-appointment of Mr. Tarun Gandhi as a Managing Director, not liable to retire by rotation and a Key Managerial

Personnel, for a period of consecutive 05 (five) years commencing from January 27, 2027 to January 26, 2032. , on the terms and conditions including remuneration as mentioned in the item no. 4, in accordance with the provisions of Section 196 and 197 read with Schedule V to the Companies Act, 2013 **("Act")** and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations")**.

Confirmations/Declarations:

Mr. Tarun Gandhi has given a declaration as per Section 196(3) read with Part I of Schedule V to the Act that he fulfils the conditions for the appointment of a managing director. Mr. Tarun Gandhi has also given declaration in form DIR-8 that he is not dis-qualified from being appointed as a director in terms of Section 164(1) & (2) of the Act.
Also, in compliance with the SEBI Order dated June 14, 2018, to the Stock Exchanges and further SEBI Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, this is to confirm that Mr. Tarun Gandhi (DIN: 07854699) has not been debarred from holding the office of director by virtue of any SEBI order or any other such authority.

The Company has not defaulted in payment of dues to any bank or public financial institution or non-convertible debenture holders or any other secured creditor.

This Statement may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and SS-2 on General Meetings issued by the Institute of Company Secretaries of India.
Mr. Tarun Gandhi is interested in the resolution set out in Item No. 4 of the Notice with regard to his re-appointment as a Managing Director. The relatives of Mr. Tarun Gandhi may be deemed to be interested in the aforesaid resolution to the extent of their shareholding, if any, in the Company.

Save and except the above, none of the other Directors and Key Managerial Personnel of the Company and their relatives is in anyway concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

Accordingly, the Board recommends the Special Resolution as set out in Item no. 4 of the accompanying Notice for the appointment of Mr. Tarun Gandhi as Managing Director (Executive), on such terms as stated therein for approval of the members of the Company.

Item 5: To approve the re-appointment of Mr. Anand Gandhi (DIN: 07854706) as the Managing director of the Company.

Mr. Anand Gandhi (DIN: 07854706) is the Managing Director of Amwill Health Care Limited.

A brief profile of Mr. Anand Gandhi (DIN: 07854706) is mentioned below:

Mr. Anand Gandhi, aged 42 years, is a Managing Director of our Company. He holds a bachelor's and master's degree in pharmacy (pharmaceuticals) with honours from Rajiv Gandhi University of Health Sciences, Karnataka. He was the proprietor of M/s. Amwill Healthcare, and was responsible for overseeing the marketing and sales division of the proprietorship. Subsequent to the transfer of business of M/s. Amwill Healthcare to our Company, he was appointed as the Director of our Company, since its incorporation. He has been designated as the Managing Director of our Company with effect from January 27, 2024. He holds experience of more than a decade in brand placement, marketing and sales and enhancing product visibility in the dermatology segment of the pharmaceutical industry. Presently, he heads the marketing and sales, dermatologist relations divisions of our Company.

Previous, Current and Proposed Term

Mr. Anand Gandhi (DIN: 07854706) was inducted as a Director (Executive) on the Board of Directors of the Company on August 21, 2017, thereafter, as a Managing Director of the Company, by the shareholders of the Company, in their Extra Ordinary General meeting held on January 27, 2024, for a period of 03 (three) years, from January 27, 2024 to January 26, 2027.

The current term of appointment of Mr. Anand Gandhi as a Managing Director of the Company, shall expire on January 26, 2027.

Mr. Anand Gandhi is proposed to be re-appointed as a Managing Director, liable to retire by rotation and a Key Managerial Personnel, for a period of consecutive 05 (five) years commencing from January 27, 2027 to January 26, 2032.

Proposal and Rationale for re-appointment

The performance of Mr. Anand Gandhi during his association with the Company has been evaluated as satisfactory by the Nomination & Remuneration Committee ("NRC") and the Board of Directors. Based on his skills, extensive experience, industry knowledge, positive performance evaluation, and significant contributions during his tenure as Managing Director, the Board has acknowledged his dedicated leadership and consistent efforts in driving the Company's growth despite intense competition in the pharmaceutical industry. Mr. Anand Gandhi has played a pivotal role in strengthening the Company's market presence through his strategic initiatives and sustained focus on business development.

Accordingly, the Board of Directors, at its meeting held on **July 17, 2026**, based on the recommendation of the Nomination & Remuneration Committee, considered and approved the relevant proposal in recognition of his valuable contributions and continued leadership., and recommended to the shareholders, the re-appointment of Mr. Anand Gandhi as a Managing Director, not liable to retire by rotation and a Key Managerial Personnel, for a period of consecutive 05 (five) years commencing from January 27, 2027 to January 26, 2032. , on the terms and conditions including remuneration as mentioned in the item no. 5, in accordance with the provisions of Section 196 and 197 read with Schedule V to the Companies Act, 2013 **("Act")** and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations")**.

Confirmations/Declarations:

Mr. Anand Gandhi has given a declaration as per Section 196(3) read with Part I of Schedule V to the Act that he fulfils the conditions for the appointment of a managing director. Mr. Anand Gandhi has also given declaration in form DIR-8 that he is not dis-qualified from being appointed as a director in terms of Section 164(1) & (2) of the Act.
Also, in compliance with the SEBI Order dated June 14, 2018, to the Stock Exchanges and further SEBI Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, this is to confirm that Mr. Anand Gandhi (DIN: 07854706) has not been debarred from holding the office of director by virtue of any SEBI order or any other such authority.

The Company has not defaulted in payment of dues to any bank or public financial institution or non-convertible debenture holders or any other secured creditor.

This Statement may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and SS-2 on General Meetings issued by the Institute of Company Secretaries of India.

Mr. Anand Gandhi is interested in the resolution set out in Item No. 5 of the Notice with regard to his appointment as a Managing Director (Executive). The relatives of Mr. Anand Gandhi may be deemed to be interested in the aforesaid resolution to the extent of their shareholding, if any, in the Company.

Save and except the above, none of the other Directors and Key Managerial Personnel of the Company and their relatives is in anyway concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

Accordingly, the Board recommends the Special Resolution as set out in Item no. 5 of the accompanying Notice for the appointment of Mr. Anand Gandhi as Managing Director (Executive), on such terms as stated therein for approval of the members of the Company.

By Order of the Board of Directors
For AMWILL HEALTH CARE LIMITED
Sd/-
TARUN GANDHI
MANAGING DIRECTOR
DIN: 07854699
ADDRESS: No. 90,4th Floor, 2nd Main, 7th Cross,
Chamrajpet, Bangalore,
Karnataka, India, 560018

Place: Pune
Date: 17/07/2026

Details of Directors proposed to be re-appointed, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard 2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India:

Particulars	Mr. Tarun Gandhi	Mr. Anand Gandhi	Ms. Sapna Parmar
DIN	**7854699**	**7854706**	**10198855**
Date of Birth / Age in years	41	42	38
Date of first appointment	21/08/2017	21/08/2017	17/04/2025
Brief resume of the Director	Mr. Tarun Gandhi is the Promoter and Managing Director of our Company.	Mr. Anand Gandhi is the Promoter and Managing Director of our Company.	Mr. Sapna Parmar is the (non-executive, non-independent) Director of our Company
Nature of expertise in specific functional areas	Mr. Tarun Gandhi holds a bachelor's degree in commerce (advanced financial accounting and management accounting) with honors from Bangalore	Mr. Anand Gandhi holds a bachelor's and master's degree in pharmacy (pharmaceutics) with honours from Rajiv Gandhi University of Health Sciences, Karnataka.	Ms. Sapna Parmar is an Associate Member of the Institute of Company Secretaries of India (ICSI) and a commerce graduate. She possesses in-depth knowledge of the Companies Act and other applicable rules and regulations.
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Skills and capabilities required for this role includes a person to head the product development, business	Skills and capabilities required for this role includes a person to head the marketing and sales, dermatologist relations divisions of our Company.	Ms. Sapna Parmar is an Associate Member of the Institute of Company Secretaries of India (ICSI) and a commerce graduate. She possesses in-depth knowledge of the Companies Act and other applicable rules and regulations. During the Company's IPO process, she played a vital role while serving as the Company Secretary and Compliance Officer, proving to be a valuable asset to Amwill. With her professional expertise and commitment, she is well-positioned to contribute significantly in her new role as a Non-Executive Director of the Company.

Date of First appointment on the Board	21/08/2017	21/08/2017	17/04/2025
Directorship held in other companies (excluding foreign companies and section 8 companies)	-	-	-
Membership / Chairmanships of Committees of other public Companies	-	-	-
Listed entities from which the person has resigned in the past three years	-	-	-
Inter-se Relationship between Directors	Relative of Mr. Anand Gandhi	Relative of Mr. Tarun Gandhi	-
No. of Shares held in the Company (singly or jointly as first holder) as on date of this Notice	6,328,920	6,328,920	-
No. of Board Meetings Held/ Attended in FY25	8	7	3
Details of Remuneration sought to be paid	157.20 Lakhs	157.20 Lakhs	Sitting fees
Last Remuneration drawn (per annum)	157.20 Lakhs	157.20 Lakhs	NA
Disclosure of relationships between directors inter-se	Relative of Mr. Anand Gandhi	Relative of Mr. Tarun Gandhi	-
Terms and conditions of re-appointment and remuneration	Director (Executive) not liable to retire by rotation	Director (Executive) not liable to retire by rotation	Director (non-executive) liable to retire by rotation

AMWILL

ANNUAL REPORT 2025-26

A Journey of Sustainable Growth

Driven by Innovation,
Trusted by Dermatologists.

Contents

Corporate Information

BOARD OF DIRECTORS

Mr. Tarun Gandhi
Managing Director

Mr. Anand Gandhi
Managing Director

Mr. Man Singh Gilundia
Non-Executive & Independent Director

Mr. Vasanth Kumar
Non-Executive & Independent Director

Ms. Sapna Parmar
Non-Executive Director

KEY MANAGERIAL PERSONNEL

Ms. Sharanya Nagaraj
Chief Financial Officer

Ms. Anshu Anshuman
Company Secretary

AUDIT COMMITTEE

Mr. Man Singh Gilundia
Chairman

Mr. Vasanth Kumar
Member

Mr. Tarun Gandhi
Member

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Mr. Man Singh Gilundia
Chairman

Mr. Vasanth Kumar
Member

Mr. Tarun Gandhi
Member

NOMINATION AND REMUNERATION COMMITTEE

Mr. Vasanth Kumar
Chairman

Mr. Man Singh Gilundia
Member

Ms. Sapna Parmar
Member

STRATEGIC AND FINANCIAL ADVISOR

Mr. Abhishek Jain

REGISTERED & CORPORATE OFFICE :

No. 90, 4th Floor, 2nd Main Road,
7th Cross, Chamrajpet,
Bangalore - 560018, Karnataka
Ph: 080 26605825
Email: investor@amwillhealthcare.com
Website: www.amwillhealthcare.com

CIN

L36994KA2017PLC105721

STATUTORY AUDITORS

M/s SKLR & Co LLP,
Chartered Accountants
Firm registration number: W100362
Mumbai

SECRETARIAL AUDITOR

Mehak Gupta & Associates
Company Secretaries
Peer Review No: 1643/2022
304, 6A/1, Ganga Chamber,
W.E.A, Karol Bagh
New Delhi-110005

INTERNAL AUDITOR

S P R & Co.
Gajanana Tower, No. 7/2, 2nd Floor,
Annaswamy Mudaliar Rd., Rukmani Colony,
Sivanchetti Gardens, Ulsoor,
Bengaluru, Karnataka -560042

BANKERS

KOTAK MAHINDRA BANK, BANGALORE

REGISTERED TRANSFER AGENT

M/s Bigshare Services Private Limited
Office No. S6-2, 6th Floor,
Pinnacle Business Park,
Next to Ahura Centre,
Mahakali Caves Road, Andheri East,
Mumbai – 400 093

LISTING

BSE LIMITED-SME Platform
PJ Towers, Dalal Street
Mumbai- 400001

COMPANY SECRETARY & COMPLIANCE OFFICER :

Ms. Anshu Anshuman
Company Secretary & Compliance Officer
No. 90, 4th Floor, 2nd Main Road,
7th Cross, Chamrajpet,
Bangalore - 560018, Karnataka
Ph: 080 26605825
Email: investors@amwillhealthcare.com

Mr. Tarun Gandhi
Managing Director

Mr. Anand Gandhi
Managing Director

Managing Directors' Message to Shareholders (FY 2025–26)

Dear Shareholders,

It is our privilege and honor to present the Annual Report of Amwill Health Care Limited for the financial year 2025–26. This year marks our first full financial year as a public listed Company on the BSE SME Exchange. Following our historic listing on 12th February 2025, this past year has been dedicated to translating our capital milestones into foundational execution, market expansion, and sustainable long-term value for our stakeholders.

Despite persistent macroeconomic challenges and intense competition within the domestic dermatology landscape, your company has demonstrated remarkable resilience. We have aggressively pushed the boundaries of our geographic presence while continuing to invest heavily in scientific clinical formulations that build long-term trust with medical practitioners and patients alike.

Financial Performance: Profitable Growth and Capital Discipline

We are delighted to report that FY 2025–26 has been a year of strong financial performance, validating our asset-light business model and disciplined market penetration strategy.

- Revenue Milestone: Our revenue from operations (sales) grew by 12.1%, reaching Rs.45.49 Crore, up from Rs.40.58 Crore in the previous fiscal year. This top-line momentum was driven primarily by an encouraging response in our newly entered territories and deeper wallet share in our core South Indian markets. Including other income, our Total Income for the year reached Rs.48.41 Crore.

- Earnings & Profitability: Net Profit after tax (PAT) rose to Rs.11.42 Crore, up from Rs.10.73 Crore last year. Our core profitability remains highly robust, with Profit Before Tax (PBT) registering a remarkable growth of 29.1% to reach Rs.15.37 Crore, reflecting excellent operational efficiencies and strong cost optimization across business lines.

REWARDING OUR SHAREHOLDERS & PAYOUT STRATEGY

In line with our commitment to sharing the rewards of our growth with our shareholders, the Board of Directors has recommended a maiden final dividend of Rs.0.50/- per equity share of face value of Rs.10/- each (i.e., @ 5% on the paid-up value) for the financial year ended March 31, 2026. This recommendation is subject to your approval of Shareholder at the ensuing Annual General Meeting.

Looking ahead, it is management's clear intent and strategic endeavor to establish a regular, periodic dividend distribution practice to reward our long-term investors consistently. We aim to move toward evaluating stakeholder returns on a more frequent basis, subject to ongoing business performance, optimal cash flow requirements, and necessary Board approvals. This reflects our core philosophy of balancing aggressive geographic scaling with predictable, transparent stakeholder wealth creation.

Market Footprint: Transitioning into a PAN-India Brand

Our strategic roadmap outlined last year focused on transitioning from a strong regional player into a nationwide dermatological brand. We are pleased to report substantial progress on this front:

01

Consolidating the Core: We successfully sustained our market leadership and advanced clinical engagement across our traditional strongholds of Karnataka, Andhra Pradesh, and Telangana.

02

New Frontiers: Our entry into Western India (Maharashtra), Tamil Nadu, and the underserved regions of North East India has started yielding measurable results. Over the past twelve months, we placed senior sales leadership teams in these geographies and expanded our on-ground medical representatives to secure key doctor coverages.

Vision Forward: Amwill 2029

As we enter the next phase of our growth cycle, our priorities for the next upcoming years are clearly institutionalized across four strategic pillars:

- **Phased Northern & Eastern Expansion:** Over the next fiscal year, we plan to roll out our medical marketing campaigns across select clusters in Northern and Eastern India, steadily moving closer to our target of being a completely PAN-India dermatological leader within the next 5 years.

- **Accelerated Brand-Building:** We are scaling up targeted marketing activities and digital engagement platforms to bridge the gap between prescription-led validation and consumer over-the-counter (OTC) accessibility. Stakeholder wealth creation.

- **Talent & Competency Building:** We recognize that our human capital is our primary growth driver. We are actively augmenting our field force training programs, introducing comprehensive medical knowledge frameworks to ensure our teams converse as scientific peers with the dermatology community.

- **Enhanced Governance and Working Capital Optimization:** As a listed company, we are dedicated to improving our internal compliance frameworks, managing our working capital cycles prudently, and optimizing debtor days to build a resilient, institutional-grade balance sheet.

A Sincere Expression of Gratitude

The transformation of Amwill from a private enterprise to a robust public listed Company is a collective achievement. On behalf of the Board, we wish to express our profound gratitude:

- To our Shareholders and Investors, for your continuous trust in our capital allocation capabilities.
- To our Dermatologists, Doctors, and Medical Partners, for choosing Amwill formulations to heal and protect your patients and for your guidance, constructive input, and the knowledge you've shared throughout the journey.
- To our Field Force, Corporate Employees, Professional partners and Management Teams, for your daily execution and resilience on the ground.
- To our Contract Manufacturers and Distribution Partners, for maintaining supply chain continuity under all market conditions.

We have built a strong foundation this year, and we step into FY 2026–27 with immense clarity, passion, and capital strength. We look forward to your continued companionship as we shape the future of dermatology in India.

Warm regards,

Tarun Gandhi
Managing Director

Anand Gandhi
Managing Director

Amwill Health Care Limited

Mr. Tarun Gandhi
Managing Director

Mr. Anand Gandhi
Managing Director

Mr. Vasanth Kumar
Non-Executive
Independent Director

Mr. Man Singh Gilundia
Non-Executive
Independent Director

Ms. Sapna Parmar
Non-Executive Director

About Amwill Health Care Ltd

AMWILL HEALTH CARE is a fast-growing Indian company specializing in Dermatology, Trichology, and Cosmetology. Guided by innovation and modern scientific advancements, the company develops advanced skincare solutions using high-performance dermatological actives, natural ingredients, and specialized formulation technologies to deliver safe, effective, and clinically visible results. Through strategic partnerships with contract manufacturers, distributors, and product development experts, the company maintains strong capabilities across formulation, packaging, and distribution, while its core operational activities are efficiently managed by trusted partners.

Following the Initial Public Offering (IPO), the company utilized the proceeds during FY 2025–26 in accordance with the objectives specified in the Prospectus. The effective deployment of these funds has strengthened the company's market position, supported operational stability, and established a solid foundation for future growth and expansion opportunities.

Strong Foundations, New Creation

Our business is built on innovation, quality, and strong partnerships. By focusing on specialized dermatology solutions and maintaining an efficient, partnership-driven model, we ensure flexibility and steady growth.

We follow strict quality standards, disciplined financial practices, and market-focused product development to create long-term value. Through continuous improvement and strong distribution support, we deliver consistent performance and sustainable growth.

In June 2025, the Company launched UVBREAK Fusion Water Sunscreen, a scientifically advanced dermatological formulation developed using fusion water technology. The product offers rapid absorption, a non-greasy, non-comedogenic finish, and zero white cast, making it suitable for daily use, including for sensitive skin. Its positive response from dermatologists and consumers has further strengthened the company's expanding cosmeceutical product portfolio.

NEW LAUNCH FY 26

Quality-Driven Product Development

We are committed to delivering high-quality dermatological products through a robust private-label business model built on strategic partnerships with qualified contract manufacturers. By working closely with our manufacturing partners, we ensure that formulations are developed in accordance with our product specifications while maintaining consistent quality, regulatory compliance, and scalability.

Our approach focuses on identifying innovative formulations, selecting high-performance ingredients, and collaborating with experienced manufacturing partners to deliver safe, effective, and clinically relevant dermatological solutions. Through rigorous quality oversight, standardized processes, and continuous product evaluation, we strive to ensure that every product meets the highest standards of quality, safety, and performance.

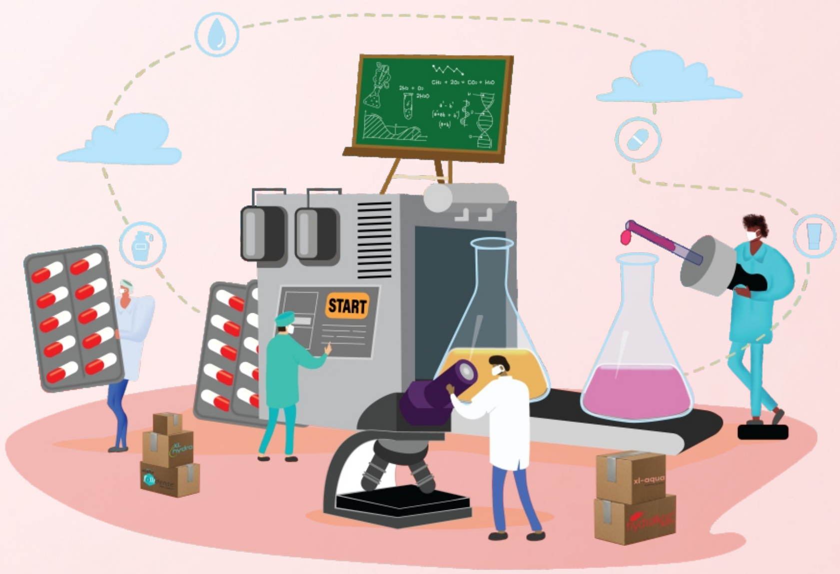
By fostering long-term relationships with trusted manufacturers, formulation experts, and distribution partners, we strengthen our ability to expand our product portfolio, respond to evolving market needs, and support sustainable growth in the dermatology and cosmeceutical segments.

Science of Dermatology in Every Product

At Amwill Health Care Ltd., every product we create is grounded in the science of dermatology. Our approach integrates advanced research, evidence-based formulation technologies, and clinically validated ingredients to develop solutions that deliver real, visible results. We believe that effective skin and hair care begins with a deep understanding of the underlying biological mechanisms, which is why we collaborate closely with dermatologists, scientific experts, and research partners throughout the development process.

From concept to finished formulation, each product undergoes rigorous evaluation to ensure safety, performance, and targeted efficacy for specific dermatological needs. By combining modern scientific rigor with high-quality actives and natural components, we bring dermatology-driven solutions into everyday care — empowering individuals with healthier, more resilient skin and hair.

At Amwill, science isn't just a foundation — it's a promise in every product.



Amwill Product Evolution 2025-26

Strengthening Our Dermatology Portfolio

At Amwill Health Care, innovation extends beyond new product launches. During FY 2025-26, we strengthened our dermatology portfolio through strategic brand extensions, upgraded packaging, and formulation enhancements to improve patient compliance, product appeal, and market competitiveness.

NEW ENHANCED REFRESHED

Every enhancement reflects Amwill's commitment to better patient experience, stronger brand identity, and continuous dermatology innovation.

Building Stronger Brands Through Continuous Innovation

Award-Winning Excellence in Design

We proudly congratulate our manufacturing partner for receiving the prestigious IFCA Best Design Product Award for one of our Product **Fin XL Pro Gel 5%-Minoxidil & Finasteride Gel.** This remarkable achievement reflects an unwavering commitment to innovation, outstanding craftsmanship, and design excellence.

We are honored to celebrate this well-deserved recognition and look forward to many more milestones together

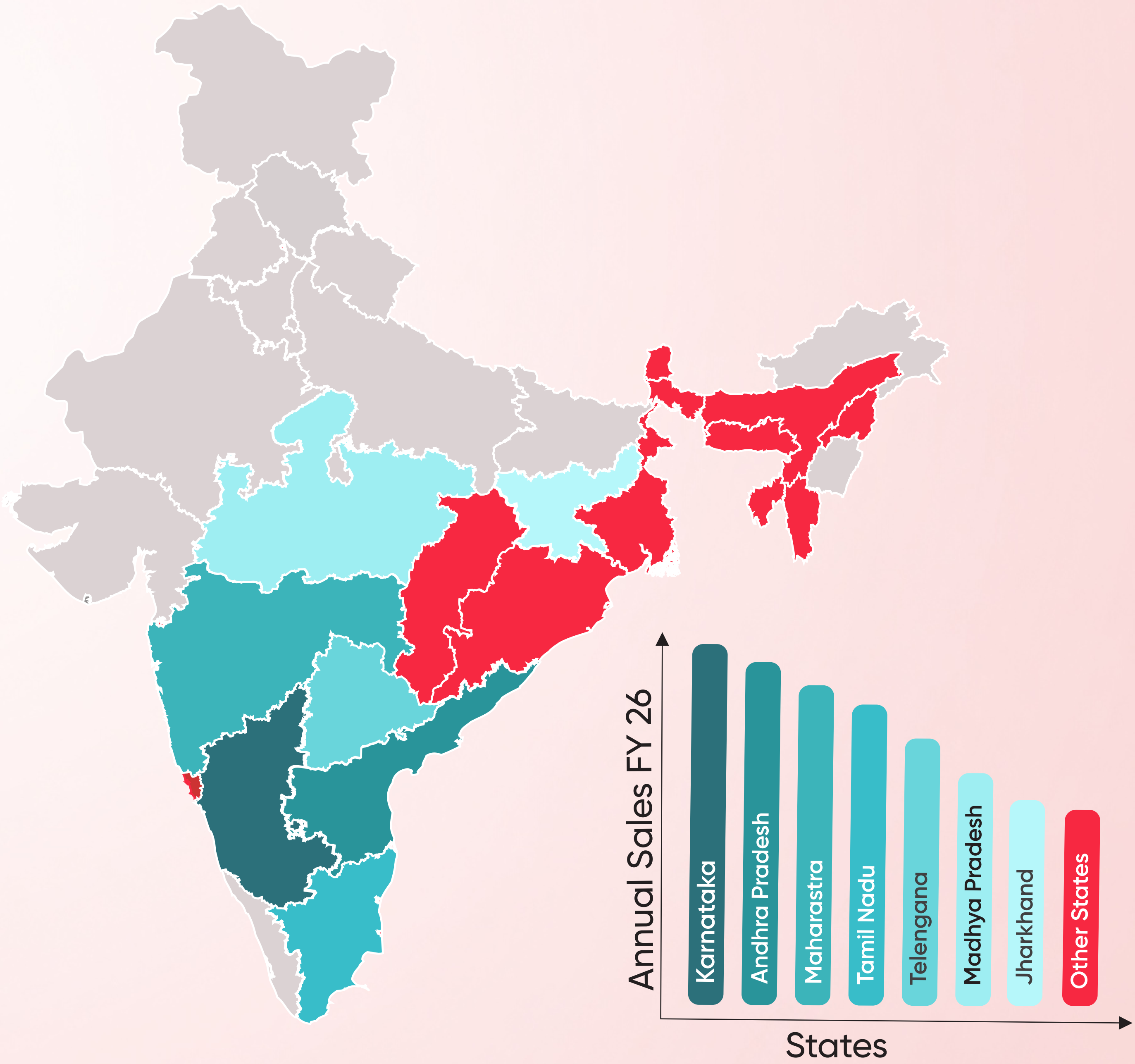
Our Presence and State-wise Performance:

We have established a strong and growing presence across multiple states, reflecting our commitment to expanding our reach and serving diverse markets effectively. Our performance across regions continues to demonstrate steady progress and resilience.

During the year, Karnataka remained our top-performing state, consistently holding the number one position and contributing significantly to our overall sales. Its strong market demand and well-established distribution network have been key drivers of this leadership.

Our other leading states have also delivered commendable performance and are continuing to strengthen their contribution. The top six states collectively account for a substantial share of our total sales, reflecting balanced growth and increasing market penetration.

We remain committed to further enhancing our presence in high-potential regions while continuing to build on the success achieved in our leading markets.



HAIR CARE

DRY SKIN

SKIN LIGHTENING

ANTI ACNE

SUNSCREEN

ANTI FUNGAL

STEROID

ANTI HISTAMINE

VITILIGO

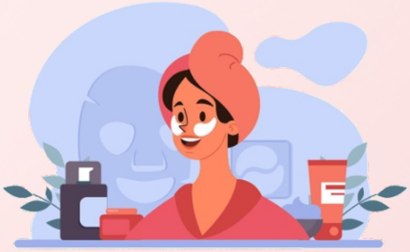
COSMETIC PROCEDURE

LIP CARE

ANTI OXIDANT

ANTI BACTERIAL

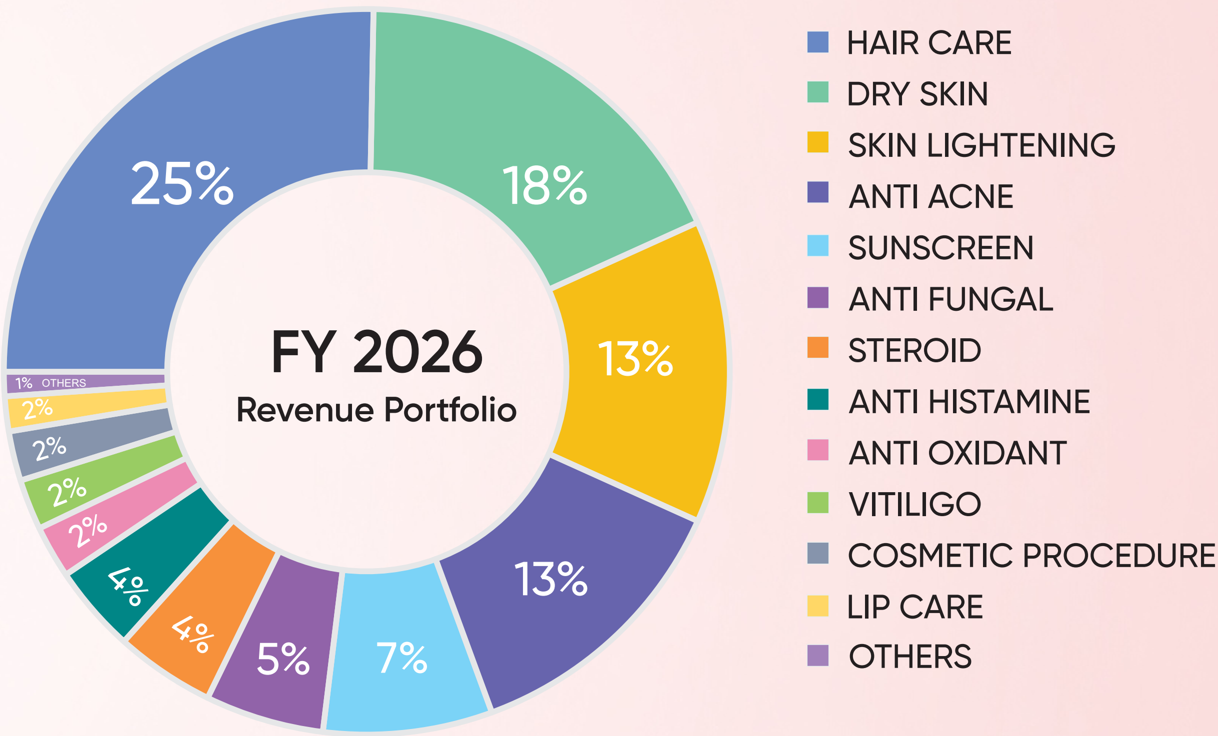
EYE CARE



HYPERHIDROSIS

Strategic Category Mix Driving Business Growth

Our product portfolio demonstrates a strong concentration in high-demand personal care segments, led by Hair Care (26.62%), followed by Dry Skin solutions (18.38%) and Skin Lightening (13.85%). Together, these categories account for a significant share of our offerings, reinforcing our leadership in core Skincare and Haircare markets. At the same time, we maintain a well-diversified presence across emerging and specialty segments such as Anti-Acne (12.02%), Sun Protection (7.26%), and Anti-Fungal treatments (5.91%), enabling us to capture evolving consumer needs. Smaller yet strategic categories—including dermatological care, cosmetic procedures, and targeted treatments—represent opportunities for innovation and future expansion. This balanced portfolio positions us to drive sustained growth while continuing to strengthen our presence in both mass and specialized care segments.



Our Top Brands

alpha follidense® Hair Serum

™ XL hydra Face Moisturiser Cream

Our Top Brands

Our Vission

To partner with international dermatological firms for marketing their innovative products.

To set up a world-class manufacturing facility for global distribution of specialized formulations.

To initiate a Center of Excellence dedicated to dermatological advancements.

Our Mission

To be a unique, nationally recognized organization wholly committed to dermatology by:

Marketing innovative and effective dermatological formulations.

Establishing a Center of Excellence focused on cutting-edge research and development.

Core Values

Quality & Compliance: Strictly follows FDA, WHO, and regulatory standards to ensure safety, efficacy, and consistency.

Skilled Workforce: Experienced professionals driving innovation and excellence.

Secure Packaging: Airtight, tamper-proof packaging ensures protection from contamination, spillage, and pilferage.

Our Milestone

FY2023–24

Achieved a landmark PBT of Rs. 2,752.00 lakhs and PAT of Rs. 1,249.99 lakhs, establishing a strong profitability benchmark.

FY2024–25

Delivered a resilient PAT of Rs. 1,073.01 lakhs on PBT of Rs. 1,190.32 lakhs, underscoring disciplined financial performance.

FY2025–26

Strengthened business momentum with PBT of Rs. 1,536.61 lakhs and PAT of Rs. 1,142.13 lakhs, reflecting improved profitability and sustained growth.

Empowered and Energetic Workforce

Employee Engagement & Development Highlights: FY2025-26

Learning & Professional Upskilling

- **Data & Analytics Mastery:** Upskilled head office employees of the workforce in advanced **Microsoft Excel** and **Power BI** for data-driven decision-making.
- **AI Readiness & Innovation:** Implemented specialized **Artificial Intelligence (AI)** training to automate workflows and enhance productivity.
- **Tailored Training Modules:** Delivered customized professional development programs designed around specific departmental requirements.

Employee Well-being & Workplace Culture

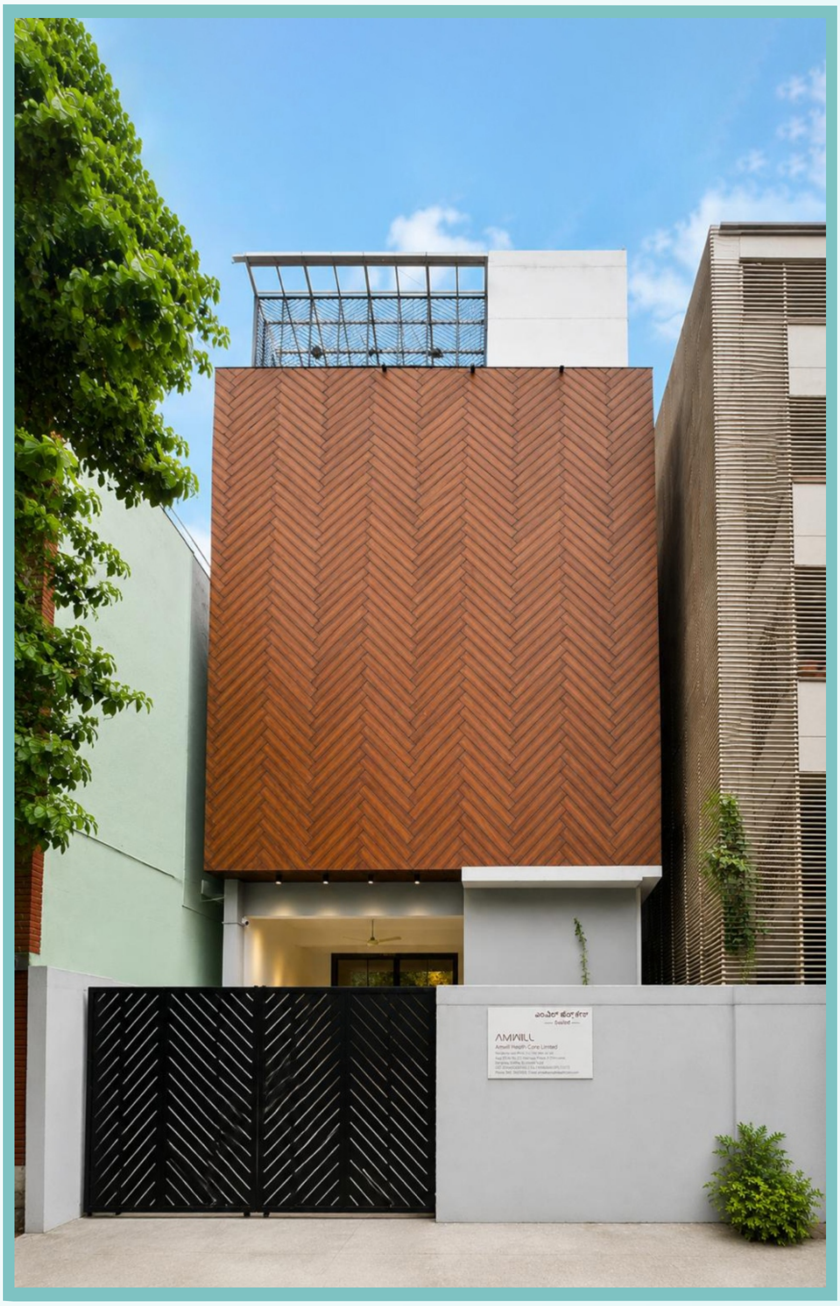
- **Comprehensive Health Insurance:** Provided robust, end-to-end Employee Insurance plans covering medical emergencies for staff.
- **Employee Engagement Lunches:** Hosted regular team-building lunches and social mixers to improve cross-departmental collaboration.
- **Peer Recognition:** Utilized community gatherings to celebrate milestones, work anniversaries, and outstanding performance.

Governance & Workplace Safety

- **100% POSH Compliance:** Conducted mandatory **Prevention of Sexual Harassment (POSH)** certification training for all employees and leadership.
- **Safe Work Environment:** Maintained a strict zero-tolerance policy backed by a fully active Internal Complaints Committee (ICC).

Shaping A Responsible Business

Our journey has been shaped by a strong commitment to building a responsible and sustainable business. Through the dedication, resilience, and hard work of our team, we have overcome challenges while maintaining a culture of integrity, collaboration, and excellence. By fostering a positive workplace that values people and performance, we continue to strengthen our organization. Beyond business, we remain committed to creating meaningful social impact through our CSR initiatives, contributing to the well-being of communities and supporting inclusive, sustainable development.



BOARD'S REPORT

To
The Members,
Amwill Health Care Limited

Your Board of Directors (**'Board'**) are pleased to present the Ninth Annual Report of your Company, Amwill Health Care Limited, for the financial year ended March 31st, 2026. In line with the requirements of the Companies Act, 2013 and the rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this report covers the financial results and other developments during April 01st , 2025 to March 31st , 2026 in respect of Amwill Health Care Limited.

Financial Results

(Rs. in Lakhs)

Particulars	Current Financial Year 2025-26	Previous Financial Year 2024-25
Revenue from Operations	4,549.23	4,058.16
Other Income	291.91	70.72
Total income	**4,841.14**	**4,128.88**
Operating and administrative expenditure	2,199.40	1871.46
Interest and finance charges	-	-
Depreciation and amortization expense	54.56	45.50
Other Expenses	1,050.57	1,021.61
Total Expenses	**3,304.53**	**2,938.56**
Profit/(Loss) before taxes & exceptional Items	1,536.61	1,190.32
Exceptional Items	-	-
Profit/(Loss) before taxes	**1,536.61**	**1,190.32**
Taxes		
Current tax	399.75	119.77
For earlier Years	-	2.74
Deferred tax	(5.27)	(5.20)
Profit/(Loss) after taxes (PAT)	**1,142.13**	**1,073.01**

ACCOUNTING STANDARDS (AS)

Financial Statements of your Company, for the financial year ended March 31st, 2026, are prepared in accordance with Accounting Standards (AS), prescribed by the Institute of Chartered Accountants of India (ICAI) and as notified under Section 133 of the Companies Act, 2013 (hereinafter referred to as the) read with Rules, as may be prescribed, as amended from time to time.

HIGHLIGHTS OF PERFORMANCE

During the year under review, the Company has Rs. 4,549.23 Lakhs as revenue. The net profit for the year under review has been Rs. 1,142.13 Lakhs as against Rs. 1,073.01 Lakhs during the previous financial year. Your directors are continuously looking for avenues for future growth of the Company.

BUSINESS OPERATIONS

Highlights of your Company's operations and state of affairs for FY26 are included in the Management Discussion and Analysis Report.

The company is engaged in wholesale trading of pharmaceutical products and there is no change in the nature of business of the company during the financial year ended March 31st, 2026.

Your directors feel happy to inform that the company will see significant progress in its operations in the upcoming years.

DIVIDEND

Based on the Company's performance, the Board of Directors at its meeting held on May 30, 2026, pleased to recommend a dividend of Rs. 0.50 (INR Fifty Paise) (5% on Face value) per equity share for the financial year ended 31st March 2026 will result in a cash outflow of Rs. 100.02 lakhs. The dividend payout is subject to approval of members at the ensuing Annual General Meeting. The dividend recommended, if approved by the members, will be paid to the members within the period stipulated under the Companies Act, 2013 ("the Act").

The dividend, if approved at the ensuing AGM will be paid to members whose names appear in the Register of Members maintained by the Registrar and Share Transfer Agents/Beneficial Owners maintained by the depositories as stated in notice of the ensuing AGM. The record date for the purpose of distribution of final dividend is August 08th, 2026.

Pursuant to section 393 of the Income Tax Act, 2025, the dividend received on equity shares is taxable at the applicable slab rates. The income is taxable in the hands of the receiver, and TDS is applicable and the company paying dividends has to deduct TDS under section 393 @10% if the shareholder's total dividend in a year is more than 10,000.

INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

The Company has not distributed any amount as dividend during the previous financial years, and hence no instance arises for unclaimed/unpaid dividend.

Therefore, no amounts and shares were required to be transferred to the Investor Education and Protection Fund ("IEPF") set up by the Government of India.

TRANSFERS TO RESERVES AND RETENTION IN THE PROFIT AND LOSS ACCOUNT

During the year under review, the Board of Directors did not propose transfer of any amount to the General Reserve Account. However, the Company has balance of Rs. 6,057.42 Lakhs as on March 31st, 2026 in its Reserves and Surplus.

DETAILS OF REVISION OF FINANCIAL STATEMENT OR THE REPORT, IF ANY, FOR LAST 3 YEARS.

There was no revision of financial statements or the report during the last 3 years.

INDUCTION OF STRATEGIC AND FINANCIAL PARTNERS DURING THE YEAR.

The company under your review has Strategic and Financial Advisor Mr. Abhishek Jain.

SHARE CAPITAL AND CHANGES IN CAPITAL STRUCTURE

Authorized Share Capital

The authorized share capital of the company is Rs 21,00,00,000/- (Rupees Twenty-One Crore) divided into 2,10,00,000 Equity Shares of Rs 10/- each.

Paid-up Share Capital

As on March 31st, 2026, the issued, subscribed and paid-up share capital of your Company stood at INR 20,00,36,000/- comprising 2,00,03,600 Equity shares of Rs. 10.00 each.

There are no convertible securities issued in the Company, as on the date of this Report.

Your Company has not issued equity shares with differential rights as to dividend, voting or otherwise.

Paid-up Share Capital

As on March 31st, 2026, the issued, subscribed and paid-up share capital of your Company stood at INR 20,00,36,000/- comprising 2,00,03,600 Equity shares of Rs. 10.00 each.

Utilisation of IPO Proceeds

The Company had raised funds through Initial Public Offer (IPO) amounting to Rs. 4,888 lakhs during the financial year 2025 for the objects as stated in the Prospectus dated February 10th, 2025.

In accordance with Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the utilisation of IPO proceeds has been reviewed by the Audit Committee and the Board of Directors of the Company at regular intervals.

As on March 31st, 2026 the Company has fully utilised IPO fund towards the stated objects of the issue.

There has been no deviation/variation in the utilisation of IPO proceeds from the objects stated in the Prospectus. The Company confirms that the IPO proceeds have been utilised strictly for the purposes stated in the Prospectus.

DEPOSITS

The Company has neither invited nor accepted any deposits from the public falling within the preview of Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014 during the year.

There is no unclaimed or unpaid deposit lying with the Company.

COMPLIANCE CERTIFICATE

In terms of Regulation 33(2) of the SEBI Listing Regulations, the Managing Director and the Chief Financial Officer of the Company have given Compliance Certificate to the Board on financial reporting regarding financial results do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading.

CHANGES IN THE NATURE OF BUSINESS

There is no change in the nature of business during the year under review.

CORPORATE GOVERNANCE

Your Company is committed to maintain the quality standards of Corporate Governance. We consider it our inherent responsibility to disclose timely and accurate information regarding the operations and performance, leadership, and governance of the Company.

In terms of Regulation 15(2)(a) of the SEBI Listing Regulations, the compliance with the corporate governance provisions as specified in regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 and para-C, D and E of Schedule V shall not apply in respect of a listed entity which has listed its specified securities on the SME Exchange.

Since, the compliance with corporate governance provisions is not applicable to the Company and therefore, your Company is not required to submit corporate governance report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report ("MD&A") for FY26, giving a detailed analysis of the Company's operations and other information, as stipulated under Regulation 34(2)(e) of the SEBI Listing Regulations, is presented in a separate section forming part of this Annual Report.

DIRECTORS

As on March 31st, 2026, your Board comprises of 05 (five) Directors, out of which, 02 (two) are Independent including 01 (one) Woman Director & Non-Executive Director and 02 (two) are Managing Directors, as follows:

S. No.	Name of the Director	DIN	Designation
1.	Mr. Tarun Gandhi	07854699	Managing Director
2.	Mr. Anand Gandhi	07854706	Managing Director
3.	Mr. Man Singh Gilundia	10833000	Non-Executive Independent Director
4.	Ms. Sapna Parmar#	10198855	Non-Executive Director
5.	Mr. Vasanth Kumar##	03570216	Non-Executive Independent Director

RE-APPOINTMENTS / APPOINTMENTS

The following changes have been made to the Board of Directors of the Company during the year and after March 31st, 2026:

S. No.	Name of the Director	Designation	Appointment or Resignation	Appointment or Resignation Date
1.	Dr. Rekha Jagadish^	Non-Executive Director	Resignation	17-04-2025
2.	Mr. Sagar Goutam Nahar***	Non-Executive Independent Director	Resignation	17-04-2025
3.	Ms. Sapna Parmar#	Non-Executive Director	Appointment	17-04-2025
4.	Mr. Vasanth Kumar##	Non-Executive Independent Director	Appointment	17-04-2025

 # Ms. Sapna Parmar was appointed as Director (Non-executive Director) of the Company with effect from April 17th, 2025
Mr. Vasanth Kumar was appointed as Director (Independent Director) of the Company with effect from April 17th, 2025.
****Mr. Sagar Goutam Nahar resigned from the directorship of the Company with effect from April 17th, 2025.*
^ Dr. Rekha Jagadish resigned from the directorship of the Company with effect from April 17th, 2025.

During the year under review, Mr. Tarun Gandhi (DIN: 07854699) and Mr. Anand Gandhi (DIN: 07854706) who retired by rotation, were re-appointed as a Director (Executive) of the Company at the 08th AGM of the Company held on August 14th, 2025.

Mr. Vasanth Kumar (DIN: 03570216)

Further, the shareholders in their 08th AGM held on August 14th, 2025, approved the appointment of Mr. Vasanth Kumar (DIN: 03570216) as an Independent Director of the Company, for a term of 05 (five) consecutive years commencing from April 17th, 2025 up to April 16th, 2030 (both days inclusive), not liable to retire by rotation.

Ms. Sapna Parmar (DIN: 10198855)

Further, the shareholders in their 08th AGM held on August 14th, 2025, approved the appointment of Ms. Sapna Parmar (DIN:10198855) as Non-Executive Director of the Company, liable to retire by rotation.

Re-appointment of Managing Director

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, at its meeting held on July 17th, 2026, approved the re-appointment of Mr. Tarun Gandhi (DIN: 07854699) and Mr. Anand Gandhi (DIN:07854706) as Managing Directors of the Company for a further period of five (5) years with effect from January 27, 2027 to January 26,2032, subject to the approval of the Members of the Company.

Mr. Tarun Gandhi (DIN: 07854699) and Mr. Anand Gandhi (DIN: 07854706)

Mr. Tarun Gandhi (DIN: 07854699) and Mr. Anand Gandhi (DIN:_07854706) has been associated with the Company since incorporation and has played a pivotal role in strengthening the Company's business operations, strategic initiatives, and overall performance. Under their leadership, the Company has achieved significant milestones in revenue growth, operational efficiency, and market expansion.

The Board is of the opinion that their continued association as Managing Directors would be in the best interest of the Company, considering his rich experience, leadership capabilities, and deep understanding of the business environment in which the Company operates.

Necessary disclosures as required under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including terms and conditions of re-appointment and remuneration, form part of the Notice convening the Annual General Meeting.

Confirmation by the Company

The Company confirms that it has not made any default under Section 164(2) of the Act, as on March 31st, 2026.

Declaration by Independent Directors

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Companies Act, 2013 and the SEBI Listing Regulations.

The Independent Directors of the Company have also registered their names in the data bank for Independent Directors maintained by the Indian Institute of Corporate Affairs (IICA), Manesar *(notified under Section 150(1) of the Act, as the institute for the creation and maintenance of data bank of Independent Directors).*

The Independent Directors of the Company possess requisite qualifications, experience and expertise and are independent of management.

In the opinion of the Board of Directors, Mr. Vasanth Kumar and Mr. Man Singh Gilundia, fulfil the conditions specified in the Companies Act, 2013 read with the rules made thereunder and the SEBI Listing Regulations, for the office as Independent Directors of the Company.

CESSATION

During the year under review Dr. Rekha Jagadish (DIN: 10443391) and Mr. Sagar Goutam Nahar (DIN: 10475550) resigned from the directorship of the Company with effect from April 17th, 2025.

RE-APPOINTMENT OF DIRECTORS RETIRING BY ROTATION

In accordance with the provisions of the Act, Ms. Sapna Parmar (DIN: 0198855) retires by rotation at the ensuing AGM and being eligible, offers herself for re-appointment. The Board commends re-appointment of Ms. Sapna Parmar (DIN:10198855) for approval of the Members at the ensuing AGM.

Brief resume, nature of expertise, details of directorship(s) held in other companies of Ms. Sapna Parmar (DIN:10198855), along with their respective shareholding in the Company as required under Secretarial Standard-2 are outlined in the Notice of the ensuing AGM.

KEY MANAGERIAL PERSONNEL (KMPS)

In terms of provisions of Section 203(1) of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company had the following Key Managerial Personnel of the Company as on March 31st, 2026:

1. Mr. Tarun Gandhi, Managing Director
2. Mr. Anand Gandhi, Managing Director
3. Ms. Sharanya Nagaraj, Chief Financial Officer
4. Ms. Anshu Anshuman, Company Secretary & Compliance Officer*

** Ms. Anshu Anshuman has been appointed as a Company Secretary & Compliance Officer and one of the Key Managerial Personnel ("KMP") of the Company, w.e.f. April 10th, 2025.*

REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES

The remuneration paid to the Directors is in accordance with the Remuneration Policy formulated in accordance with Section 178 and other applicable provisions of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

During the year, the Non-Executive Directors of the Company had no pecuniary relationship or transaction with the Company, other than sitting fees and reimbursement of expenses, if any, incurred by them for the purpose of attending meetings of the Company.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1), Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided as Annexure-B to this Report.

However, in terms of the proviso to Section 136(1) of the Act, the Annual Report is being sent to the members excluding the aforesaid particulars. The said information is available for electronic inspection during working hours up to the date of annual general meeting and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

Disclosure under Section 197(14) of the Act

The Managing Director of your Company does not receive remuneration or commission from any of the subsidiaries of the Company as Company does not have any subsidiary of its own.

DETAILS OF RECEIPT OF ANY COMMISSION BY DIRECTOR / MANAGING DIRECTOR / WHOLE TIME DIRECTOR.

During the period under review, None of the Director / Managing Director / Whole Time Director have received commission from Amwill Health Care Limited.

BOARD PROCEDURE

An agenda is sent to each Director in advance of Board and Committee Meetings. To enable the Board to discharge its responsibility effectively, the Managing Director of the Company briefs the Board at every meeting on the overall performance of the Company.

A detailed operations report is also presented at every Board Meeting. The Board also reviews strategy and business plans, annual operating and capital expenditure budgets, compliance with statutory / regulatory requirements and review of major legal issues, review of quarterly / half-yearly / annual results, borrowings and investments, major accounting provisions and write-offs, minutes of meetings of the Audit Committee and other Committees of Directors of the Board and Corporate Social Responsibility spends, plan and its review, etc.

BOARD MEETINGS

During FY26, the Board of Directors met 09 (Nine) times on April 10th, 2025, April 16th, 2025, May 09th, 2025, May 29th, 2025, July 08th, 2025, September 20th, 2025, November 04th, 2025, December 23rd, 2025 and February 09th, 2026.

The intervening gap between any two consecutive meetings of the Board was within the stipulated time frame prescribed under the Act.

S. No.	Date of Meeting	Total no. of Directors associated as on the date of meeting	No. of Directors attended
1.	10-04-2025	5	3
2.	16-04-2025	5	4
3.	09-05-2025	5	4
4.	29-05-2025	5	4
5.	08-07-2025	5	4
6.	20-09-2025	5	4
7.	04-11-2025	5	4
8.	23-12-2025	5	4
9.	09-02-2025	5	3

A total of One (01) General Meetings were held during the financial year ended 31st March 2026:

S. No.	Date of Meeting	Type of General Meeting	Members Present
1.	14-08-2025	Annual General Meeting	18

The Annual General Meeting for the financial year 2025-26 will be held in accordance with Section 96 of the Companies Act, 2013 and rules made there under.

All the meetings of the Board and Members of the Company are convened and held in compliance with the requirements of the Companies Act, 2013 and Secretarial Standards issued by "The Institute of Company Secretaries of India", as amended from time to time.

ATTENDANCE OF DIRECTORS

The details as to number of board meetings attended by each director during the year under review are as under:

S. No.	Name of the Director	Board Meetings		
		No. of Meeting Held	No. of Meeting attended	% of attendance
1.	Mr. Tarun Gandhi	9	8	88.89%
2.	Mr. Anand Gandhi	9	7	77.78%
3.	Dr. Rekha Jagadish^	2	1	50%
4.	Mr. Sagar Goutam Nahar***	2	1	50%
5.	Mr. Man Singh Gilundia	9	9	100%
6.	Ms. Sapna Parmar#	7	3	42.86%
7.	Mr. Vasanth Kumar##	7	5	71.43%

 # Ms. Sapna Parmar was appointed as Director (Non-executive Director) of the Company with effect from April 17th, 2025

Mr. Vasanth Kumar was appointed as Director (Independent Director) of the Company with effect from April 17th, 2025.

****Mr. Sagar Goutam Nahar resigned from the directorship of the Company with effect from April 17th, 2025.*

^ Dr. Rekha Jagadish resigned from the directorship of the Company with effect from April 17th, 2025

SEPARATE MEETING OF INDEPENDENT DIRECTORS

In terms of requirements of Schedule IV to the Act, a separate meeting of the Independent Directors was held on March 11th, 2026, for FY26, without the presence of executives and non-independent directors.

The meeting was conducted in a flexible manner to enable the Independent Directors inter alia to discuss matters pertaining to the performance of Non-Independent Directors and the Board as a whole, review the performance of the Chairperson of the Company after taking inputs from the executive and non-executive directors.

The meeting of the Independent Directors was attended by both independent directors, namely, Mr. Man Singh Gilundia and Mr. Vasanth Kumar.

BOARD COMMITTEES

Your Company has constituted several committees of the Board which have been established as part of good corporate governance practices and are in compliance with the requirements of the relevant provisions of applicable laws and statutes.

As on March 31st, 2026, your Board has 03 (three) mandatory committees, namely:

1. Audit Committee
2. Nomination & Remuneration Committee
3. Stakeholders' Relationship Committee

Besides, your Board has also constituted a voluntary committee, namely, Investment Committee, and delegated powers relating to Reviewing and approving specific investment opportunities and Investing funds of the Company on behalf of the Board.

AUDIT COMMITTEE

The company has formed Audit Committee during the year on 04th March 2024 as per the provisions of Section 177(1) of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014.

Composition of our Audit Committee is as below as on March 31st,2026:

Name of the Director	Designation in the Committee	Nature of Directorship
Mr. Man Singh Gilundia	Chairman	Non-Executive Independent Director
Mr. Vasanth Kumar *	Member	Non-Executive Independent Director
Mr. Tarun Gandhi	Member	Managing Director

** Mr. Sagar Goutam Nahar resigned from the directorship with effect from April 17th,2025 and Mr. Vasanth Kumar was appointed during the year on April 17th,2025.*

Details of role, scope and power of audit committee is disclosed on the website of the company.

All members of the Audit Committee are financially literate and have experience in accounting and financial management expertise.

The Company Secretary acts as Secretary to the Audit Committee.

During FY26, 07 (Seven) meetings of the Audit Committee were held on April 16th, 2025, May 09th, 2025, May 29th, 2025, July 08th, 2025, September 20th, 2025, November 04th, 2025 and February 09th, 2026.

All the members of the Audit Committee attended the Audit Committee meetings held during Financial Year 2026.

Upon invitation, the CFO and the Statutory Auditors of the Company attended some of the meetings of the Audit Committee.

All the recommendations of the Audit Committee have been accepted by the Board of Directors.

Reporting of Internal Auditor

Independent team of Internal Auditors, M/s. SPR & Co, Chartered Accountants ("SPR"), (Firm Registration No. 009784S), are carrying out internal audits and advising the management on strengthening of internal control systems.

The reports are periodically discussed internally. Significant audit observations, findings and corrective actions thereon are presented to the Audit Committee.

NOMINATION AND REMUNERATION COMMITTEE (NRC)

As on March 31st, 2026, the Nomination and Remuneration Committee comprises of 03 (three) members and the constitution is as per the provisions of Section 178 of the Act, as follows:

Name of the Director	Designation in the Committee	Nature of Directorship
Mr. Vasanth Kumar *	Chairman	Non-Executive Independent Director
Mr. Man Singh Gilundia	Member	Non-Executive Independent Director
Ms. Sapna Parmar#	Member	Non-Executive Director

** Mr. Sagar Goutam Nahar resigned from the directorship with effect from April 17th,2025 and Mr. Vasanth Kumar was appointed during the year on April 17th,2025.*
#Dr. Rekha Jagadish resigned from the directorship of the Company with effect from April 17th, 2025 and Ms. Sapna Parmar was appointed as Director (Non-executive Director) of the Company with effect from April 17th, 2025.

The Company Secretary acts as Secretary to the NRC.

During FY26, 04 (Four) meetings of the NRC were held on April 10th, 2025, April 16th, 2025, July 08th, 2025 and November 04th, 2025.

S. No.	Name of the Director	Position	No of Meetings	
			Entitled to attend	No. of Meeting attended
1.	Mr. Sagar Goutam Nahar*	Chairman *(ceased w.e.f. April 17th,2025)*	2	2
2.	Dr. Rekha Jagadish#	Chairman *(ceased w.e.f. April 17th,2025)*	2	2
3.	Mr. Vasanth Kumar	Chairman *(w.e.f. April 17th,2025)*	2	2
4.	Mr. Man Singh Gilundia	Member	4	3
5.	Ms. Sapna Parmar	Member *(w.e.f. April 17th,2025)*	2	2

** Mr. Sagar Goutam Nahar resigned from the directorship with effect from April 17th,2025 and Mr. Vasanth Kumar was appointed during the year on April 17th, 2025.*
#Dr. Rekha Jagadish resigned from the directorship of the Company with effect from April 17th, 2025 and Ms. Sapna Parmar was appointed as Director (Non-executive Director) of the Company with effect from April 17th, 2025.

Nomination and Remuneration Committee, amongst others, is responsible for determining the Company's policy on recruitment and remuneration of Directors/ KMPs, Senior Management Personnel and other employees of the Company.

Remuneration Policy

Pursuant to provisions of Section 178 of the Act, the Nomination and Remuneration Committee ('NRC') of your Board has formulated a Remuneration Policy for the appointment and determination of remuneration of the Directors including criteria for determining qualifications, positive attributes, independence of a director, key managerial personnel, senior management personnel and other employees of your Company.

The NRC has also developed the criteria for determining the qualifications, positive attributes, and independence of Directors and for making payments to executive and non-executive directors and senior management personnel of the Company.

The detailed Policy is available on the Company's website at:

https://www.amwillhealthcare.com/policies/nomination-and-remuneration-policy.

REMUNERATION TO EXECUTIVE AND NON-EXECUTIVE DIRECTORS

The Company pays remuneration by way of salary, benefits, perquisites and allowances (fixed component) to its Managing Director.

Annual increments, if any, are recommended by the NRC within the salary scale approved by the Board and the shareholders of the Company.

Details of fixed components & performance linked incentives

The remuneration of Managing Directors comprises of only fixed components which is paid as per the Remuneration Policy, and subject to the approval of NRC. No profit-based commission has been paid to the Managing Director for FY26.

Details of fixed components & performance linked incentives

The Non-Executive Directors are entitled to sitting fees for attending meetings of the Board and/or its committee

Disclosure of 'Loans & advances and guarantee to firms/companies in which directors are interested' (as stipulated under Section 185 & 186 of the Act) by name and amount

During FY26, there are no loans or advances or guarantee provided by the Company to firms/ companies in which directors were interested

STAKEHOLDERS' RELATIONSHIP COMMITTEE (SRC)

As on March 31st, 2026, the Stakeholders' Relationship Committee (SRC) comprises of 03 (three) members and the constitution is as per the provisions of Section 178 of the Act, as follows: -

Name of the Director	Designation in the Committee	Nature of Directorship
Mr. Man Singh Gilundia	Chairman	Non-Executive Independent Director
Mr. Vasanth Kumar *	Member	Non-Executive Independent Director
Mr. Tarun Gandhi	Member	Managing Director

** Mr. Sagar Goutam Nahar resigned from the directorship with effect from April 17th,2025 and Mr. Vasanth Kumar was appointed during the year on April 17th, 2025.*

The Company Secretary acts as Secretary to the SRC.

During FY25, 01 (one) meeting of the SRC was held on March 11th, 2026, which was attended by all the members of the SRC.

This Committee particularly looks into the investors grievances and oversees the performance of the Share Department/ Share Transfer Agent and to ensure prompt and efficient investors' services.

However, under your review company has not received any Investors Compliant during the financial year.

NATURE OF COMPLAINTS AND REDRESSAL STATUS

There were no investor grievances remaining unattended/pending as at March 31st, 2026.

The Company has designated Ms. Anshu Anshuman, Company Secretary, as the Compliance Officer of the Company, for handling investors grievances.

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, the Board of Directors on recommendation of the Nomination and Remuneration Committee has adopted a formal mechanism for evaluation of annual performance of the individual Directors, Board as a whole and Board Committees. The framework is monitored, reviewed and updated by the Board, in consultation with the Nomination and Remuneration Committee, based on need and new compliance requirements. The annual performance evaluation of the Board, its Committees and each Director has been carried out for the FY 2025-26 in accordance with the framework. The independent directors of the Company, also, at their separate meeting held on 11th March, 2026, reviewed the performance of non-independent directors, Chairperson and Board as a whole including evaluation of timeliness and flow of information in the Company and provided their suggestions if any. In this regard, the Board of Directors considers that the Independent Directors on the Board of the Company has the required level of expertise, experience and integrity as is required for the position.

The Companies Act, 2013 mandates formal annual evaluation by the Board of its own performance and that of its committees and individual Directors.

Schedule IV to the Act provides that the performance evaluation of Independent Directors shall be done by the, excluding the Directors being evaluated.

Pursuant to the provisions of the Act read with relevant rules issued thereunder and the Circular issued by the Securities and Exchange Board of India (SEBI) on January 05th, 2017 with respect to Guidance Note on Board Evaluation, the evaluation of the annual performance of the Directors/ Board/Committees was carried out for FY26.

The parameters for the performance evaluation of the Board, inter-alia, include performance of the Board on deciding long term strategy, rating the composition and mix of Board members, discharging of governance and fiduciary duties, handling critical and dissenting suggestions, etc.

The performance of the Board was evaluated after seeking inputs from all the Directors on the basis of above parameters. The performance of the Committees was evaluated after seeking inputs from the Committee members on the basis of criteria such as the composition of Committees, effectiveness of Committee meetings, etc.

NRC reviewed the performance of the Individual Directors, the Committees of the Board and the Board as a whole. A questionnaire for the evolution of the Board, its committees and the individual members of the Board, covering various aspects of the performance of the Board and its Committees, including composition and quality, roles and responsibilities, processes and functioning, adherence to good practices of corporate governance was sent to the Directors.

In a separate meeting of the Independent Directors, performance of Non-Independent Directors and the Board as a whole was evaluated, taking into account the views of Executive Directors and Non-Executive Directors. The Directors expressed their satisfaction with the evaluation process.

WEB LINK OF ANNUAL RETURN

The draft Annual Return of the Company as on March 31st, 2026, in prescribed e-form MGT-7 in accordance with Section 92(3) read with Section 134(3)(a) of the Act, is available on the Company's website at www.amwillhealthcare.com

Further, the Annual Return (i.e., e-form MGT-7) for financial year 2025-26 shall be filed by the Company with the Registrar of Companies, Bangalore, within the stipulated period and the same can also be accessed thereafter on the Company's website at www.amwillhealthcare.com.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) and Section 134(5) of the Companies Act, 2013, the Directors, based on the representations received from the operating management and after due enquiry, confirm and states that:

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any.

(b) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year on March 31st, 2026 and of the profit of the Company for that period;

(c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

(d) The directors have prepared the annual accounts on a "going concern" basis.

(e) The directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

(f) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DIRECTORS AND OFFICERS ('D&O') INSURANCE

The Company is not required to take Directors and Officers **('D&O')** Insurance for all its Directors, KMPs and members of the Senior Management.

COMPLIANCE WITH SECRETARIAL STANDARDS

Your Directors confirm that pursuant to the provisions of Section 118(10) of the Act, the Company has complied with the applicable provisions of the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions entered into by the Company during the financial year were in the ordinary course of business and conducted on an arm's length basis, in compliance with the provisions of Section 177 and Section 188 of the Companies Act, 2013.

During FY 2025–26, the Company did not enter into any arrangement or transaction with related parties that could be considered material as per the provisions of Section 188(1) of the Act, read with the applicable rules.

However, the Company has disclosed the related party transactions undertaken in the ordinary course of business in Form AOC-2 **("Annexure A")**.

Further, detailed disclosures of related party transactions, as required under the applicable Accounting Standards, are provided in Note No. 28 to the Financial Statements of the Company.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

In pursuance of the provision of Section 135 of the Companies Act, 2013, the CSR provisions are applicable to our Company for F.Y. 2025-2026. The Annual Report on CSR Activities is attached with this report as **"Annexure C"**.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The Company has not given any loans, security, or guarantees or acquired by way of subscription, purchase or otherwise the securities of any other body corporate, covered under the provisions of Section 186 of the Companies Act, 2013 during the year.

POLICY ON PRESERVATION OF DOCUMENTS AND ARCHIVAL OF DOCUMENTS

In accordance with Regulation 9 read with Regulation 30(8) of the SEBI Listing Regulations, your

Board has framed a Policy on the Preservation of documents and Archival of documents.

This is intended to provide guidelines for the retention of records and preservation of relevant documents fora duration after which the documents shall be archived.

This said policy is available at the Company's website, at the following web link: https://www.amwillhealthcare.com/policies/archival-policy.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

In line with the provisions of the Section 177(9) of the Companies Act, 2013 and the Regulation 22 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, your Company has adopted Whistle Blower Policy, as part of vigil mechanism to provide appropriate avenues to the Directors and employees to bring to the attention of the management any issue which is perceived to be in violation of or in conflict with the fundamental business principles of the Company.

This vigil mechanism provides for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and also provide for direct access to the chairperson of the Audit committee, in exceptional cases. The Company Secretary is the designated officer for effective implementation of the policy and dealing with the complaints registered under the policy.

DETAILS OF APPLICATION / ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

Neither any application was made nor any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the financial year.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has an adequate Internal Control System, commensurate with the size, scale and complexity of its operations, which are well supplemented by surveillance of Internal Auditor. The scope of work includes review of process for safeguarding the assets of the Company, review of operational efficiency effectiveness of systems and processes, and assessing the internal control strengths in all areas.

AUDITORS AND AUDITORS' REPORT

STATUTORY AUDITORS

M/s. SKLR & CO LLP Chartered Accountants (FRN.: W100362) was appointed as Statutory Auditor for one term of 05 (five) consecutive years, at 7th AGM of the Company, held on September 30th,2024 for auditing the accounts of the Company from the FY 2024-25 to 2028-29.

The Auditors' Report on Financial Statements for FY26 doesn't contain any qualification, reservation or adverse remarks

SECRETARIAL AUDIT

Pursuant to provisions of Section 204 of the Act read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company had appointed Ms. Mehak Gupta (FCS 10703, COP No. 15013), Practicing Company Secretary, Delhi, Peer Review Certificate No. 1643/2022, as Secretarial Auditor, for conducting the Secretarial Audit of your Company for 05 consecutive years, to conduct the Secretarial Audit of five consecutive financial years commencing from April 01st, 2025, until March 31st, 2030.

The Secretarial Audit Report in prescribed form MR-3, issued by the Secretarial Auditor is annexed as **"Annexure- B"** to this Report.

The Report does not contain any qualification, reservation or adverse remarks.

COST RECORD

Your Company is not required to maintain cost accounts and records as specified by the Central Government under sub-section (1) of Section 148 of the Act and the relevant rules made thereunder.

Further, the requirement of Cost Audit as stipulated under the provisions of Section 148 of the Act, is also not applicable for the business activities carried out by the Company.

INTERNAL AUDITORS

Pursuant to provisions of Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014, your Company had appointed M/s. S P R & Co., Chartered Accountants, bearing Firm Membership No.: 009784S as the Internal Auditors of the Company for FY2025-26.

The management based, on the internal audit observations gives its comments to the Audit Committee.

EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS.

The notes of the financial statements referred to in the Auditor's Report are self-explanatory and do not call for any further comments. The Auditor's Report does not contain any qualification, reservation or adverse remark.

Based on the audit conducted by the M/s SKLR & Co LLP., Chartered Accountants, Statutory Auditors, and as per the information and explanations given by the management, the Board of Directors are content to inform that no fraud by the Company and no material fraud on the Company, has been noticed or reported during the year.

SIGNIFICANT AND MATERIAL ORDER PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS.

During the year, there were no significant and material orders passed by regulators or courts or tribunals impacting the going concern status and Company's operations in future.

SIGNIFICANT EVENTS OCCURING SUBSEQUENT TO THE YEAR END

There were no significant events occurred subsequent to the year end. However, after the reporting period The Board of Directors, at its meeting held on 30th May 2026, recommended a final dividend of Rs.0.50 per equity share of face value Rs.10 each aggregating to Rs. 100.02 Lakhs for the financial year ended 31st March 2026. The proposed dividend is subject to the approval of the shareholders at the ensuing Annual General Meeting and has not been recognized as a liability as at 31st March 2026

IT SECURITY INCIDENT / CYBER SECURITY

During the financial year, the Company experienced an IT security / cybersecurity incident on February 18th, 2026, which impacted account-related data from October 01st, 2025 onwards. However, it is clarified that data required for compliance with the Companies Act, 2013 and applicable Stock Exchange regulations remained secure and has been preserved without any impact

Upon detection of the incident, the Company's technical team, in coordination with external cybersecurity specialists and the management, promptly initiated appropriate response measures in line with established incident response protocols to contain and mitigate the impact. The affected systems were immediately isolated, and a comprehensive investigation is currently in progress. The incident resulted in a temporary disruption of services, which has since been fully restored.

The Company undertook necessary containment, eradication, and remediation measures to address the incident and strengthen the security posture of its systems, infrastructure, and data. As part of these measures, the network was proactively isolated to prevent further impact.

Further, data pertaining to affected accounts has been duly re-entered, and all SDD (System Driven Disclosure) data impacted due to the incident has been restored.

The matter was duly reported to the Audit Committee, Board of Directors, Stock Exchange and appropriate internal controls and cybersecurity safeguards have been strengthened to prevent recurrence of such incidents.

MATERIAL CHANGES AND COMMITMENTS

There have been no material changes and commitments, which affect the financial position of the company which have occurred he Financial Year 2026.

However, upon your review, during the period following the listing, the CIN of the Company changed from U36994KA2017PLC105721 to L36994KA2017PLC105721 with effect from June 10th, 2025

MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments, affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relates and the date of this report of the Directors.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES.

The Company has no Subsidiary, Joint Ventures or Associate Companies. Hence, disclosures in this regard are not provided in this report.

FOREIGN EXCHANGE EARNINGS AND OUTGO

Your company does not have any foreign exchange earnings and outgo during the year under review.

DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF.

The company has never made any one-time settlement against the loans obtained from Banks and Financial Institution and hence this clause is not applicable.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO.

The details of energy conservation, technology absorption and foreign exchange earnings & outgo as required under Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014, are as under:

(A) Conservation of Energy & Technology Absorption:

(B) Technology absorption

The Company is not engaged in any manufacturing activity which involves energy intensive processes.

The Company has taken sufficient steps towards general energy saving techniques and conservation.

There is no technology imported by the Company, hence, no information regarding absorption is involved

REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES.

The remuneration paid to the Directors is in accordance with the Remuneration Policy formulated in accordance with Section 178 and other applicable provisions of the Act *(including any statutory modification(s) or re-enactment(s) thereof for the time being in force).*

During the year, the Non-Executive Directors of the Company had no pecuniary relationship or transaction with the Company, other than sitting fees and reimbursement of expenses, if any, incurred by them for the purpose of attending meetings of the Company.

The information required under Section 197 of the Act, read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, relating to percentage increase in remuneration, ratio of remuneration of each Director and Key Managerial Personnel (KMP) to the median of employees' remuneration are provided in **("Annexure-D")** of this report.

The statement containing particulars of employees, as required under Section 197 of the Act, read with rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report.

However, in terms of the proviso to Section 136(1) of the Act, the Annual Report is being sent to the members excluding the aforesaid particulars. The said information is available for electronic inspection during working hours up to the date of annual general meeting and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

EMPLOYEE RELATIONS

The employee relations in the Company continued to be healthy, cordial, and progressive. Your Company recognizes its responsibility, and continues to provide a safe working environment free from sexual harassment and discrimination and to boost their confidence, morale, and performance. In compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 your Company also has a Policy on Prevention of Sexual Harassment which is reviewed by the Internal Complaints Committee at regular intervals.

The details as to complain received, resolved, and pending as on March 31st, 2026 are as under:

- Number of complaints of sexual harassment received during the year: Nil
- Number of complaints of sexual harassment disposed off during the year: NA
- Number of complaints of sexual harassment pending for more than 90 days: NA

STATEMENT ON MATERNITY BENEFIT COMPLIANCE:

During the year under review, the Company has ensured full compliance with the provisions of the Maternity Benefit Act, 1961. The Company remains committed to upholding the rights and welfare of its female employees by providing all statutory maternity benefits, including paid leave, job protection, and other entitlements as mandated under the Act.

CREDIT RATINGS

The Company had not obtained any credit rating from any agencies during the year under review.

MEANS OF COMMUNICATION

Results

The Half Yearly Audited Results and the Annual Audited Financial Results of the Company are sent to the stock exchanges immediately after they are approved by the Board. Also, they are uploaded on the Company's website www.amwillhealthcare.com. The results are published in accordance with the guidelines of the Stock Exchange.

Website

The Company's website www.amwillhealthcare.com contains a separate dedicated section 'Investor Relations' wherein shareholders' information including financial results is available. The Company's Annual Report is also available in a user- friendly and downloadable form.

BSE Corporate Compliance & Listing Centre (the 'Listing Centre')

BSE's Listing Centre is a web-based application designed for corporate. All periodical compliance filings like shareholding pattern, among others are also filed electronically on the Listing Centre.

SEBI Complaints Redress System (SCORES)

Investors' complaints are processed in a centralized web-based complaints redress system. The salient features of this system are: Centralized database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status. The Company regularly redresses the complaints if any, on SCORES within stipulated time.

Designated exclusive Email-id

The Company has designated the email-id: investors@amwillhealthcare.com exclusively for investor servicing.

GENERAL'S SHAREHOLDERS INFORMATION

Annual General Meeting:

Day & Date: August 14, 2026

Time: 01:00 PM

Venue: Through VC/ OVM

Dividend Payment Date:

On or before Sunday, September 13, 2026

Date of Book Closure/Record date/Cut-off date for attending AGM

Cut-off date for attending AGM is Saturday, August 08, 2026.

Listing

The Equity Shares of the Company are listed on SME Platform of BSE Limited, 25th Floor, P.J. Towers, Dalal Street, Fort, Mumbai – 400001, Maharashtra.

The Scrip Code allotted by BSE is 544353.

The ISIN number for the Company equity share: INE0U2L01017.

The Company has paid annual listing fee for FY 2026-27 to the SME Platform of BSE Limited, where the Company's shares are listed.

Share Transfers Agent

Bigshare Services Private Limited
S6-2, 6th Pinnacle Business Park, Mahakali Caves Road, next to Ahura Centre,
Andheri East, Mumbai- 400093, Maharashtra, India
Phone: 022 6263 8200
Email: investor@bigshareonline.com
Website: www.bigshareonline.com

Share Transfer System

None of the shares are held in physical form.

E-Voting

In terms of Section 108 of the Companies Act, 2013, Rules framed there under and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company is not requiring to enrol for the e-voting facility to its Members in respect of all Members' resolutions proposed to be passed at this Annual General Meeting. All the resolutions shall be passed through postal ballot.

DEPOSITORY SYSTEM

As members are aware, the Company's shares are compulsorily tradable in the electronic form. As on March 31st, 2026, 100% of the Company's total paid-up capital were in dematerialized form.

IMPLEMENTATION OF CORPORATE ACTION

During the year under review, the Company has not failed to implement any Corporate Action within the specified time limit.

RISK MANAGEMENT

The Board of Directors regularly review risks and threats and takes suitable steps to safeguard its interest and that there is no element of risk identified that may threaten the existence of the Company. The focus shifts from one area to another area depending upon the prevailing situation.

A detailed report on significant risks and mitigation is forming part of Management Discussion and Analysis **"Annexure -E"**.

SIGNIFICANT DEVELOPMENTS

The Company has disclosed all developments happened during the year under review, in this Annual Report.

REPORTING PRINCIPLE

The Financial and Statutory Data presented in this Report is in line with the requirements of the Companies Act, 2013 (including the rules made thereunder), Accounting Standards and the Secretarial Standards (SS).

REPORTING PERIOD

The Financial Information is reported for the period April 01st, 2025 to March 31st, 2026. Some parts of the Non-Financial Information included in this Board's Report are provided as on the date of this Report.

INDUSTRIAL RELATIONS:

Your Company always endeavours to keep the time of response to shareholders' request / grievance at the minimum. Priority is accorded to address all the issues raised by the shareholders and provide them a satisfactory reply at the earliest possible time. The Stakeholders' Relationship Committee of the Board meets periodically and reviews the status of the Shareholders' Grievances. The shares of the Company continue to be traded in electronic forum and de-materialization exists with both the depositories viz., National Securities Depository Limited and Central Depository Services (India) Limited.

ACKNOWLEDGEMENTS

The Company has been very well supported from all quarter and therefore your directors wish to place on record their sincere appreciation for the support and cooperation received from Central and State Government authorities, Kotak Mahindra Bank, Dealers, Suppliers, employees, Stakeholders and others associated with the Company.

Your directors look forward to receiving the continued patronage from all quarters to become a better and stronger Company.

For and on behalf of the Board of Directors of
AMWILL HEALTH CARE LIMITED

Sd/-

TARUN GANDHI
Managing Director
DIN: 07854699
Address: No. 90,4th Floor, 2nd Main, 7th Cross, Chamrajpet, Bangalore, Karnataka, India, 560018

Sd/-

ANAND GANDHI
Managing Director
DIN: 07854706
Address: No. 90,4th Floor, 2nd Main, 7th Cross, Chamrajpet, Bangalore, Karnataka, India, 560018

Place: Pune
Date: July 17, 2026

Annexure-A
FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of theCompanies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis. - NIL
2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. NO.	Name(s) of the related party & nature of relationship	Nature of contract/ arranger-rent /transaction	Duration of the contract/ arranger-rent /transaction	Silent terms of the Contract/ arrangement / transactions including the value if any.	Date of approval by the Board, if any	Amount paid/ received as advances , if any (In lakhs)
1.	Bhavya Gandhi	Professional Fee	NA	In Ordinary course of Business	NA	NA
2.	Anand Gandhi	Rent	NA	In Ordinary course of Business	January 04, 2024	NA
3.	Tarun Gandhi	Rent	NA	In Ordinary course of Business	January 04, 2024	NA
4.	Anand Gandhi	Managerial Remuneration	NA	In Ordinary course of Business	NA	NA
5.	Tarun Gandhi	Managerial Remuneration	NA	In Ordinary course of Business	NA	NA

For and on behalf of the Board of Directors of
AMWILL HEALTH CARE LIMITED

Sd/-
TARUN GANDHI
Managing Director
DIN: 07854699
Address: No. 90,4th Floor, 2nd Main, 7th Cross, Chamrajpet, Bangalore, Karnataka, India, 560018

Sd/-
ANAND GANDHI
Managing Director
DIN: 07854706
Address: No. 90,4th Floor, 2nd Main, 7th Cross, Chamrajpet, Bangalore, Karnataka, India, 560018

Place: Pune
Date: July 17, 2026

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To
The Members
Amwill Health Care Limited
CIN: L36994KA2017PLC105721
No. 90,4th Floor, 2nd Main, 7th Cross,
Chamrajpet, Bangalore, Karnataka-560018, India

I, Mehak Gupta, Proprietor of Mehak Gupta & Associates, Company Secretaries, have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Amwill Health Care Limited (CIN- L36994KA2017PLC105721) (hereinafter called the "**Company**"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company' books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31st, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute' books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31st, 2026, according to the provisions of:

(i) The Companies Act, 2013 (as amended) ('**the Act**') and the rules made there under;

(ii) Secretarial Standard-1 ('**SS-1**') and Secretarial Standard-2 ('**SS-2**') issued by the Institute of Company Secretaries of India;

(iii) The Securities Contracts (Regulation) Act, 1956 ('**SCRA**') and the rules made there under;

(iv) The SEBI (Depositories And Participants) Regulations, 2018 And Bye Laws Framed Under;

(v) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not applicable to the Company during the audit period).

(vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('**SEBI Act**'):-

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (as amended);
b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (as amended);
c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (as amended); - **(Not applicable to the Company during the audit period)**.

d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - **(Not applicable to the Company during the audit period).**

e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - **(Not applicable to the Company during the audit period)**.

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Act and dealing with client;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; - **(Not applicable to the Company during the audit period)**.

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - **(Not applicable to the Company during the audit period)**.

i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 **('SEBI (LODR) Regulations, 2015')**; as applicable

(vii) I further report that, having regards to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test check basis, the Company has complied with the provisions of Labour Laws and other related Industry specific laws to the extent applicable to the Company.

During the audit period, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. During the period under review, change in the composition of the Board of Directors, and its Committees were made in due compliance of the Act and SEBI (LODR) Regulations, 2015.

Adequate notice has been given to all Directors to schedule the Board Meetings/Committee Meetings during the financial year under review, agenda and detailed notes on agenda were sent on a shorter notice to all the Directors and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. On inspection of the minutes as captured and recorded it was ascertained that all the decisions of the Board and Committees'Meetings were unanimous and there were no dissenting views.

I further report that, based on the review of the compliance reports and the certificates of the Company Executive and taken on record by the Board of Directors of the Company, in my opinion there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. The Company is generally regular in filing of e-forms with the Registrar of Companies within the time prescribed under the Act.

I further report that during the audit period, there was no specific event/action having a major bearing on Company' affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

I further have to state that:

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the Secretarial records. The verification was done on test check basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, we followed provide a reasonable basis of my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where-ever required, I have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test check basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Mehak Gupta & Associates
Company Secretaries

Sd/-
Mehak Gupta
Proprietor
M. No.: FCS-10703
COP No.: 15013
Peer Review No. 1643/2022
UDIN: F010703H000484451

Place: New Delhi
Date: May 26, 2026

CSR (Corporate Social Responsibility) (Annexure -C)

1. Brief outline on CSR Policy of the Company	As prescribed under Schedule VII of the Companies Act, 2013 (as amended from time to time), the Company may undertake one or more of the following activities as part of its Corporate Social Responsibility (CSR) initiatives: 1. Eradicating Hunger & Promoting Health 2. Promoting Education & Livelihood 3. Empowering Women & Promotion Equality 4. Environmental Sustainability Preserving 5. National Heritage and Culture 6. Support to Armed Forces and their Dependents 7. Promotion of Sports 8. Contribution to Government Relief Funds 9. Support to R&D and Innovation 10. Rural Development Projects 11. Slum Area Development 12. Disaster Management

2. Composition of CSR Committee:

SL. NO.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
NA				

3. Provide the web-link where CSR Policy and CSR projects approved by the board are disclosed on the website of the company

   https://www.amwillhealthcare.com/policies/csr-policy

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report). NA

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

SL. NO.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1	NA	NA	NA

6 Average net profit of the company as per section 135(5). INR 10,88,94,962 (Indian Rupees Ten Crore Eighty-Eight Lakh Ninety-Four Thousand Nine Hundred Sixty-Two Only).

7 (a) Two percent of average net profit of the company as per section 135(5). INR 21,77,899 (Indian Rupees Twenty-One Lakh Seventy-Seven Thousand Eight Hundred Ninety-Nine)

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years; INR 8,479 (Indian Rupees Eight Thousand Four Hundred Seventy-Nine).

(c) Amount required to be set off for the financial year, if any; INR 8,479 (Indian Rupees Eight Thousand Four Hundred Seventy-Nine)

(d) Total CSR obligation for the financial year (7a+7b-7c). INR 21,69,420 (Indian Rupees Twenty-One Lakh Sixty-Nine Thousand Four Hundred Twenty)

8 (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of Transfer.	Name of the Fund	Amount.	Date of Transfer.
21,69,500	NA	NA	NA	NA	NA

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
SL. NO.	Name of the project	Item from the list of activities in schedule VII to the Act	Local area (Yes / No).	Location of the project.		Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation- Direct (Yes/No).	Mode of Implementation- Through Implementing Agency	
				State.	District.						Name	CSR Register
1.	NA	NA	NA	NA		NA	NA	NA	NA	NA	NA	NA

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
SL. NO.	Name of the project	Item from the list of activities in schedule VII to the Act.	Local area (Yes /No).	Location of the project.		Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through Implementing agency.	
				State.	District.			Name	CSR registration number.
1	Donation to Bhagawan Mahaveer Jain Dialysis Hospital	Promoting health care	No	Karnataka,	Mysuru	10,00,000	No	Jain Charitable Trust	CSR00013159
2	Donation to Ghoomar Kala EVM Shiksha Seva Sansthan	Promoting health care, Education, Disaster Management, and Women Empowerment	No	Rajasthan,	Bhilwara	10,00,000	No	Ghoomar Kala EVM Shiksha Seva Sansthan	CSR00080591
3	Donation to Jeeva Daya Goshala	Animal Welfare	No	Karnataka	Doddagatti-ganabbe Hoskote	1,69,500	No	Gattubai Bhandari Charitable Trust	CSR00102821
	Total					**INR 21,69,500**			

(d) Amount spent in Administrative Overheads: NIL

(e) Amount spent on Impact Assessment, if applicable: NA

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): INR 21,69,420 (Indian Rupees Twenty-One Lakh Sixty-Nine Thousand Four Hundred Twenty)

(g) Excess amount for set off, if any

SL. No	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	21,77,899
(ii)	Total amount spent for the Financial Year [(1)]	21,69,500
(iii)	Excess amount spent for the financial year [(ii)-(I)] [(2)]	80
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	8,479
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)] [(2)]	80

(1) Surplus arising out of CSR projects/programmes of FY 2024-25 amounting to Rs. 8,479 has been excluded from CSR expenditure for the current financial year in accordance with the Companies (CSR Policy) Rules, 2014.

(2) The excess CSR expenditure available for set-off in succeeding financial years has been determined after considering the aforesaid surplus amount of Rs. 8,479.

9 (a) Details of Unspent CSR amount for the preceding three financial years:

SL. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs.)	Date of Transfer	
1.	NA	NA	NA	NA	NA	NA	NA

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
SL. No.	Project ID.	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs.)	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project Completed/ Ongoing.
1.	NA	NA	NA	NA	NA	NA	NA	NA

10 In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: NA

(a) Date of creation or acquisition of the capital asset(s).

(b) Amount of CSR spent for creation or acquisition of capital asset.

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

11 Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). NA

For and on behalf of the Board of Directors of
AMWILL HEALTH CARE LIMITED

Sd/-

TARUN GANDHI
Managing Director
DIN: 07854699
Address: No. 90,4th Floor, 2nd Main, 7th Cross, Chamrajpet, Bangalore, Karnataka, India, 560018

Sd/-

ANAND GANDHI
Managing Director
DIN: 07854706
Address: No. 90,4th Floor, 2nd Main, 7th Cross, Chamrajpet, Bangalore, Karnataka, India, 560018

Place: Pune
Date: July 17, 2026

Annexure-D

INFORMATION AS PER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 as on 31-03-2026.

A. **Details pertaining to Remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended by the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016: -**

I Ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2025-26 is as follows;

SL. NO.	Name of Director	Category	Total Remuneration (₹)	Ration of Remuneration of Director to the Median remuneration
1	Tarun Gandhi	Managing Director	1,57,20,000	69.02: 1
2	Anand Gandhi	Managing Director	1,57,20,000	69.02: 1
3	Rekha Jagadish*	Director	14,250	0.063: 1
4	Man Singh Gilundia	IndependentDirector	80,000	0.35: 1
5	Sagar Gautam Nahar*	IndependentDirector	30,000	0.13: 1
6	Vasanth Kumar	IndependentDirector	35,000	0.15: 1
7	Sapna Parmar	Director	12,500	0.05: 1

**Mr. Sagar Gautam Nahar and Rekha Jagadish resigned from post of directorship with the effect from April 17th, 2025.*
*** Ratio is rounded off to two decimals*

Notes:
1. The information provided above is on standalone basis.
2. Remuneration to Directors includes sitting fees paid to Independent Directors.
3. Median remuneration of the Company for all its employees is Rs. 2,27,755/- for Fy26.

ii. **The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2025-26;**

SL. NO.	Name	Category	Remuneration (₹)		Increase (%)
			2025-26	2024-25	
1	Ms. Anshu Anshuman	Company Secretary	10,60,676	-	-**
2	Ms. Sharanya Nagaraj	Chief Financial Officer (CFO)	10,88,999	7,69,067	42%

***Ms. Anshu Anshuman was appointed w.e.f. April 10th, 2025 and remuneration shown for FY26, is for part of the year, hence not comparable with previous year.*

iii The percentage increase in the median remuneration of employees in the financial year 2025-26;

Particulars	Remuneration (₹)		Increase (%)
	2025-26	2024-25	
Median remuneration of all employees per annum	2,27,755	6,79,021	(66.45 %)

iv The number of permanent employees on the rolls of company as on March 31, 2026: 88 (Eighty-Eight)

v Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;

Particulars	Remuneration (₹)		Increase (%)
	2025-26	2024-25	
Average salary of all employees (other than Key Managerial Personnel)	3,04,366	5,21,022	(41.58 %)
Average Salary of Managing Director	157,20,000	157,20,000	-
Average Salary of CFO and Company Secretary	10,74,837	7,84,499	18.50%

***Ms. Anshu Anshuman was appointed w.e.f. April 10th, 2025 and remuneration shown for FY25, is for part of the year, hence not comparable with previous year.*

Confirmation: The percentile increase in remuneration is in line with the performance of the Company and the prevailing industry pay scale. There is no exceptional circumstance for any increase in remuneration.

Affirmation that the remuneration is as per the Remuneration policy of the Company:
It is hereby affirmed that the remuneration paid is as per the Remuneration policy of the Company in respect of Directors, Key Managerial personnel and other employees.

B. Details pertaining to Remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended by the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016:

In terms of the proviso to Section 136(1) of the Act, the Annual Report is being sent to the members excluding the aforesaid particulars. The said information is available for electronic inspection during working hours up to the date of annual general meeting and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager: None of the employees is related to any director or manager of the Company

I Name of employee, who was employed through-out the year, was in receipt of remuneration for that year which, in the aggregate not less than one crore two lakh rupees per annum:

During the year under review, there was 2 (two) employees employed had a receipt of remuneration exceeding the aggregate of One Crore Two Lakh Rupees per annum.

SL. No.	Name	Age	Designation/ Nature of Duties	Nature of employment, whether contractual or other wise	Gross Remuneration (INR)	Qualification	Experience (in years)	Date of Commencement of Employment	Percentage of equity shares held by the employee in the company	Last Employment held by such employee before joining the company	Whether relative of any director or manager of the company and if, so name of such director or manager
1	Anand Gandhi	42	Managing Director	Other wise	15720000	Masters in Pharm	11	21 Aug 2017	31.64%	Amwill Health care	Managing Director
2	Tarun Gandhi	41	Managing Director	Other wise	15720000	Bachelors in Commerce	11	21 Aug 2017	31.64%	Amwill Health care	Managing Director

II Details of every employee, who was employed for the part of financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh fifty thousand rupees per month.

During the year under review, there was no employee, who was employed for the part of financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh fifty thousand rupees per month. Hence, there is no such disclosure made.

III Details of every employee posted and working in a country outside India, not being directors or their relatives, drawing more than sixty lakh rupees per financial year or five lakh rupees per month, as the case may be during the financial year 2025-26.

During the year under review, there was no employee posted and working in a country outside India and drawing more than sixty lakh rupees per financial year or five lakh rupees per month. Hence, there is no such disclosure made.

For and on behalf of the Board of Directors of
AMWILL HEALTH CARE LIMITED

Sd/-
TARUN GANDHI
Managing Director
DIN: 07854699
Address: No. 90,4th Floor, 2nd Main, 7th Cross, Chamrajpet, Bangalore, Karnataka, India, 560018

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ANAND GANDHI
Managing Director
DIN: 07854706
Address: No. 90,4th Floor, 2nd Main, 7th Cross, Chamrajpet, Bangalore, Karnataka, India, 560018

Place: Pune
Date: July 17, 2026

Management Discussion and Analysis Report

Global Economic Overview

The global economy demonstrated resilience in FY 2025-26, navigating persistent inflationary pressures, geopolitical tensions, and tightening monetary conditions across major economies. While advanced economies witnessed moderated growth, emerging markets—particularly in Asia—continued to exhibit relative strength, underpinned by robust domestic consumption and strategic policy interventions.

Global supply chains, previously disrupted by pandemic aftershocks and geopolitical conflicts, showed progressive normalization. Commodity prices stabilized, though energy markets remained volatile. Central banks across major economies began calibrating interest rate trajectories as inflation showed signs of cooling, setting the stage for a more conducive investment environment heading into FY 2026-27.

Indian Economic Landscape

India's economy grew by 6.2% in Q3 FY25, with clear signs of recovery emerging as growth accelerated to 7.6% in Q4 FY25—signalling a positive turnaround. The country ranked 5th globally in foreign direct investment inflows among developed and developing nations, reflecting strong investor confidence in India's economic fundamentals.

The Union Budget for FY26 reinforced the government's commitment to infrastructure-led growth, with capital expenditure outlay increasing 10.0% to Rs. 11.21 lakh crore. Stronger revenue generation—driven by improved tax compliance, rising corporate profitability, and expanding economic activity—supported this elevated spending trajectory. India's total exports of goods and services rose 5.5% to a record Rs. 69.8 lakh crore in FY25, underscoring the country's strengthening external sector.

Inflationary pressures moderated through proactive government measures, flexible monetary policy, softening global commodity prices, and easing supply-chain bottlenecks. Port congestion reduced meaningfully, restoring supply network efficiency. These macroeconomic tailwinds create a favourable backdrop for consumer-facing industries, including pharmaceuticals and dermo cosmetics.

Industry Structure and Developments

Global Dermo cosmetic Industry

The global skincare and dermo cosmetic industry continues its robust growth trajectory, driven by heightened consumer awareness around skin health, preventive skincare, anti-aging solutions, pigmentation management, acne care, hair care, and sun protection. Consumers increasingly seek scientifically validated products combining pharmaceutical efficacy with cosmetic benefits—a trend that positions dermatologist-recommended brands favourably.

Indian Dermatology Market

The Indian dermatology market has demonstrated sustained resilience, growing at approximately 8% CAGR from FY 2021 to FY 2025. It remains one of the most stable therapeutic segments within Indian pharmaceuticals, spanning both prescription (Rx) and over-the-counter (OTC) channels.

Key Market Metrics:

Segment	Growth Rate
Medical Dermatology	8-10% per annum
Cosmetic Dermatology	15-18% per annum

Top 5 Sub-Segments ~65% of total market

The cosmetic dermatology segment is growing at nearly twice the rate of medical dermatology, reflecting shifting consumer preferences toward aesthetic and preventive skincare. Within dermatology, cosmetic applications witnessed 28% growth in 2021 alone, with a sustained CAGR of approximately 13%.

Top Five Dermatology Sub-Segments:

Sub-Segment	Market Share
Moisturizing & Protective Agents	15-16%
Anti-Acne & Anti-Scarring	12-13%
Topical Antibiotics	12-13%
Anti-Inflammatory	3-5%
Antifungals	1-2%

The Indian dermatology market is estimated at Rs. 16,000 crore KPMG Report January 2026 and is projected to grow at 11-12% annually. Growth drivers include increasing prevalence of skin conditions due to pollution, rising demand for aesthetic dermatology procedures, growing disposable incomes, expanding population, and lifestyle changes.

Indian Pharmaceutical Industry

The total annual turnover of pharmaceuticals in FY24 reached Rs. 4.17 lakh crore, growing at an average rate of 10.1% over the preceding five years. The dermatology segment outpaces broader pharmaceutical growth, attracting significant strategic and private equity interest. Leading players are accelerating new product launches and science-based solutions to capitalize on this momentum.

Key Industry Drivers

- Increasing incidence of dermatological disorders due to pollution, stress, and lifestyle changes
- Rising awareness regarding preventive skincare and early intervention
- Growing preference for dermatologist-recommended products over conventional cosmetics
- Expansion of organized dermatology clinics and aesthetic centres across urban and semi-urban India
- Growth in e-commerce and digital healthcare platforms, improving product accessibility
- Increased consumer focus on scientifically backed formulations and clinical efficacy
- Enhanced access to dermatologist consultations, including via telemedicine.

Company Overview

Amwill Healthcare operates in the dermatology and dermo cosmetic segment, offering scientifically formulated skincare products recommended by dermatologists and healthcare professionals. The Company addresses diverse skin concerns—including acne, pigmentation, aging, photoprotection, hydration, and sensitive skin management—through its comprehensive product portfolio.

Segment-wise Performance

Product Portfolio

The Company maintains a diversified portfolio across Eleven Therapy, comprising 112 products:

Segment	Number of Products
Sunscreen	4
Dry Skin	13
Hair Care	17
Skin Lightening	11
Anti Acne	20
Anti-Fungal	11
Lip Care	11
Steroid	11
Anti Histamine	10
Anti-Oxidant	2
Cosmetic Procedure	3
Vitiligo	4
Anti-Bacterial	3
Eye Care	1
Hyperhidrosis	1

Revenue Contribution by Segment – FY 2025-26

Therapy Name	March, 2026	
	Revenue in Lacs	% of total revenue
Sunscreen	1143.71	25.14
Dry Skin	811.35	17.83
Hair Care	610.37	13.42
Skin Lightening	572.31	12.58
Anti Acne	340.63	7.49
Anti-Fungal	239.14	5.26
Lip Care	200.82	4.41
Steroid	175.87	3.87
Anti Histamine	105.99	2.33
Anti-Oxidant	102.07	2.24
Cosmetic Procedure	99.86	2.2
Vitiligo	70.34	1.55
Anti-Bacterial	48.2	1.06
Eye Care	19.76	0.43
Hyperhidrosis	8.79	0.19
Total	**4549.23**	**100**

Skin care remains the dominant revenue contributor, aligned with broader market trends favouring dermatologist-recommended skincare solutions. Hair care represents a significant and growing segment, consistent with industry projections of double-digit growth in this category.

Financial Performance

Financial Highlights – FY 2025-26

Particulars	FY 2025-26 (₹ Lakhs)	FY 2024-25 (₹ Lakhs)	Change
Total Income	4,841.14	4,128.88	17.25%
Revenue from Operations	4,549.23	4,058.16	12.10%
Total Expenses	3,304.53	2,938.56	12.45%
Profit Before Tax (PBT)	1,536.61	1,190.32	29.09%
Profit After Tax (PAT)	1,142.13	1,073.01	6.44%
Tax Expense	399.75	122.51	226.29%
Deferred Tax Credit	-5.27	-5.20	1.24
Earnings Per Share (Rs)	5.71	6.63	-13.91%

Key Observations:

- Revenue Growth: Total income increased by 17.25% to Rs. 4,841.14 lakhs, reflecting improved market penetration and product mix optimization.
- Profitability: PBT grew robustly by 29.10% to Rs. 1,536.61 lakhs, demonstrating operational leverage despite rising expenses.
- PAT Growth: Net profit increased by 6.44% to Rs. 1,142.13 lakhs. There is a moderate PAT growth which is a reflection of increased turnover during the year.
- EPS Decline: Earnings per share decreased to Rs. 5.71 from Rs. 6.63, primarily attributable to equity expansion during the year.
- Expense Management: Total expenses increased by 12.45%, moderate increase in expenses is attributable to enhanced operational activities aligned with growth initiatives.

The Company maintained profitability while investing in capabilities to support future expansion. Management is implementing strategic initiatives focused on revenue optimization, cost efficiency, and sustainable profitability.

Key Financial Ratios

Ratio	FY 2025-26	FY 2024-25	Variance (%)	Reasons (if >25% variances)
Return on Net Worth (%)	14.17%	15.50%	-9%	NA
Inventory Turnover (times)	19.66%	22.08%	-11%	NA
Operating Profit Margin (%)	30.61%	27.63%		NA
Current Ratio (times)	12.39%	11.11%	12%	NA
Net Profit Margin (%)	25.11%	26.40%	-5%	NA
Debtors Turnover	NA	NA	NA	NA
Interest Coverage	NA	NA	NA	NA
Debt Equity Ratio	NA	NA	NA	NA

Opportunities

The Company identifies significant opportunities in:

- Geographic Expansion: Increasing penetration in Tier II and Tier III cities, where dermatological awareness is rising rapidly.
- Product Innovation: Launching differentiated, clinically validated formulations addressing emerging skin and hair care concerns.
- Anti-Aging & Photoprotection: Capitalizing on growing demand for preventive skincare and sun protection products.
- Prescription-Supportive Cosmeceuticals: Rising acceptance among dermatologists and consumers.
- Digital Channels: Strengthening e-commerce presence and digital marketing capabilities
- International Markets: Exploring export opportunities in emerging and regulated international markets.
- Clinical Research: Developing innovative formulations supported by rigorous clinical validation.

Risks and Concerns

The Company operates in specialized fields of dermatology, trichology, and cosmetology, exposing it to several risks:

- Regulatory and Compliance Risks: Stringent product approval requirements, evolving health and safety regulations, and restrictions on marketing claims necessitate continuous compliance vigilance.
- Product Safety and Efficacy Risks: Risks of adverse reactions, long-term side effects, and challenges in clinical validation require robust quality assurance and pharmacovigilance systems.
- Market Risks: Intense competition, shifting consumer preferences, and pricing pressures persist across the dermo cosmetic segment.
- Intellectual Property Risks: Patent protection and ensuring adequate returns on R&D investment remain ongoing concerns.
- Supply Chain and Manufacturing Risks: Raw material availability, quality control, and third-party manufacturing dependency can impact operations.
- Reputational Risks: Consumer trust is paramount; social media influence amplifies both positive and negative perceptions.
- Technological Disruption: Rapid advancements in formulation technology and digital transformation require continuous adaptation.
- Financial Risks: Currency fluctuations from potential global operations may impact profitability.
- External Factors: Economic downturns, global health crises, and evolving environmental compliance obligations pose additional challenges.
- Human Resources and Industrial Relations: The Company continues to prioritize human resources as a key enabler of operational excellence and innovation. During the year, targeted recruitment strengthened internal capabilities, particularly in Sales and Marketing functions supporting business expansion.

Employee Headcount

Department	FY 2024-25	FY 2025-26	Change
Directors	2	2	-
Compliance Team	1	1	-
Business Development Team	3	1	-2
Accounts Team	3	4	1
Human Resource Team	1	1	-
Graphics Team	1	1	-
Inventory Management Team	5	4	-3
Logistics Management Team	3	1	-2
Payroll Management Team	2	0	-2
Product Management Team	1	0	-1
Purchase Management Team	2	0	-2
Sales & Marketing Team	64	72	8
Total	**88**	**88**	

Industrial relations remained cordial throughout the year, with no disputes or disruptions reported. The Company maintains a safe, inclusive, and engaging work environment, investing in employee development, compliance training, and leadership capability building.

HR Strategy Going Forward:

- Performance-linked retention programs
- Digital workforce management systems
- Scalable training initiatives to support future growth

Outlook

The Company remains optimistic about its growth trajectory in the dermatology, trichology, and cosmetology segments. Increasing consumer awareness, rising demand for specialized skincare and haircare solutions, and the expanding wellness and aesthetic market in India and overseas provide a favourable operating environment.

Strategic Priorities:

- Distribution Network Enhancement: Expanding geographic reach and deepening market penetration.
- Digital Footprint Expansion: Strengthening e-commerce capabilities and digital marketing presence.
- Product Innovation: Launching differentiated, clinically validated products aligned with consumer needs.

- Sustainable Formulations: Focusing on dermatologically safe, science-backed formulations meeting global regulatory standards.
- Dermatologist Engagement: Expanding programs to strengthen relationships with healthcare professionals.
- Research & Development: Continuing investment in product development capabilities.
- Quality and Compliance: Maintaining investments in quality systems, regulatory compliance, and patient education initiatives.

While macroeconomic uncertainties, regulatory changes, and evolving consumer preferences may pose challenges, the Company remains committed to operational excellence, brand trust, and customer-centric innovation. Continuous investment in people, processes, and technology will be pivotal in driving long-term value creation.

With a solid foundation, strong brand portfolio, and strategic initiatives underway, management anticipates improved performance in coming years and remains confident in the Company's ability to deliver sustainable and profitable growth.

Internal Control Systems and Adequacy

The Company has established robust internal control systems commensurate with the size and nature of its operations. These controls ensure:

- Safeguarding of assets
- Prevention and detection of fraud and error
- Accuracy and completeness of accounting records
- Timely preparation of reliable financial information

Internal controls are reviewed periodically and strengthened as necessary. The Audit Committee regularly reviews the adequacy and effectiveness of internal control systems and recommends improvements.

Cautionary Statement

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, and expectations may constitute "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied due to various factors, including but not limited to economic conditions affecting demand and supply, government regulations, natural calamities, and other factors beyond the Company's control. The Company assumes no responsibility to publicly amend, modify, or revise any such statements based on subsequent developments, information, or events.

SKLR & CO LLP
CHARTERED ACCOUNTANTS
407, Sej Plaza, Marve Road, Near Nutan School, Malad-(West), Mumbai - 400 064.
022 4601 5515 | sklr@sklr.in/team@sklr.in | www.sklr.in

Independent Auditor's Report

To,
The Members of
Amwill Health Care Limited

Report on the audit of the financial statements

Opinion

We have audited the accompanying financial statements of Amwill Health Care Limited ("The Company") which comprise the balance sheet as at 31st March 2026, the statement of profit and loss, and statement of cash flows for the year ended 31st March 2026, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("The Act" in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2026 and its profit and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have nothing to report in this regard.

Emphasis of Matter

We draw attention to Note no. 41 to the accompanying financial statements, which describes a cyber security incident experienced by the Company on 18th February 2026 resulting in loss of back-up of books of account for the period from 01st April 2025 to 18th February 2026. The Management informed us that the accounting data for the period from 01 April 2025 to 29 September 2025 was restored using software back-up available, while accounting data for the period from 30th September 2025 till 18th February 2026 was reconstructed and re-entered in the books of account based on available supporting records and documentation.

Our audit procedure included, inter alia examination of the restored and reconstructed accounting records, testing of underlying supporting documents and performance of alternative audit procedures to obtain sufficient and appropriate audit evidences regarding the transactions and balances included in the financial statements. Our opinion is not modified in the respect of this matter.

Other Information

The Company's Management and Board of Directors is responsible for the other information. The other information comprises the information included in the annual report but doesn't include the financial statements and our auditor's report thereon. These reports are expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and describe actions applicable under the applicable laws and regulations.

Management's and Board of Directors Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

auditor’sss Responsibilities for the Audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

- As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’ ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ('The Order') issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143 (3) of the Act, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   b. We draw attention to the matter described in the Emphasis of Matter paragraph above regarding the loss of back-up of books of account pursuant to a cyber security incident due to which we are unable to comment on compliance with the requirement of daily back-up of books of accounts during the said period. Subject to the foregoing, our comment in paragraph 2(g)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended) and based on the examination of the books of account so maintained/ restored/ reconstructed by the Company, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books. The balance sheet, the statement of profit and loss and the statement of cash flows dealt with by this Report are in agreement with the books of account;

   c. In our opinion, the aforesaid financial statements comply with the accounting standards specified under Section 133 of the Act.

   d. On the basis of the written representations received from the directors as on 03rd April 2026 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March 2026 from being appointed as a director in terms of Section 164 (2) of the Act;

   e. With respect to adequacy of internal financial controls over financial reporting of the Company and operating effectiveness of such controls, refer to our separate report given in **Annexure B**; and;

   f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company does not have any pending litigation which would impact its financial position;

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

   iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The Company has not declared and paid any dividend during the year. Therefore, reporting of compliance of section 123 of the Act is not applicable to the Company.

vi. Based on our examination, the Company has used accounting software for maintaining its books of account, which is operated and managed by a third-party service provider and, as informed to us by the Management, such software has the feature of recording audit trail (edit log) facility. However, In the absence of the details related to audit trail in the Service Organization Controls report we are unable to comment on whether audit trail feature of the said software were enabled and operated throughout the year for all relevant transactions recorded in the software or whether there were any instances of the audit trail feature being tampered with.

Further to our comment above, pursuant to a cyber security incident on 18th February 2026, the Company lost the backup of its books of account for the period from 01st April 2025 to 18th February 2026. While accounting data for the period from 01st April 2025 to 29th September 2025 was restored using available software backup, accounting data for the period from 30th September 2025 to 18th February 2026 was subsequently reconstructed and re-entered in the books of account. Consequently, in the absence of complete original system-generated records and audit trail logs for the affected period, we were unable to obtain sufficient appropriate audit evidence to comment whether the audit trail (edit log) facility was enabled and operated throughout the year for all relevant transactions and whether such audit trail was preserved in accordance with the requirements of Rule 3(1) of the Companies (Accounts) Rules, 2014.

3. **With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:**

In our opinion and according to the information and explanations given to us, the Company has paid/ provided managerial remuneration for the year ended 31st March 2026 to its directors in accordance with the requisite approvals mandated by the provision of section 197 read with Schedule V to the Act.

The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us. Also, refer the note 28(vi) to the financial statements.

For S K L R & CO LLP
Chartered Accountants
Firm Registration Number: W100362

Sd/-
Rakesh Jain
Partner
Membership No.123868
UDIN: 26123868SUWKEX8808

Place: Mumbai
Date: 30 May 2026

Amwill Health Care Limited

Annexure A to the Independent Auditor's Report for the year ended 31st March 2026

Referred to in paragraph 1 of report on other legal and regulatory requirements' of our report of even date

i. In respect of Company's Property, plant and equipment and Intangible Asset:

a. (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of Intangible Assets.

b. The Property, plant and equipment of the Company were physically verified by the management at reasonable intervals, which, in our opinion, is reasonable. According to the information and explanation given to us, no material discrepancies were noticed on such physical verification. Therefore, the question of our comment on proper dealing of discrepancies noticed on physical verification in the books of accounts does not arises.

c. As per the information and explanation given to us and on the basis of our examination of the records of the Company, the Company does not hold any immovable properties. Therefore, clause (i) (c) of paragraph 3 of the Order relating to title deeds of immovable property is not applicable.

d. As per the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year. Consequently, the question of our comment on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets does not arise.

e. Based on the information and explanations furnished to us, no proceedings have been initiated or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in its financial statements does not arise.

ii. (a) The inventory, except goods in transit, has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(b) According to the information and explanation given to us, the Company has not been sanctioned working capital limits in excess of Rs.5 Crores, in aggregate, from banks or financial institutions on the basis of security of current assets during any point of time of the year. Therefore clause (ii) (b) of paragraph 3 of the Order is not applicable of the Company.

iii. The Company has not invested in any company or granted secured/ unsecured loans/advances in nature of loans, or stood guarantee, or provided security to any parties. Therefore, the reporting under paragraph 3(iii)(a), 3(iii)(b), (iii)(c), (iii) (d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

iv. In our opinion, and according to the information and explanations given to us, the Company has not invested in any company, or granted any loans, or provided any guarantees or security. Therefore, reporting on compliance with Section 185 and Section 186 of the Act as required under paragraph 3(iv) of the Order is not applicable to the Company.

v. In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under paragraph 3(v) of the Order is not applicable to the Company.

vi. According to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013 in respect of the trading activities carried on by the Company. Accordingly, reporting under clause 3(vi) of the Companies (Auditor's Report) Order, 2020 is not applicable to the Company.

vii. In respect of statutory dues:

(a) According to the information and explanations given to us and on the basis of our examination of records of the Company, in respect of amounts deducted /accrued in the books of account, undisputed statutory dues including goods and service tax, provident fund, employee state insurance, income tax, property tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues have been generally regularly deposited with the appropriate authorities. There are no undisputed amounts payable in respect of statutory dues outstanding for more than six months from the date they become payable.

(b) According to the records of the Company and information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute.

viii. According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 which have not been recorded in the books of account.

ix. (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us including representations received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financials institution or other lender.

(c) In our opinion and according to the information and explanations given to us, there are no money raised by way of term loans during the year.

(d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, there are no subsidiaries, associate or joint ventures of the Company. Thus, reporting on question of taking funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures does not arise.

(f) According to the information and explanations given to us, since there are no subsidiaries, associates or joint ventures, question of reporting on raising of loans during the year on the pledge of securities held in its subsidiaries, associates or joint ventures does not arise.

x. (a) The Company had raised monies by way of Initial Public Offer (IPO) in the previous year. In our opinion and according to the information and explanations given to us, such funds have been utilised during the year for the purposes for which they were raised and no unutilised balance remained outstanding as at year end. (Refer Note 38 to the Financial Statements).

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause (x)(b) of paragraph 3 of the Order is not applicable to the Company.

xi. (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.

(b) No report under Section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.

(c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistleblower complaints received by the Company during the year.

xii. The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under paragraph 3(xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv. (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system as required under Section 138 of the Act which is commensurate with the size and nature of its business.

(b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.

xv. According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of Section 192 of the Act are not applicable to the Company.

xvi. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, paragraph 3(xvi)(c) of the Order is not applicable.

(d) The Company is not part of any group (as per the provisions of the Core Investment

Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of paragraph 3(xvi)(d) are not applicable

xvii. In our opinion and according to the information and explanations given to us, the Company has not incurred any cash losses in the financial year and in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. As at balance sheet date, the Company does not have any amount remaining unspent under Section 135(5) of the Act. Accordingly, reporting under 3(xx) of paragraph 3 of the Order is not applicable.

xxi. The reporting under paragraph 3(xxi) of the order is not applicable in respect of audit of financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For S K L R & CO LLP
Chartered Accountants
Firm Registration Number: W100362

Rakesh Jain
Partner
Membership No. 123868
UDIN: 26123868SUWKEX8808

Place: Mumbai
Date: 30 May 2026

Amwill Health Care Limited

Annexure B to the Independent Auditor's Report for the year ended 31st March 2026

Referred to in paragraph 2(f) under the heading 'Report on other legal and regulatory requirements' of our report of even date

Report on the Internal Financial Controls Over Financial Reporting under Clause (f) of Sub-section 3 of Section 143 of the Companies Act, 2013 **("The Act")**

We have audited the internal financial controls with reference to the Financial Statements of Amwill Health Care Limited ("The Company" as of 31st March 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India **("ICAI")**. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to the Financial Statements included obtaining an understanding of internal financial controls with reference to these Financial and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to these Financial Statements.

Meaning of Internal Financial Controls with Reference to these Financial Statements

A Company's internal financial controls with reference to the Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial controls with reference to the Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to the Financial Statements

Because of the inherent limitations of internal financial controls with reference to the Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to the Financial Statements to future periods are subject to the risk that the internal financial control with reference to the Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to the Financial Statements and such internal financial controls with reference to the Financial Statements were operating effectively as at 31st March 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Amwill Health Care Limited
CIN: L36994KA2017PLC105721
Balance Sheet as at 31 March 2026
(All Amount in Indian Rupees and in lakhs, other than shares and per share amounts, unless otherwise stated)

Particulars	Note	As at 31 March 2026	As at 31 March 2025
EQUITY AND LIABILITIES			
Shareholder's funds			
Share capital	3	2,000.36	2,000.36
Reserves and surplus	4	6,057.42	4,921.15
Sub-total (A)		**8,057.78**	**6,921.51**
Non-current liabilities			
Long-term provisions	5	29.80	27.70
Sub-total (B)		**29.80**	**27.70**
Current liabilities			
Trade payables	6		
- due to micro and small enterprises		18.40	5.27
- due to other than micro and small enterprises		225.73	105.96
Other current liabilities	7	214.03	77.76
Short-term provisions	8	121.29	9.53
Sub-total (C)		**579.45**	**198.52**
Total (A+B+C)		**8,667.03**	**7,147.73**
ASSETS			
Non-current assets			
Property, plant and equipment	9	109.43	115.51
Intangible assets	10	4.69	4.55
Capital work in progress	11	-	-
Intangible assets under development	12	20.46	20.46
Deferred tax assets	13	26.93	21.67
Non-Current Investments	14	250.94	-
Other non-current assets	15	1,074.29	4,779.45
Sub-total (A)		**1,486.74**	**4,941.64**
Current assets			
Inventories	16	82.95	55.29
Trade receivables	17	2,090.12	1,672.14
Cash and bank balances	18	4,737.19	307.49
Short-term loans and advances	19	228.47	127.82
Other current assets	20	41.56	43.35
Sub-total (B)		**7,180.29**	**2,206.09**
Total (A+B)		**8,667.03**	**7,147.73**
Significant accounting policies	1 & 2		
Notes to financial statements	3 to 43		

The notes referred to above form an integral part of the financial statements.

As per our report of even date

For SKLR & Co. LLP
Chartered Accountants
Firm Registration No.: W100362

Rakesh Jain
Partner
Membership No.: 123868

Place: Mumbai
Date: 30 May 2026

For and on behalf of the Board of Directors of
Amwill Health Care Limited

Tarun Gandhi
Managing Director
DIN: 07854699

Anand Gandhi
Managing Director
DIN: 07854706

Sharanya Nagaraj
Chief financial officer

Anshu Anshuman
Company Secretary
ACS 65515

Place: Bangalore
Date: 30 May 2026

Amwill Health Care Limited
CIN: L36994KA2017PLC105721
Statement of Profit and Loss for the year ended 31 March 2026
(All Amount in Indian Rupees and in lakhs, other than shares and per share amounts, unless otherwise stated)

Particulars	Note	Year ended 31 March 2026	Year ended 31 March 2025
Income			
Revenue from operations	21	4,549.23	4,058.16
Other income	22	291.91	70.72
Total income		**4,841.14**	**4,128.88**
Expenses			
Materials produced	23	1,386.50	1,157.73
Changes in inventories of materials in hand	24	(27.66)	(6.30)
Employee benefit expenses	25	840.56	720.02
Depreciation and amortization expense	26	54.56	45.50
Other expenses	27	1,050.57	1,021.61
Total expenses		**3,304.53**	**2,938.56**
Profit before tax		**1,536.61**	**1,190.32**
Tax expense			
Current tax	8	399.75	119.77
- Prior year	8	-	2.74
Deferred tax - charge/ (credit)	13	(5.27)	(5.20)
Profit after tax		**1,142.13**	**1,073.01**
Basic and diluted earnings per share	30	5.71	6.63
Equity shares [Face value of Rs. 10 each]			
Significant accounting policies	1 & 2		
Notes to financial statements	3 to 43		

The notes referred to above form an integral part of the financial statements.

As per our report of even date

For SKLR & Co. LLP
Chartered Accountants

Firm Registration No.: W100362

Rakesh Jain
Partner

Membership No.: 123868

Place: Mumbai
Date: 30 May 2026

For and on behalf of the Board of Directors of
Amwill Health Care Limited

Tarun Gandhi
Managing Director
DIN: 07854699

Anand Gandhi
Managing Director
DIN: 07854706

Sharanya Nagaraj
Chief financial officer

Anshu Anshuman
Company Secretary
ACS 65515

Place: Bangalore
Date: 30 May 2026

Amwill Health Care Limited
CIN: L36994KA2017PLC105721
Cash Flow Statement for the year ended 31 March 2026
(All Amount in Indian Rupees and in lakhs, other than shares and per share amounts, unless otherwise stated)

	Particulars	Note	Year ended 31 March 2026	Year ended 31 March 2025
A.	**CASH FLOW FROM OPERATING ACTIVITIES**			
	Profit before tax		**1,536.61**	**1,190.32**
	Adjustments for :			
	Depreciation and amortisation expense		54.56	45.50
	Expired goods written off		6.33	7.71
	Bad debts written off		-	5.28
	Loss on sale of property, plant and equipment		4.85	-
	Interest income on bank deposits		(286.12)	(70.43)
	Interest income on income tax refund		(2.06)	(0.29)
	Income from investments (net)		(3.73)	-
	Operating profit/ (loss) before changes in assets and liabilities		**1,310.43**	**1,178.09**
	Movements in working capital : [Including Current and Non-current]			
	(Increase)/decrease in Trade receivables		(417.98)	(381.80)
	(Increase)/decrease in Inventories		(33.98)	(14.02)
	(Increase)/decrease in Loans and advances		(100.65)	(94.13)
	(Increase)/decrease in Other assets		16.20	(5.57)
	Increase/(decrease) in Trade payables		132.90	82.02
	Increase/(decrease) in Other liabilities		127.99	(42.86)
	Increase/(decrease) in Provisions		113.87	4.88
			1,148.78	**726.61**
	Adjustments for :			
	Direct taxes paid [Including tax deducted at source] - (net)		(348.50)	(170.21)
	Net cash generated from operating activities...(A)		**800.28**	**556.40**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**			
	Purchase of property, plant and equipment and capital expenditure made		(58.48)	(71.58)
	Proceeds from sale of property, plant and equipment		5.00	-
	Investment made in Mutual Funds and Government securities		(1,253.00)	-
	Interest received		273.68	62.24
	Sale of investments made in Mutual Funds		1,002.06	-
	Income from investments (net)		3.73	-
	Decrease/(Increase) in bank balances [Current and non-current] (other than cash and cash equivalents)		582.98	(4,612.39)
	Net cash (used in) / from investing activities... (B)		**555.97**	**(4,621.73)**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**			
	Proceeds from issue of equity shares (including security premium)		-	4,888.00
	Share issue expenses		(5.86)	(755.34)
	Net cash (used in) / from financing activities... (C)		**(5.86)**	**4,132.66**
	Net Increase / (decrease) in cash and cash equivalents (A+B+C)		**1,350.39**	**67.33**
	Cash and cash equivalents at beginning of the year	18	205.62	138.29
	Cash and cash equivalents at end of the year		1,556.01	205.62
	Net Increase / (decrease) in cash and cash equivalents		**1,350.39**	**67.33**

Notes :

1 Cash flow statement has been prepared as per "indirect method" as set out in AS 3 - "Cash Flow Statement"

2 Breakup of cash and cash equivalent is as given below:

Particulars	Note	As at 31 March 2026	As at 31 March 2025
Cash and Cash Equivalents			
Cash on Hand		7.86	7.96
Balance with bank in current accounts		-	7.70
Fixed deposits with bank (maturity period less than three months)		1,556.43	189.95
Less:- Book balance - overdrawn		(8.28)	-
Net cash and cash equivalents	18	**1,556.01**	**205.62**

Significant accounting policies	1 & 2
Notes to financial statements	3 to 43

The notes referred to above form an integral part of the financial statements.

As per our report of even date

For SKLR & Co. LLP
Chartered Accountants
Firm Registration No.: W100362

Sd/-
Rakesh Jain
Partner
Membership No.: 123868

Place: Mumbai
Date: 30 May 2026

For and on behalf of the Board of Directors of
Amwill Health Care Limited

Sd/-
Tarun Gandhi
Managing Director
DIN: 07854699

Sd/-
Anand Gandhi
Managing Director
DIN: 07854706

Sd/-
Sharanya Nagaraj
Chief financial officer

Sd/-
Anshu Anshuman
Company Secretary
ACS 65515

Place: Bangalore
Date: 30 May 2026

Amwill Health Care Limited
CIN: L36994KA2017PLC105721
Notes to Financial Statements for the year ended 31 March 2026

1. Corporate Information

Amwill Health Care Limited (CIN: L36994KA2017PLC105721) herein referred to as "The Company"was incorporated on 21st August 2017. The Company is public limited company w.e.f. 25th January 2024 and listed on BSE SME Stock Exchange on 12th February, 2025. The registered office of the Company is situated at No. 90, 4th Floor, 2nd Main Road, 7th Cross, Chamrajpet, Bangalore, Karnataka, India, 560018. The Company is engaged in the business of dealing in pharma products.

These Financial Statements were authorised for issue by the Board of Directors on 30th May 2026.

2. Significant accounting policies

2.1 Basis of preparation of Financial Statements

These Financial Statements have been prepared in accordance with accounting standards prescribed under section 133 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014.

The Financial Statements are prepared in accordance with Indian Generally Accepted Accounting Principles ("GAAP") under the historical cost convention on the accrual basis. GAAP comprises of accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 as amended from time to time and the Companies Act, 2013.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

2.2 Presentation and disclosure of Financial Statements

All assets and liabilities have been classified as current & non-current as per Company's normal operating cycle and other criteria set out the Schedule III of the Companies Act, 2013.

As of the reporting date, the Company's operating cycle is considered to be 12 months.

These Financial Statements are presented in Indian Rupees which is the functional currency of the Company. All amounts disclosed in the Financial Statements which also include the accompanying notes have been rounded off to the nearest lakhs up to two decimal places, as per the requirement of Schedule III to the Companies Act, 2013, other than shares and per share amounts, unless otherwise stated. Wherever an amount is represented as INR '0.00' (zero) it construes a value less than rupees five hundred.

2.3 Use of estimates

The preparation of the Financial Statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the application of accounting policies, reported balances of assets and liabilities, disclosure of contingent liabilities as on the date of Financial Statements and reported amounts of income and expenses during the period. Management believes that the estimates and assumptions used in the preparation of Financial Statements are prudent and reasonable. Actual results could differ from those estimates. Any difference between the actual results and estimates are recognised in the period in which the results are known / materialised. Any revision to accounting estimates is recognized prospectively in the current and future periods.

2.4 Investments

Investments are classified into current and long - term investments.

Investments that are readily realizable and intended to be held for not more than a year from the date on which such investments are made are classified as current investments. All other investments are classified as non-current investments.

Current investments are carried at lower of cost and fair value determined on an individual investment basis. Non-current investments are carried at cost. However, provision for diminution in value of long-term investments is made to recognise a decline, other than temporary, on an individual investment basis.

Long term investments which are expected to be realized within twelve months from the balances sheet date are presented under 'current investments' as 'current portion of loan term investments' in accordance with the current / noncurrent classification of investments as per Schedule III of the Companies Act, 2013.

The cost of investments comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Investment transactions are accounted for on a trade date basis. In determining the holding cost of investments and the gain or loss on sale of investments, the 'eighted average cost'method is followed.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

2.5 Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Interest income is recognised on time proportion basis taking into account the amount outstanding and rate applicable.

Dividend income on investment is accounted for in the year in which the right to receive the payment is established.

2.6 Borrowing cost

Borrowing costs that are directly attributable to the acquisition, construction or development of a qualifying asset are capitalized as part of the cost of the respective asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset which necessarily takes substantial period of time to get ready for its intended use or sale. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest, exchange difference arising from foreign currency borrowings to the extent they are treated as an adjustment to the borrowing cost and other costs that an entity incurs in connection with the borrowing of funds.

2.7 Taxes on income

Tax expenses comprises of current tax, deferred tax charge or credit and adjustments of taxes for earlier years.

Provision for current tax is made as per the provisions of Income Tax Act, 1961.

Deferred tax charge or credit reflects the impact of current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier years and are measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date.

Deferred tax assets are recognised only to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits. Deferred tax assets are reviewed for the appropriateness of their respective carrying amounts at each balance sheet date.

2.8 Cash and cash equivalents

Cash and cash equivalents include cash in hand, bank balances, deposits with bank (other than on lien) and all short term and highly liquid investments that are readily convertible into known amounts of cash and are subject to an insignificant risk of change in value.

2.9 Cash flow statement

Cash flows are reported using the indirect method, whereby net profit/loss before tax is adjusted for the effects of transactions of non-cash nature, any deferrals of accruals of past or future operating cash receipts or payments and item of income or expense associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

2.10 Inventories

Inventories are valued at lower of cost or net realisable value. Cost is determined on a First In-First Out (FIFO) basis and includes all applicable costs, including inward freight, incurred in bringing goods to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. Provisions are made towards slow-moving and obsolete items based on historical experience of utilisation on a product category basis, which consideration of product lines and market conditions.

2.11 Foreign currency transactions

Transactions in foreign currency are recorded at exchange rates prevailing at the date of transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the statement of profit and loss of the year.

Monetary assets and liabilities denominated in foreign currencies which are outstanding, as at the reporting period are translated at the closing exchange rates and the resultant exchange differences are recognised in the statement of profit and loss.

Non-monetary assets and liabilities denominated in foreign currencies that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction.

Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

2.12 Employee benefits

- Short-term employee benefits

  Employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognized during the year.

- **Post-employment benefits**

(a) Defined contribution plans

Contributions to the provident fund, which is defined contribution scheme, are recognised as an employee benefit expense in the statement of profit and loss in the period in which the contribution is due. Contributions are made in accordance with the rules of the statute and are recognised as expenses when employees render service entitling them to the contributions.

(b) Defined benefit plans

The employees' gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plans is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans, is based on the market yields on government securities as at the reporting date, having maturity periods approximating to the terms of related obligations.

In case of funded plans, the fair value of the planned assets is reduced from the gross obligation under the defined benefit plans, to recognise the obligation on net basis.

When the benefits of the plan are changed or when a plan is curtailed, the resulting change in benefits that relates to past service or the gain or loss on curtailment is recognised immediately in the statement of profit and loss. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises gains/ losses on settlement of a defined plan when the settlement occurs.

2.13 Property, plant and equipment

- Recognition and measurement

  Property, plant and equipment are stated at cost, net of accumulated depreciation (other than freehold land) and impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Capitalisation of costs in the carrying amount of property, plant and equipment ceases when the item is in the location and condition necessary for it to be capable of operating in the manner intended by the Company. Any trade discounts and rebates are deducted in arriving at the purchase price.

  The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. These components are depreciated separately over their useful lives; the remaining components are depreciated over the life of the principal asset.

- Subsequent costs

  Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. Incomes and expenses related to the incidental operations not necessary to bring the item to the location and the condition necessary for it to be capable of operating in the manner intended by the Company are recognised in the Statement of profit and loss. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the Statement of Profit & Loss for the year in which such expenses are incurred.

  Capital work-in-progress comprises of property, plant and equipment that are not ready for their intended use at the end of reporting period and are carried at cost comprising direct costs, related incidental expenses, other directly attributable costs and borrowing costs.

- Disposal

  An item of property, plant and equipment is derecognised upon disposal or when no future benefits are expected from its use or disposal. Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised net within other income/ expenses in the statement of profit and loss.

- Depreciation

  Depreciation on Property, plant and equipment' is calculated on pro rata basis on straight-line method using the management assessed useful lives of the assets which is in line with the manner prescribed in Schedule II of the Companies Act, 2013. The useful life is as follows:

the assets which is in line with the manner prescribed in Schedule II of the Companies Act, 2013. The useful life is as follows:

Class of asset	Useful lives as per schedule II (Years)	Useful lives considered as per management estimate (Years)
Plant and equipments	15	5
Furniture and fixtures	10	10
Office equipments	5	5
Computers	3	3
Vehicles	8 to 10	8 to 10
Electrical Installations and Equipments	5	5
Leasehold Improvements	6	6

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at regular intervals and adjusted prospectively, if appropriate.

Leasehold improvements are depreciated over the primary lease period.

2.14 Intangible Assets

- Recognition and measurement

  Intangible assets are recognised when the asset is identifiable, is within the control of the Company, it is probable that the future economic benefits that are attributable to the asset will flow to the Company and cost of the asset can be reliably measured.

  Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets acquired by the Company that have finite useful lives are measured at cost less accumulated amortisation and any accumulated impairment losses. Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level.

  Expenditure on research activities is recognised in the statement of profit and loss as incurred. Development expenditure is capitalised only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Company intends to complete development and to use or sell the asset.

- Subsequent measurement

  Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

- Amortisation

  Amortisation is calculated over the cost of the asset, or other amount substituted for cost. Amortisation is recognised in statement of profit and loss on a straight-line basis over the estimated useful lives of intangible assets from the date that they are available for use.

Class of asset	Useful lives considered (In years)
Trademark	5
Computer Software	5

- Disposal

  Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

2.15 Provisions, contingent liabilities and contingent assets

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value (except dismantling / decommissioning liabilities that are recognised as cost of Property, Plant and Equipment) and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are neither disclosed nor recognised.

2.16 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss (after tax) for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for event of rights issue.

Diluted earnings per share is calculated by dividing the net profit or loss (after tax) for the period attributable to equity shareholders and the weighted average number of equity shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

2.17 Share issue expenses

Share issue expenses are adjusted against securities premium (to the extent available) and statement of profit and loss.

Amwill Health Care Limited
CIN: L36994KA2017PLC10572
Notes to Financial Statements for the year ended 31 March 2026
(All Amount in Indian Rupees and in lakhs, other than shares and per share amounts, unless otherwise stated)

3	Share capital	As at 31 March 2026	As at 31 March 2025
	Authorised capital 2,10,00,000 (31 March 2025: 2,10,00,000) equity shares of INR 10 each	2,100.00	2,100.00
	Total	**2,100.00**	**2,100.00**
	Issued, subscribed and fully paid-up 2,00,03,600 (31 March 2025: 2,00,03,600) equity shares of INR 10 each	2,100.36	2,100.36
	Total	**2,100.36**	**2,100.36**

3.1 Terms/ rights attached to equity shares

The Company has a single class of equity shares. All equity shares rank equally with regards to dividends and share in the Company's residual assets. The equity shareholders are entitled to receive dividend as declared from time to time. The voting rights of equity shareholders on a poll are in proportion to its share of the paid-up equity capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid. Failure to pay any amount called up on shares may lead to forfeiture of the shares.

3.2 The reconciliation of the number of shares outstanding and the amount of share capital as at 31 March 2026 and 31 March 2025 is set out below:

Particulars	31 March 2026		31 March 2025	
	Number of Shares	Amount	Number of Shares	Amount
Number of shares at the beginning	50,000	5.00	50,000	5.00
Add: Shares issued during the year on Initial Public Offer (Refer note 38 and 39)	4,403,600	440.36	4,403,600	440.36
Less: Buyback during the year	-	-	-	-
Add: Shares allotted during the year as Bonus (Refer note 3.5)	15,550,000	1,555.00	15,550,000	1,555.00
Number of shares at the end	20,003,600	2,000.36	20,003,600	2,000.36

3.3 Equity shares held by each shareholder holding more than 5% shares

Particulars	As at 31 March 2026		As at 31 March 2025	
	% of holding	Number of Shares	% of holding	Number of Shares
Tarun Gandhi	31.64%	6,328,920	31.64%	6,328,920
Anand Gandhi	31.64%	6,328,920	31.64%	6,328,920
	63.28%	**12,657,840**	**63.28%**	**12,657,840**

3.4 a) Disclosures of Shareholdings of Promoter and Promoter group is set out below:

Name	As at 31 March 2026		As at 31 March 2025	
	No. of Shares	% of total shares	No. of Shares	% of total shares
Shashikala	722,700	3.61%	722,700	3.61%
Tarun Gandhi	6,328,920	31.64%	6,328,920	31.64%
Anand Gandhi	6,328,920	31.64%	6,328,920	31.64%
Isha Gandhi	317,000	1.58%	317,000	1.58%
Bhavika Gandhi	317,000	1.58%	317,000	1.58%
Bhavya Gandhi	117,460	0.59%	117,460	0.59%
	14,132,000	**70.65%**	**14,132,000**	**70.65%**

b) Change in % of Shareholdings of Promoter and Promoter group during the year

Name of the Promoter/ Promoter group	% change from 31 March 2025 to 31 March 2026	% change from 31 March 2024 to 31 March 2025
Shashikala	0.00%	-1.34%
Tarun Gandhi	0.00%	-8.93%
Anand Gandhi	0.00%	-8.93%
Isha Gandhi	0.00%	-3.37%
Bhavika Gandhi	0.00%	-3.37%
Bhavya Gandhi	0.00%	-0.42%

3.5 Aggregate number of shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:

Issue of bonus shares - 1,55,50,000 equity shares of Rs.10 each issued as fully paid bonus shares for every existing 1 fully paid-up equity share of the face value of Rs.10 each held by the members as on 04th April 2024 (the Record Date). The bonus equity shares has been issued on 05th April 2024 by capitalizing the sum of Rs. 1,555.00 from and out of free reserves of the company.

4

Reserves and surplus	As at 31 March 2026	As at 31 March 2025
Surplus of Statement of Profit and Loss		
As per the last Balance Sheet	1,228.87	1,710.86
Add: Net profit for the year transferred from Statement of Profit and Loss	1,142.13	1,073.01
Less: Utilisation for allotment of Bonus Shares (Refer note 3.5)	-	1,555.00
Closing Balance	**2,370.99**	**1,228.87**
Securities Premium		
As per the last Balance Sheet	3,692.28	-
Add: Amount received on issue of shares (Refer note 38 and 39)	-	4,447.64
Less: Share issue expenses (Refer note 38 and 39)	5.86	755.34
Closing Balance	**3,686.42**	**3,692.28**
Total	**6,057.42**	**4,921.15**

5

Long-term provisions	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits - Gratuity (Refer note 29.2)	2 9.80	2 7.70
Total	**29.80**	**2 7.70**

6

Trade payables	As at 31 March 2026	As at 31 March 2025
Amount due to micro, small and medium enterprises (Refer note 6.1)	18.40	5.27
Amount due to other than micro, small and medium enterprises	2 21.14	104.25
Amount due to related party (Refer Note 28)	4.59	1.71
Total	**2 44.13**	**1 11.23**

6.1 Disclosure u/s 22 of Micro, Small and Medium Enterprises Development Act, 2006

Disclosure of outstanding dues to vendors registered with appropriate authority under the Micro, Small and Medium Enterprises Development Act, 2006 is to the extent of information available with the Company. Disclosure required under the Act are as given below:

Particulars	As at 31 March 2026	As at 31 March 2025
a. The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year	18.40 -	5.27 -
(I) Principal (ii) Interest		
b. The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	- -	- -
d) The amount of interest accrued and remaining unpaid at the end of each accounting year		
e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

Note: The Company has disclosed the suppliers who have registered themselves under "Micro, Small and Medium Enterprises Development Act, 2006" to the extent they have identified on the basis of information available with the Company.

6.2 Trade payable ageing

Particulars	As at 31 March 2026	As at 31 March 2025
Micro, small and medium enterprises		
- Unbilled	6.75	-
- Less than 1 year	11.62	5.27
- 1-2 years	-	-
- 2-3 years	0.03	-
- More than 3 years	-	-
Total	**18.40**	**5.27**
Others		
- Unbilled	56.16	76.02
- Less than 1 year	169.57	29.91
- 1-2 years	-	-
- 2-3 years	-	0.03
- More than 3 years	-	-
Total	**225.73**	**105.96**

6.3 There are no disputed trade payable to Micro, Small and medium enterprises or Others at the year end

6.4 Trade payable are non-interest bearing and are normally settled within 30 to 90 days terms.

7

Other current liabilities	As at 31 March 2026	As at 31 March 2025
Employee related payables (Refer note 29)	87.43	60.79
Bank balance - book overdrawn	8.28	-
Statutory dues	117.83	14.92
Other liabilities (Refer note 28)	0.49	2.05
Total	**214.03**	**77.76**

8

Short-term provisions	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits:		
- Gratuity (Refer note 29.2)	2.23	2.40
- Leave encashment	13.22	7.14
Provision for income tax (net)	105.86	-
Total	**121.30**	**9.54**

9 Property, Plant and Equipment

Description	Computers	Office equipments	Furniture and fixtures	Vehicles (Refer note 9.1)	Electrical Fittings	Plant and Machinery	Total Owned assets
Gross block							
Balance as at 1 April 2024	9.24	10.10	3.46	46.97	0.82	49.60	120.18
Additions	2.61	16.79	58.94	0.76	0.40	25.00	104.51
Disposals/transferred	-	-	-	-	-	(1.93)	(1.93)
Balance as at 31 March 2025	**11.85**	**26.89**	**62.40**	**47.73**	**1.22**	**72.67**	**222.76**
Balance as at 1 April 2025	11.85	26.89	62.40	47.73	1.22	72.67	222.76
Additions	11.13	2.95	4.31	-	-	37.42	55.81
Disposals/transferred	-	-	-	-	-	(24.78)	(24.78)
Balance as at 31 March 2026	**22.98**	**29.84**	**66.71**	**47.73**	**1.22**	**85.31**	**253.79**
Accumulated depreciation							
Balance as at 1 April 2024	7.52	5.64	2.00	23.91	0.49	25.28	64.84
Depreciation for the year	1.36	5.77	12.35	6.96	0.16	15.82	42.41
Deductions	-	-	-	-	-	-	-
Balance as at 31 March 2025	8.88	11.41	14.35	30.87	0.65	41.10	107.25
Balance as at 1 April 2025	8.88	11.41	14.35	30.87	0.65	41.10	107.25
Depreciation for the year	3.46	7.21	19.11	5.03	0.15	17.07	52.03
Deductions	-	-	-	-	-	(14.93)	(14.93)
Balance as at 31 March 2026	**12.34**	**18.62**	**33.46**	**35.90**	**0.80**	**43.24**	**144.35**
Net block							
As At 31 March 2025	**2.97**	**15.47**	**48.05**	**16.86**	**0.57**	**31.57**	**115.51**
As At 31 March 2026	**10.64**	**11.22**	**33.25**	**11.83**	**0.42**	**42.07**	**109.43**

9.1 Net block of vehicles includes Rs. Nil as at 31 March 2026 (31 March 2025: Rs. 3.88) which is in the name of the director of the Company.

9.2 There are no capital commitments (Refer note 34.1)

10 Intangible assets (Contd.)

Description	Trademarks	Software	Total
Gross block			
Balance as at 1 April 2024	8.41	5.34	13.75
Additions during the year	1.46	0.42	1.88
Balance as at 31 March 2025	**9.87**	**5.76**	**15.63**
Balance as at 1 April 2025	9.87	5.76	15.63
Additions during the year	2.07	0.62	2.68
Balance as at 31 March 2026	**11.94**	**6.38**	**18.31**
Amortisation			
Description	**Trademarks**	**Software**	**Total**
Balance as at 1 April 2024	6.60	1.40	8.00
Amortisation for the year	1.19	1.90	3.09
Balance as at 31 March 2025	**7.79**	**3.30**	**11.09**
Balance as at 1 April 2025	7.79	3.30	11.09
Amortisation for the year	1.34	1.19	2.53
Balance as at 31 March 2026	**9.13**	**4.49**	**13.62**
Net block			
As At 31 March 2025	**2.08**	**2.47**	**4.54**
As At 31 March 2026	**2.81**	**1.89**	**4.69**

10.1 Software is other than internally generated software.

10.2 The Company has not revalued its Intangible assets

10.3 There are no contractual commitments for acquisition of intangible assets.

10.4 There are no borrowing cost capitalised during the year.

Description	Total
Balance as at 1 April 2024	35.41
Additions	-
Capitalised during the year	(35.41)
Balance as at 31 March 2025	**-**
Balance as at 1 April 2025	-
Additions	-
Capitalised during the year	-
Balance as at 31 March 2026	**-**

11.1 The Company does not have any Capital Work-in-Progress as at 31 March 2026 and 31 March 2025. Accordingly, disclosures relating to ageing schedule and projects temporarily suspended are not applicable.

12 Intangible Assets under development :

Description	Trademarks
Balance as at 1 April 2024	17.93
Additions	2.53
Capitalised during the year	-
Balance as at 31 March 2025	**20.46**
Balance as at 1 April 2025	20.46
Additions	-
Capitalised during the year	-
Balance as at 31 March 2026	**20.46**

12.1 Equity shares held by each shareholder holding more than 5% shares

Short-term provisions	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits:		
- Gratuity (Refer note 29.2)	2.23	2.40
- Leave encashment	13.22	7.14
Provision for income tax (net)	105.86	-
Total	**121.30**	**9.54**

13

Deferred tax assets	As at 31 March 2026	As at 31 March 2025
Difference in net carrying value of property, plant and equipment and intangible assets as per income tax and books	15.54	12.29
Expense allowed on payment basis as per Income tax act, 1961	11.39	9.37
Total	**26.93**	**21.66**

Non-Current Investments	As at 31 March 2026	As at 31 March 2025
Quoted Investment		
- 2,50,000 (31 March 2025: Nil) units in 6.76% GOI Loan 2061 (Refer note 14.1 and 14.2)	235.90	-
Unquoted Investment		
- 150.406 (31 March 2025: Nil) units in Vivriti Fixed Income Fund- Diversified Bond Fund II (Refer note 14.1)	15.04	-
Total	**250.94**	**-**
Aggregate amount of quoted investment	235.90	-
Aggregate amount of unquoted investment	15.04	-
Market value of quoted investment	227.38	-
Aggregate amount of impairment in value of investment	-	-

14.1 Investments in 6.76% GOI Loan 2061 (Quoted) and Vivriti fixed income fund- Diversified Bond Fund II (Unquoted) have been classified as non-current investment considering the management's intention to hold the same for a long-term period and their residual maturity exceeding twelve months from the balance sheet date.

14.2 Pledged as security with security broker towards margin money requirement for investment transactions.

15

Other non-current assets (Unsecured, considered good except otherwise stated)	As at 31 March 2026	As at 31 March 2025
Income tax assets (net)	-	51.25
Security deposits (Refer note 15.1)	28.29	28.19
Fixed deposits with bank (maturity period more than twelve months) (Refer note 15.2)	1,046.00	4,700.00
Total	**1,074.29**	**4,779.45**

15.1 Security deposit given include deposit given to Directors amounting to Rs. 25.00 (As at 31 March 2025: Rs. 25.00) for office premises taken on lease. (Also refer note 28)

15.2 Fixed deposits with bank includes unutilized proceeds of an Initial Public Offering, pending utilization kept as fixed deposit with Scheduled Bank amounting to Rs. Nil (As at 31 March 2025: Rs. 3,500).

16

Inventories	As at 31 March 2026	As at 31 March 2025
Material in hand (Refer note 16.1 and 16.2)	82.95	55.29
Total	**82.95**	**55.29**

16.1 Inventories are valued at cost or net realizable value whichever is lower. Refer note 2.10 for detailed accounting policy for inventory valuation.

16.2 Material in transit included in Inventories as at 31 March 2026 is Rs. 17.11 (As at 31 March 2024: Rs. 8.65).

17

Trade receivable (Unsecured, considered good unless otherwise stated)	**As at 31 March 2026**	**As at 31 March 2025**
(From the date they are due for payment)		
Outstanding for a period exceeding six months	4.64	5.13
Other debts	2,085.48	1,667.01
Total	**2,090.12**	**1,672.14**

17.1 There are no unbilled receivables, hence the same is not disclosed in the ageing schedule.

17.2 Trade receivable ageing

Particulars	**As at 31 March 2026**	**As at 31 March 2025**
Undisputed trade receivables-considered good		
- Less than 6 months	2,085.48	1,667.00
- 6 Months - 1 year	0.11	0.27
- 1-2 years	4.54	4.46
- 2-3 years	-	-
- More than 3 years	-	0.41
Sub-total	**2,090.13**	**1,672.14**
Disputed trade receivables - considered good		
- Less than 6 months	-	-
- 6 Months - 1 year	-	-
- 1-2 years	-	-
- 2-3 years	-	-
- More than 3 years	-	-
Sub-total	**-**	**-**
Total of trade receivable	**2,090.13**	**1,672.14**

18

Cash and bank balances	As at 31 March 2026	As at 31 March 2025
A. Cash and cash equivalents		
Cash on hand	7.86	7.96
Balance with bank in current accounts	-	7.70
Fixed deposits with bank (maturity period less than three months)	1,556.43	189.95
Sub total (A)	**1,564.29**	**205.61**
B. Other bank balance		
Balance with bank [Earmarked bank balance] (Refer note 18.1 and 39)	52.90	51.88
Fixed deposits with bank (maturity period more than three months but less than twelve months)	3,120.00	50.00
Sub total (B)	**3,172.90**	**101.88**
Total (A + B)	**4,737.19**	**307.49**

18.1 Earmarked balances with banks includes share issue expenses related payments made by the Company from its internal resources which is pending withdrawal from IPO accounts aggregating to Rs. 52.90 lakhs

19

Short-term loans and advances (Unsecured, considered good except otherwise stated)	As at 31 March 2026	As at 31 March 2025
Advance to vendors	227.62	123.70
Advance to employees	0.85	4.11
Total	**228.47**	**127.81**

20

Other current assets (Unsecured, considered good except otherwise stated)	As at 31 March 2026	As at 31 March 2025
Balance with government authorities		
- GST input	-	28.09
Prepaid expenses	7.46	2.73
Interest accrued on fixed deposits	27.04	12.53
Others (Refer note 28)	7.06	-
Total	**41.56**	**43.35**

21 Revenue from operations	Year ended 31 March 2026	Year ended 31 March 2025
Sale of products* (Refer note 28 and 32)	4,549.23	4,058.16
Total	**4,549.23**	**4,058.16**

*Net of Goods and Service tax

22 Other income	Year ended 31 March 2026	Year ended 31 March 2025
Interest income on		
- Deposits with bank	286.12	70.43
- Income tax refund	2.06	0.29
- Other Interest	-	-
Income from Investments (net)	3.73	-
Total	**291.91**	**70.72**

23 Materials produced	Year ended 31 March 2026	Year ended 31 March 2025
Materials produced during the year	1,386.50	1,157.73
Total	**1,386.50**	**1,157.73**

23.1 Material produced includes material in transit for 31 March 2026 is Rs. 17.11 (31 March 2025: Rs. 8.65)

24 Changes in inventories of materials in hand	Year ended 31 March 2026	Year ended 31 March 2025
Inventories at the beginning of the year	55.29	48.99
Inventories at the end of the year	82.95	55.29
Increase in inventories of materials in hand	**(27.66)**	**(6.30)**

25 Employee benefits expenses	Year ended 31 March 2026	Year ended 31 March 2025
Salaries and wages (Refer note 28)	775.49	657.53
Contribution to provident and other funds		
- Provident fund (Refer note 29.1)	32.33	25.46
- Other fund (Refer note 29.1)	0.57	0.17
Gratuity expenses (Refer note 29.2)	1.95	4.16
Leave expenses	6.07	6.54
Staff welfare charges	24.15	26.16
Total	**840.56**	**720.02**

26	Depreciation and amortisation expense	Year ended 31 March 2026	Year ended 31 March 2025
	Depreciation of property, plant and equipment (Refer note 9)	52.03	42.41
	Amortization of intangible assets (Refer note 10)	2.53	3.09
	Total	**54.56**	**45.50**

27	Other expenses	Year ended 31 March 2026	Year ended 31 March 2025
	Postage, telegrams and telephone charges	0.25	0.23
	Power and fuel	2.35	2.60
	Printing and stationery	35.94	22.07
	Rent expenses (Refer note 28)	34.91	31.47
	Loss on sale of property, plant and equipment	4.85	-
	Rates and taxes	0.25	0.09
	Repair and maintenance		
	- Computer and software maintenance	2.70	2.44
	- Others	0.39	0.01
	General office and other expenses	26.58	16.83
	Advertisement and sales promotion	333.74	272.60
	Discount allowed (Net) (Refer note 28)	229.99	323.18
	Commission expenses (Refer note 28)	90.16	173.69
	Corporate Social Responsibility (Refer note 31)	21.70	16.25
	Conveyance and marketing expenses	185.12	101.65
	Expired goods written off	6.33	7.71
	Freight outward	18.73	9.63
	Insurance	4.23	1.72
	License and registration fees	0.19	0.63
	Legal and professional fees (Refer note 28)	39.66	22.03
	Bad debts written off	-	5.28
	Audit remuneration (Refer note 27.1)	12.50	11.50
	Total	**1,050.57**	**1,021.61**

27.1	Audit remuneration*	Year ended 31 March 2026	Year ended 31 March 2025
	Audit fees		
	Statutory audit fees	11.50	10.50
	Tax audit fees	1.00	1.00
	In other capacity		
	- Other services (Initial Public Offer related)	-	13.30
	Total	**12.50**	**24.80**

*Excluding goods and service tax

Amwill Health Care Limited
CIN: L36994KA2017PLC10572
Notes to Financial Statements for the year ended 31 March 2026
(All Amount in Indian Rupees and in lakhs, other than shares and per share amounts, unless otherwise stated)

28 Related party disclosures

(i) Name and relationships of related parties:

(i) Key Management Personnel ('KMP')

Mr. Tarun Gandhi – Managing Director

Mr. Anand Gandhi – Managing Director

Dr. Rekha Jagadish - Non Executive Director (upto 17th April 2025)

Ms. Sharanya Nagaraj- Chief financial officer

Ms. Sapna Parmar- Company Secretary (upto 31st March 2025) and Non Executive Director (w.e.f. 17th April 2025)

Ms. Anshu Anshuman - Company Secretary (w.e.f. 10th April 2025)

(ii) Independent Directors

Mr. Sambhav Mehta - Independent Director (upto 09th November 2024)

Mr. Sagar Goutam Nahar- Independent Director (upto 17th April 2025)

Dr. Rekha Jagadish - Non Executive Director (upto 17th April 2025)

Mr. Man Singh Gilundia - Independent Director (w.e.f. 11th November 2024)

Mr. Vasanth Kumar - Independent Director (w.e.f. 17th April 2025)

(iii) Relatives of Key Management Personnel ('KMP')
(only where there are transactions)

Mrs. Shashikala - Mother of Mr. Anand Gandhi and Mr. Tarun Gandhi

Mrs. Isha Gandhi - Spouse of Mr. Anand Gandhi

Mrs. Bhavika Gandhi - Spouse of Mr. Tarun Gandhi

Mr. Man Singh Gilundia - Independent Director (w.e.f. 11th November 2024)

Mrs. Bhavya Gandhi - Sister of Mr. Anand Gandhi and Mr. Tarun Gandhi

(iv) Enterprise over which the Key Management Personnel have significant influence
(only where there are transactions/balances)

Amderma Healthcare LLP (upto 15th March 2025)

Mr. Sagar Goutam Nahar- Independent Director (upto 17th April 2025)

Dr. Rekha Jagadish - Non Executive Director (upto 17th April 2025)

Mr. Man Singh Gilundia - Independent Director (w.e.f. 11th November 2024)

Mr. Vasanth Kumar - Independent Director (w.e.f. 17th April 2025)

(iii) Transactions with related parties:

Nature of transactions	Name of Party	Year ended 31 March 2026	Year ended 31 March 2025
Sale of goods	Amderma Healthcare LLP	-	3,315.29
Discount Allowed (net)	Amderma Healthcare LLP	-	302.17
Commission expense (net)	Amderma Healthcare LLP	-	9.15
Reimbursement of expenses	Amderma Healthcare LLP	-	8.54
	Ample Pharma	-	6.44
	Anshu Anshuman	0.43	-
	Sharanya Nagaraj	0.02	0.24
	Anand Gandhi	1.18	2.77
	Tarun Gandhi	4.46	2.48
Remuneration paid	Anand Gandhi	157.20	157.20
	Tarun Gandhi	157.20	157.20
Sitting fees	Rekha Jagadish	0.14	1.30
	Sambhav Mehta	-	1.50
	Vasanth Kumar	0.35	-
	Sapna Parmar	0.13	-
	Man Singh Gilundia	0.80	0.70
	Sagar Goutam Nahar	0.30	2.10
Salary paid	Anshu Anshuman	10.61	-
	Sharanya Nagaraj	10.89	7.69
	Sapna Parmar	-	4.80
Advance against salary given	Anand Gandhi	-	9.30
	Tarun Gandhi	-	9.30
	Sharanya Nagaraj	-	2.00
Professional fees	Bhavya Gandhi	12.00	5.05
Rent (incl. maintenance charges)	Anand Gandhi	17.83	15.00
	Tarun Gandhi	17.83	15.00
Security Deposit Given	Anand Gandhi	-	6.25
	Tarun Gandhi	-	6.25

(ii) Related party outstanding balances

Nature of Balance	Name of Party	As at 31 March 2026	As at 31 March 2025
Remuneration payable	Anand Gandhi	5.12	6.32
	Tarun Gandhi	5.61	6.32
Sitting fees payable	Rekha Jagadish	-	0.36
	Sambhav Mehta	-	0.18
	Vasanth Kumar	0.07	-
	Sapna Parmar	0.09	-
	Man Singh Gilundia	-	0.54
	Sagar Goutam Nahar	-	0.63
Salary Payable	Anshu Anshuman	0.87	-
	Sharanya Nagaraj	0.89	0.45
	Sapna Parmar	-	0.40
Advance salary	Sharanya Nagaraj	-	0.30
Other payable	Anand Gandhi	0.05	0.20
	Tarun Gandhi	2.95	2.24
Professional fees payable	Bhavya Gandhi	0.90	-
Rent Payable	Anand Gandhi	1.31	1.71
	Tarun Gandhi	1.31	1.71
Security Deposit Given	Anand Gandhi	12.50	12.50
	Tarun Gandhi	12.50	12.50

(iv) As at 31 March 2026, the Company has not granted any loans to the promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person (31 March 2025: Nil). Loans given to employees as per the Company's policy are not considered for the purposes of disclosure under Section 186(4) of the Companies Act, 2013.

(v) As at 31 March 2026, the Company has not granted any loans to the promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person (31 March 2025: Nil). Loans given to employees as per the Company's policy are not considered for the purposes of disclosure under Section 186(4) of the Companies Act, 2013.

(vi) The Company has paid/ provided managerial remuneration for the year ended March 31, 2026 to its managing directors in accordance with the requisite approvals mandated by the provision of section 197 read with Schedule V to the Act.

29 Employee Benefit Obligations

29.1 Disclosures for defined contribution plan

The Company has certain defined contribution plans. The obligation of the Company is limited to the amount contributed and it has no further contractual obligation. Following are the details regarding Company's contributions made during the year:

(iv) As at 31 March 2026, the Company has not granted any loans to the promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person (31 March 2025: Nil). Loans given to employees as per the Company's policy are not considered for the purposes of disclosure under Section 186(4) of the Companies Act, 2013.

(v) As at 31 March 2026, the Company has not granted any loans to the promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person (31 March 2025: Nil). Loans given to employees as per the Company's policy are not considered for the purposes of disclosure under Section 186(4) of the Companies Act, 2013.

(vi) The Company has paid/ provided managerial remuneration for the year ended March 31, 2026 to its managing directors in accordance with the requisite approvals mandated by the provision of section 197 read with Schedule V to the Act.

29 Employee Benefit Obligations

29.1 Disclosures for defined contribution plan

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Provident fund and pension fund	32.33	25.46
Employees' state insurance (ESIC)	0.49	0.14
Karnataka labour welfare fund (KLWF)	0.09	0.03
Total	**32.91**	**25.63**

29.2 Disclosures for defined benefit plans

(i) Gratuity

In accordance with the Payment of Gratuity Act, 1972, the Company provides for gratuity, a defined benefit retirement plan (“the Plan”) covering eligible employees. The Plan provides for a lump sum payment to vested employees on retirement, death or termination of employment of amounts that are based on salary and tenure of employment. Liabilities with regard to the Gratuity Plan are determined by actuarial valuation using Projected Unit Credit method. The Gratuity plan is funded:

The actuarial assumptions used in estimation of actuarial liability for the Gratuity Plan were as follows:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Discount rate (per annum)	7.78%	7.04%
Salary Escalation (per annum)	8.00%	8.00%
Attrition Rate (per annum)	6.00%	6.00%
Mortality Rate	100% of Indian Assured lives Mortality (2012-14)	100% of Indian Assured lives Mortality (2012-14)

'The following table sets out the funded status of the Gratuity Plan and the amounts recognized in the financial statements:

Changes in the present value of obligations	**As at 31 March 2026**	**As at 31 March 2025**
Liability at the beginning of the year	**30.10**	**31.21**
Current service cost	8.19	6.55
Interest cost	2.49	2.27
Actuarial (gain)/loss on obligations	(8.34)	(4.66)
Employer Contributions	(0.02)	(4.98)
Past service cost	0.01	-
Actual return on plan assets	(0.40)	(0.29)
Liability at the end of the year	**32.03**	**30.10**
- Non-current portion of defined benefit obligation	29.80	27.70
- Current portion of defined benefit obligation	2.23	2.40

Fair value of Plan Assets	**As at 31 March 2026**	**As at 31 March 2025**
Fair value of plan assets at the beginning of the year	**5.27**	**-**
Employer Contributions	0.02	4.98
Fund Management Charges	(0.01)	-
Benefits paid	-	-
Actual return on plan assets	0.40	0.29
Fair value of plan assets at the end of the year	**5.68**	**5.27**

Table of recognition of actuarial gain / loss	Year ended 31 March 2026	Year ended 31 March 2025
Actuarial (gain)/ loss on obligation for the year	(8.34)	(4.66)
Actuarial (gain)/ loss recognized in Statement of Profit and Loss	**(8.34)**	**(4.66)**

Breakup of actuarial (gain) /loss	Year ended 31 March 2026	Year ended 31 March 2025
Actuarial loss/(gain) arising from change in financial assumption	(2.52)	0.63
Actuarial loss/(gain) arising from experience	(5.82)	(5.29)
Total	**(8.34)**	**(4.66)**

Amount recognized in the Balance Sheet	As at 31 March 2026	As at 31 March 2025
Liability at the end of the year	37.71	35.37
Fair value of plan assets at the end of the year	(5.68)	(5.27)
Total	**32.03**	**30.10**

Sensitivity analysis of benefit obligation (Gratuity)	As at 31 March 2026	As at 31 March 2025
a) Impact of change in discount rate		
Present value of obligation at the end of the year		
a) Impact due to increase of 0.50%	(1.71)	(1.61)
b) Impact due to decrease of 0.50%	1.85	1.75
b) Impact of change in salary growth		
Present value of obligation at the end of the year		
a) Impact due to increase of 0.50%	1.11	0.93
b) Impact due to decrease of 0.50%	(1.03)	(0.86)

Pay-out analysis	As at 31 March 2026	As at 31 March 2025
Expected Outgo First	2.62	2.40
Expected Outgo Second	1.65	1.64
Expected Outgo Third	1.63	1.69
Expected Outgo Fourth	2.09	1.67
Expected Outgo Fifth	1.79	1.79
Expected Outgo Sixth	1.73	1.69
Expected Outgo 6 years and above	26.19	24.49

On November 21st, 2025, the Government of India notified the four consolidated Labour Codes, replacing multiple existing labour laws. Based on the draft rules and available guidance, the Company has assessed the impact of the revised wage definition on its employee benefit obligations in accordance with AS-15. This assessment has resulted in a one-time estimated increase amounting to Rs. 0.01 Lakhs in employee benefit provisions and has been recognised under Employee Benefits Expense in the current period. The Company will continue to monitor the finalisation of the relevant Central and State Rules and will account for any additional impacts in the period in which such Rules or clarifications are notified

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Net profit after tax	1,142.13	1,073.01
Weighted average number of equity shares in calculating	20,003,600	16,179,104
Face value of share in rupees	10	10
Earnings per share (basic and diluted)	**5.71**	**6.63**

Particulars	As at 31 March 2026	As at 31 March 2025
(i) Amount of CSR expenditure to be incurred during the year	21.70	16.17
(ii) CSR expenditure incurred during the year	21.70	16.25
(iii) Shortfall/(excess) at the end of year	0.00	(0.08)
(iv) Total of Previous years shortfall	-	-
(v) Reason for Shortfall	NA	NA
(vi) Related party transaction as per AS 18 in relation to CSR expenditure	-	-
(vii) Where provision is made with respect to a liability incurred by entering into a contractual obligation, the movement in the provision during the year	-	-
(viii) Nature of CSR activities	Promoting health care, Education, Disaster, Management, Women Empowerment and Animal welfare	Promoting health care and women empowerment

32 Segment reporting

The Company operates in only one segment i.e. dealing in pharma products. Accordingly there is no reportable segment in accordance with Accounting Standard 17 - Segment Reporting. Further, entire operations are located in India, hence there is no reportable geographical segment.

33 Foreign currency exposure and derivative contracts

Foreign currency exposure outstanding as on 31 March 2026 : Nil (31 March 2025: Nil). There are no outstanding derivative contracts as at 31 March 2026 (31 March 2025 : Nil).

34 Capital commitments, other commitments and contingent liabilities

34.1 Capital commitments

There are no capital commitments as at 31 March 2026 (31 March 2025: Nil).

34.2 Contingent liabilities (to the extent not provided for)

There are no contingent liabilities as at 31 March 2026 (31 March 2025: Nil).

Financial ratios	Numerator	Denominator	Year ended 31 March 2026	Year ended 31 March 2025
Current Ratio (times)	Current assets	Current liabilities	12.39	11.11
Debt-Equity Ratio (times)	Debt :- long term borrowings + short term borrowings	Equity: Total shareholder's funds	N.A.	N.A.
Debt Service Coverage Ratio	Earning available for debt services :- net profit before tax + non cash expenses tax Depreciation and Amortisation) + interest expense on borrowings	Interest + Current Maturities of long term borrowings:- interest expenses on borrowings and current maturities of long term borrowings	N.A.	N.A.
Return on Equity Ratio (%)	Total Profit for the year	Total shareholder's	14.17%	15.50%
Inventory turnover ratio (times)	Cost of good sold :- Materials produced+ changes in inventories	Average Inventory	19.66	22.08
Trade Receivables turnover ratio (times)	Revenue from operations	Average Trade Receivables	2.42	2.73
Trade payables turnover ratio (times)	Materials produced	Average Trade Payables	7.80	16.49
Net capital turnover ratio	Revenue from	Working Capital	0.69	2.02
Net profit ratio (%)	Profit after tax	Revenue from operations	25.11%	26.44%
Return on Capital employed (%)	Earning before interest & taxes (EBIT) :- profit before tax + interest	Capital Employed :- total shareholder's	15.39%	16.11%
Return on investment (%)	Profit after tax	Equity shareholders'	14.17%	15.50%

(b) Change in Ratios

Financial ratios	% change from 31 March 2025 to 31 March	% change from 31 March 2024 to 31 March 2025
Current Ratio (times)	12%	-2%
Debt-Equity Ratio (times)	NA	NA
Debt Service Coverage Ratio	NA	NA
Return on Equity Ratio (%)	-9%	-79%
Inventory Turnover Ratio	-11%	237%
Trade Receivables turnover ratio (times)	-12%	-56%
Trade payables turnover ratio (times)	-53%	384%
Net capital turnover ratio (times)	-66%	-27%
Net profit ratio (%)	-5%	-7%
Return on Capital employed (%)	-4%	-83%
Return on investment (%)	-9%	-79%

(C) Reason/ remark for change in ratio more than 25%

Financial ratios	% change from 31 March 2025 to 31 March 2026	% change from 31 March 2024 to 31 March 2025
Current Ratio (times)	Due to increase in current liabilities	Due to increase in current liabilities
Debt-Equity Ratio (times)	NA	NA
Debt Service Coverage Ratio	NA	NA
Return on Equity Ratio (%)	NA	Due to increase in equity during the year
Inventory Turnover Ratio	NA	Due to decrease in closing inventory
Trade Receivables turnover ratio (times)	NA	Due to increase in trade receivable and decrease in sales
Trade payables turnover ratio (times)	Due to increase in outstanding trade payable	Due to decrease in outstanding trade payable
Net capital turnover ratio (times)	Due to increase in Working capital	Due to increase in Working capital
Net profit ratio (%)	NA	NA
Return on Capital employed (%)	NA	Due to increase in capital employed
Return on investment (%)	NA	Due to increase in equity shareholders fund and decrease in net profit

36 Additional Regulatory Information

(a) Details of Benami Property held

The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(b) Details of Loans and advances

There are no loans and advances granted to promoters, directors, key managerial personnel (KMPs) and the related parties which are repayable on demand or without specifying any terms or period of repayment.

(c) Borrowings secured against current assets

The Company has no borrowings from banks and financial institutions on the basis of security of current assets. Hence the question for reporting under this clause does not arise.

(d) Wilful Defaulter

The Company has not been declared as a wilful Defaulter by any Financial Institution or bank as at the date of Balance Sheet.

(e) Relationship with Struck off Companies

The Company do not have any transactions with struck off companies.

(f) Registration of charges or satisfaction with Registrar of Companies (ROC)

The Company has no pending charges or satisfaction which are yet to be registered with the ROC beyond the Statutory period.

(g) Compliance with number of layers of companies

The Company has complied with the provision of the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(h) Compliance with approved Scheme(s) of Arrangements

There are no Schemes of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

(i) Discrepancy in utilization of borrowings

There are no borrowings during the year, hence the question for reporting under this clause does not arise.

(j) Utilisation of borrowings availed from banks and financial institutions

There are no borrowings during the year, hence the question for reporting under this clause does not arise.

(k) Undisclosed Income

The Company has no transaction that is not recorded in the books of accounts that has been surrendered or disclosed as Income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(l) Details of Crypto Currency or Virtual Currency

The Company has not traded or invested in Crypto currency or Virtual Currency.

(m) Revaluation of Property, plant and equipment

The Company has not revalued its property, plant and equipment or intangible assets or both during the current or previous year.

(n) Title deed of immovable properties

The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

38 The Company has completed Initial Public Offering (IPO) of Rs. 4,888.00 lakhs (Fresh Issue) and Rs. 1,110.00 lakhs (offer for sale) comprising of 54,03,600 equity shares of Rs. 10 each at an issue price of Rs.111 per share. The equity shares of the Company have been listed on SME platform of BSE (hereinafter referred as "Stock Exchange") w. e. f. 12th February 2025.

39 Utilization of IPO proceeds

The Company has received an amount of Rs. 4,888.00 lakhs from proceeds out of fresh issue of equity shares. The utilisation of IPO Proceeds is summarised as below:

Particulars	Amount received	Balance unutilised amount
Funding of working capital requirements	2,500.00	-
Marketing and brand building activities	500.00	-
General corporate purposes	1,218.34	-
Issue Expenses*	669.66	-
Total	**4,888.00**	**-**

Amount utilised upto 31 March 2026 includes share issue expenses related payments made by the Company from its internal resources which is pending withdrawal from IPO accounts aggregating to Rs. 52.90 lakhs.

* Issue expenses exceeding the limits prescribed in the Prospectus aggregating to Rs. 148.48 Lakhs has been adjusted against General corporate purposes.

40 The Company elected to exercise the option permitted under section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019 from financial year 2021-22 onwards. Accordingly, Income Tax rate prescribed in the said section i.e. 22% as increased by applicable surcharge (10%) and cess (4%) is applicable to the Company from that financial year.

41 The Company has experienced a cyber security incident on 18th February 2026 resulting in loss of back-up of books of account for the period from 01st April 2025 to 18th February 2026. The accounting data for the period from 01st April 2025 to 29th September 2025 was restored using software back-up available, while accounting data for the period from 30th September 2025 till 18th February 2026 was reconstructed and re-entered in the books of account based on available supporting records and documentation.

42 The Board of Directors, at its meeting held on 30th May 2026, recommended a final dividend of Rs.0.50 per equity share of face value Rs.10 each aggregating to Rs. 100.02 Lakhs for the financial year ended 31 March 2026. The proposed dividend is subject to the approval of the shareholders at the ensuing Annual General Meeting and has not been recognised as a liability as at 31 March 2026

43 The Previous year's figures have been regrouped /reclassified, wherever considered necessary.

As per our report of even date

For SKLR & Co. LLP
Chartered Accountants
Firm Registration No.: W100362

Rakesh Jain
Partner
Membership No.: 123868

Place: Mumbai
Date: 30 May 2026

For and on behalf of the Board of Directors of
Amwill Health Care Limited

Tarun Gandhi
Managing Director
DIN: 07854699

Anand Gandhi
Managing Director
DIN: 07854706

Sharanya Nagaraj
Chief financial officer

Anshu Anshuman
Company Secretary
ACS 65515

Amwill Health Care Limited
Corporate Identity Number: L36994KA2017PLC105721
Registered Office: No. 90,4th Floor, 2nd Main, 7th Cross, Chamrajpet,
Bangalore, Karnataka, India, 560018
Website: www.amwillhealthcare.com E-mail ID: investors@amwillhealthcare.com
Telephone: +91 080 26605825

NOTICE

(Pursuant to Section 101 of the Companies Act, 2013)

NOTICE is hereby given that 09th (Ninth) Annual General Meeting of the Members of **AMWILL HEALTH CARE LIMITED ("The Company")** will be held on 14th August, 2026 at 01:00 P.M. (IST) through Video Conferencing / Other Audio-Visual Means **("VC" "OAVM")**, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider, and adopt the Audited Financial Statements of the Company for the year ended 31st March 2026 and notes together with the Report of the Directors and the Auditors of the Company and if thought fit, to pass, with or without modification(s).
   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended 31st March 2026 along-with the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To declare the Final Dividend on Equity Shares for the Financial Year ended 31st March 2026 and, in this regard,
   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT approval be and is hereby accorded for declaration and payment of final dividend of ₹ 0.50 (Rupees fifty paise only) per equity share of the face value of ₹ 10 (Rupee Ten) each fully paid up, of the Company, as recommended by the Board of Directors for the financial year ended 31st March 2026.

   RESOLVED FURTHER THAT the said dividend be paid to those members whose names appear in the register of members/ beneficial owners in the records of the depositories as on the record date fixed for the purpose, through electronic modes or such other modes as may be permissible under applicable law."

3. Appointment of a director in the place of Ms. Sapna Parmar (DIN: 10198855), who retires by rotation and being eligible, offers herself for re-appointment

   To consider, and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 152(6) and other applicable provisions of the Companies Act, 2013, Ms. Sapna Parmar (DIN: 10198855), Director (Non-Executive) of the Company, who retires by rotation at this annual general meeting and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director (Non-Executive) of the Company, liable to retire by rotation."

SPECIAL BUSINESS

4. To approve the re-appointment of Mr. Tarun Gandhi (DIN: 07854699) as the Managing director of the Company,

   To consider and, if thought fit, pass the following resolution as **Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 **("Act")**, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations")** (including any statutory modification(s), amendments(s) or re-enactment thereof for the time being in force) and such other approvals, permissions and sanctions, as may be required and pursuant to the provisions of the Articles of Association of the Company and in line with the Remuneration Policy of the Company, and on the recommendations of the Nomination & Remuneration Committee **("NRC")** and the Board of Directors, consent of the members of the Company, be and is hereby accorded for the re-appointment of Mr. Tarun Gandhi (DIN: 07854699) as Managing Director of the Company, not liable to retire by rotation and a Key Managerial Personnel (KMP) of the Company, whose current term of office is expiring on January 26, 2027, for a further period of **05 (five) years**, with effect from **January 27, 2027 till January 26, 2032**, on the terms & conditions including remuneration as set out hereunder, with the liberty to the Board of Directors [hereinafter referred to as the "board"which term shall be deemed to NRC of the Board] to alter, vary and modify the terms & conditions of the said appointment and/ or remuneration, in such manner, as may be agreed to between the Board and Mr. Tarun Gandhi (DIN: 07854699) within and in accordance with the Act or other applicable provisions or any amendment thereto:

Period of appointment: 05 (five) years, January 27, 2027 till January 26, 2032.

a) **Basic Salary:** Not exceeding ₹1,57,20,000/- (Rupees One Crore Fifty-Seven Lakh Twenty Thousand only) per annum.

b) **Perquisites and Allowances:** NA

c) **Reimbursement of Expenses:** Reimbursement of expenses incurred for travelling, boarding, and lodging during business trips; provision of cars for use on the Company' business shall be reimbursed and not considered as the Perquisites.

d) **General:**

(i) The Managing Director shall perform the duties as such with regard to all work of the Company and he will manage and attend to such business and carry out the orders and directions given by the Board, from time to time in all respect and confirm to and comply with all such directions and regulations as may from time to time, be given and made by the Board.

(ii) The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to the duties of directors.

(iii) The Managing Director shall adhere to the Company' Code of Conduct.

(iv) The office of the Managing Director may be terminated by the Company by giving 03 (three) months' prior notice in writing, by either party.

(v) No sitting fee will be paid for attending any meetings of the Board of Directors or any committee(s) thereof.

RESOLVED FURTHER THAT notwithstanding anything to the contrary contained herein, wherein any financial year, during the currency of the tenure of Mr. Tarun Gandhi (DIN: 07854699) as Managing Director, the Company has no profit or its profits are inadequate, the Company shall, subject to the requisite approvals/ sanctions, if any, wherever required and subject to the provisions of Sections 196 and 197 read with Schedule V to the Act, pay to Mr. Tarun Gandhi (DIN: 07854699), Basic Salary, Perquisites and Allowances, the minimum remuneration as set out herein, without any further reference to the members of the Company in general meeting.

RESOLVED FURTHER THAT the above Resolution, read together with the Managing Director Agreement to be executed between the Company and Mr. Tarun Gandhi (DIN: 07854699), setting out the terms and conditions of his re-appointment as Managing Director, shall be treated as the written memorandum of the terms of his re-appointment in compliance with the provisions of Section 190 of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors of the Company or the Company Secretary of the Company, be and are hereby severally authorized to submit prescribed applications, e-forms and to intimate the same to the appropriate authorities, regulatory / statutory body(s) and to the stock exchanges, namely, the BSE and to do any other acts, things and deeds as may be required to the give effect to the aforesaid resolution."

5. To approve the Re-appointment of Mr. Anand Gandhi (DIN: 07854706) as the Managing director of the Company.

   To consider, and if thought fit, to pass the following resolution as **Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 ("Act", the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations")** (including any statutory modification(s), amendments(s) or re-enactment thereof for the time being in force) and such other approvals, permissions and sanctions, as may be required and pursuant to the provisions of the Articles of Association of the Company and in line with the Remuneration Policy of the Company, and on the recommendations of the Nomination & Remuneration Committee **("NRC")** and the Board of Directors, consent of the members of the Company, be and is hereby accorded for the re-appointment of Mr. Anand Gandhi (DIN: 07854706)as Managing Director of the Company, not liable to retire by rotation and a Key Managerial Personnel (KMP) of the Company, whose current term of office is expiring on January 26, 2027, for a further period of **05 (five) years**, with effect from **January 27, 2027 till January 26, 2032**, on the terms & conditions including remuneration as set out hereunder, with the liberty to the Board of Directors [hereinafter referred to as the "Board" which term shall be deemed to NRC of the Board] to alter, vary and modify the terms & conditions of the said appointment and/ or remuneration, in such manner, as may be agreed to between the Board and Mr. Anand Gandhi (DIN: 07854706) within and in accordance with the Act or other applicable provisions or any amendment thereto:

Period of appointment: 05 (five) years, January 27, 2027 till January 26, 2032.

a) **Basic Salary:** Not exceeding ₹1,57,20,000/- (Rupees One Crore Fifty-Seven Lakh Twenty Thousand only) per annum.

b) Perquisites and Allowances: NA

c) Reimbursement of Expenses: Reimbursement of expenses incurred for travelling, boarding, and lodging during business trips; provision of cars for use on the Company' business shall be reimbursed and not considered as the Perquisites.

d) General:

(i) The Managing Director shall perform the duties as such with regard to all work of the Company and he will manage and attend to such business and carry out the orders and directions given by the Board, from time to time in all respect and confirm to and comply with all such directions and regulations as may from time to time, be given and made by the Board.

(ii) The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to the duties of directors.

(iii) The Managing Director shall adhere to the Company' Code of Conduct.

(iv) The office of the Managing Director may be terminated by the Company by giving 03 (three) months'prior notice in writing, by either party.

(v) No sitting fee will be paid for attending any meetings of the Board of Directors or any committee(s) thereof.

RESOLVED FURTHER THAT notwithstanding anything to the contrary contained herein, wherein any financial year, during the currency of the tenure of Mr. Anand Gandhi (DIN: 07854706) as Managing Director, the Company has no profit or its profits are inadequate, the Company shall, subject to the requisite approvals/ sanctions, if any, wherever required and subject to the provisions of Sections 196 and 197 read with Schedule V to the Act, pay to Mr. Anand Gandhi (DIN: 07854706) , Basic Salary, Perquisites and Allowances, the minimum remuneration as set out herein, without any further reference to the members of the Company in general meeting.

RESOLVED FURTHER THAT the above Resolution, read together with the Managing Director Agreement to be executed between the Company and Mr. Anand Gandhi (DIN: 07854706), setting out the terms and conditions of his re-appointment as Managing Director, shall be treated as the written memorandum of the terms of his re-appointment in compliance with the provisions of Section 190 of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors of the Company or the Company Secretary of the Company, be and are hereby severally authorized to submit prescribed applications, e-forms and to intimate the same to the appropriate authorities, regulatory / statutory body(s) and to the stock exchanges, namely, the BSE and to do any other acts, things and deeds as may be required to the give effect to the aforesaid resolution."

By Order of the Board of Directors
For AMWILL HEALTH CARE LIMITED
Sd/-
TARUN GANDHI
MANAGING DIRECTOR
DIN: 07854699
ADDRESS: No. 90,4th Floor, 2nd Main, 7th Cross,
Chamrajpet, Bangalore,
Karnataka, India, 560018

Place: Pune
Date: 17/07/2026

Section A –Attendance and Documents Inspection

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("S2. EBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secret arial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.amwillhealthcare.com. The Notice can also be accessed from the 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 the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

8. **The proceedings of the AGM will be deemed to be conducted at the Registered Office of the**

Company at 'No. 90,4th Floor, 2nd Main, 7th Cross, Chamrajpet, Chamrajpet (Bangalore), Bangalore, Bangalore, Karnataka, India, 560018, Amwill Health Care Limited.

9. **ELECTRONIC DISPATCH OF NOTICE AND ANNUAL REPORT:** In compliance with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for FY 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the RTA/Company/Depositories. Members may note that the Notice and Annual Report for FY 2025-26 are also available on the Company's website (www.amwillhealthcare.com) under 'Investors'section, websites of the Stock Exchanges i.e., the BSE Limited (www.bseindia.com) and the National Stock Exchange of India Limited (www.nseindia.com), and on the website of NSDL (https://evoting@nsdl.com). In case any member is desirous of obtaining hard copy of the Annual Report for the financial year 2025-26 and Notice of the 09th AGM of the Company, he/she may send request to the Company' email address at investors@amwillhealthcare.com .in mentioning Folio No./ DP ID, Client ID and the No. of shares held.

10. The Notice is being sent to all the members, whose names appeared in the Register of Members / records of depositories as beneficial owners, as on **Friday, July 17, 2026**. Pursuant to Regulation 36 of the SEBI Listing Regulations, a letter containing the weblink to access the Notice of AGM and Annual Report for FY 2025-26 has been sent to members who have not registered their email addresses.

11. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS AND THE SEBI CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND THE SEBI CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**

12. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, as amended **("Act")** with respect to Item Nos. 4 to 6 forms part of this Notice. The relevant details, pursuant to Regulations 36(3) and 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations")** and Secretarial Standard on General Meetings **(SS-2)** issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this AGM forms part of the Explanatory Statement. Requisite declarations have been received from the Directors seeking appointment/re-appointment.

13. Only registered members of the Company may attend and vote at the AGM through VC/OAVM facility. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

14. The Members can join the AGM in the VC/OAVM mode at least 30 minutes before and till 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

15. **Speaker Registration:** Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at

investors@amwillhealthcare.com.in up to **Friday, August 07th, 2026.** Those Members who have registered themselves shall be given an opportunity of speaking live in AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM and avoid repetition of questions.

16. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to investors@amwillhealthcare.com .

17. Institutional Investors, who are members of the Company, are encouraged to attend and vote at the 09th AGM through VC/OAVM facility. Corporate members intending to appoint their authorized representatives pursuant to Sections 112 and 113 of the Act, as the case maybe, to attend the AGM through VC/ OAVM or to vote through remote e-Voting are requested to send a certified copy of the Board Resolution to the Scrutinizer by e-mail at cssaurabhtalwar@gmail.com with a copy marked to evoting@nsdl.com and the Company at investors@amwillhealthcare.com .

18. Members desiring any information with regard to Annual Accounts/ Annual Report are requested to submit their queries addressed to the Company Secretary at investors@amwillhealthcare.com in at least 10 (ten) days in advance of the AGM so that the information called for can be made available to the concerned shareholder(s).

Section B –Up-dation of records, Nomination, KYC and Unpaid Dividend/IEPF

19. Members are requested to direct notifications about change of name/address, email address, telephone/mobile numbers, Permanent Account Number (PAN), Nomination, power of attorney, bank account details or any other information to their respective depository participant(s) (DP) in case the shares are held in electronic mode or in the Physical form to Bigshare Services Private Limited, Registrar and Share Transfer Agent of the Company **("Bigshare")** at Bigshare Services Private Limited, Unit: Amwill Health Care Limited, S6-2, 6th Pinnacle Business Park, Mahakali Caves Road, next to Ahura Centre, Andheri East, Mumbai- 400093, Maharashtra, India, Contact No: 022 – 62638200, Fax No:62638299, Email: investor@bigshareonline.com .

20. SEBI HAS MANDATED SUBMISSION OF PAN BY EVERY PARTICIPANT IN THE SECURITIES MARKET. MEMBERS HOLDING SHARES IN ELECTRONIC FORM ARE, THEREFORE, REQUESTED TO SUBMIT THEIR PAN DETAILS TO THEIR DEPOSITORY PARTICIPANTS. MEMBERS HOLDING SHARES IN PHYSICAL FORM ARE REQUESTED TO SUBMIT THEIR PAN DETAILS TO THE COMPANY' RTA. MEMBERS HOLDING SHARES IN PHYSICAL FORM, IN THEIR OWN INTEREST, ARE REQUESTED TO DEMATERIALIZE THE SHARES TOAVAIL THE BENEFITS OF ELECTRONIC HOLDING/TRADING.

21. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

22. For shares held in electronic form: to their Depository Participants ("Dps");

23. For shares held in physical form: to the Company/RTA in prescribed Form ISR-1 and other forms pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/SECFATF/P/ CIR/2023/169 dated October 12, 2023. To mitigate unintended challenges on account of freezing of folios, SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/ CIR/2023/181 dated November 17, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC, and Nomination details.

TRANSFER OF SHARES PERMITTED IN DEMAT FORM ONLY:

24. As per Regulation 40 of the SEBI Listing Regulations, as amended, transfer of securities would be carried out in dematerialized form only with effect from April 1, 2019. However, members can continue to hold shares in physical form. In view of the same and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Further, SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or Company' Registrar and Share Transfer Agent, Bigshare Services Private Limited at investor@bigshareonline.com for assistance in this regard.

25. **NOMINATION:** As per the provisions of Section 72 of the Act, the facility for making Nomination is available for the members in respect of the shares held by them. Members who have not yet registered their Nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier Nomination and record a fresh Nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company' website. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to Bigshare Services Private Limited at investor@bigshareonline.com , in case the shares are held in physical form.

26. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

27. Non-Resident Indian members are requested to inform the Company's RTA immediately of:

i. Change in their residential status on return to India for permanent settlement.

ii. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

28. Members holding shares in dematerialized mode are requested to intimate all changes pertaining to their bank details/ NECS/ mandates, nominations, power of attorney, change of postal address/ name, Permanent Account Number ('PAN') details, email address, telephone/mobile numbers, etc. to their Depository Participant, only and not to the Company/ the Company' RTA. Changes intimated to the Depository Participant will then be automatically reflected in the Company' records which will help the Company and its RTA provide efficient and better service to the members.

In case of members holding shares in physical form, such information is required to be provided to the Company's RTA in physical mode, or in electronic mode at investors@bidshares.com.

Section C –Voting through electronic means and attending AGM through VC/OAVM

29. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, as amended and the MCA Circulars issued by the Ministry of Corporate Affairs and Secretarial Standard-2 (SS-2) on "General Meetings" issued by the Institute of Company Secretaries of India, the Company is providing facility of remote e-Voting to its members in respect of the business to be transacted at the AGM.

30. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-Voting on the date of the AGM will be provided by NSDL.

31. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in remote e-voting on resolutions placed by the Company in the AGM Notice.

32. **CUT-OFF DATE:** A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e., **August 08th, 2026** only shall be entitled to avail the facility of remote e-voting as well as e-voting at the AGM. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the **Cut- Off Date i.e., August 08th, 2026**. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the Cut-off Date may obtain the login ID and password by sending a request at evoting@nsdl.com or the Company at: investor@amwillhealthcare.com and/or RTA at: investor@bigshareonline.com .

33. **REMOTE E-VOTING PERIOD:** The remote e-voting period commences on **Tuesday, August 11th, 2026 (09:00 a.m. IST) and ends on Thursday, August 13th, 2026 (05:00 p.m. IST)**. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off Date i.e., **August 08th, 2026**, may cast their vote by remote e-voting. Those members, who will be present in the AGM through the VC facility and have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

34. Any person who acquires shares of the Company and becomes a member of the Company after sending of the Notice and holding shares as on the Cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.com. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing user ID and password for casting the vote.

35. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

36. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM i.e., **August 14th, 2026**.

37. To support the 'reen Initiative' members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic

form and with the Company' RTA in case the shares are held by them in physical form. All such members are requested to kindly get their e-mail addresses updated immediately which will not only save your Company' money incurred on the postage but also contribute a lot to save the environment of this Planet.

38. Voting Options –In view of meeting being held by audio visual means, the members shall have two options of voting, both electronically as follows:
    i. Remote e-voting;
    ii. Electronic e-voting during the AGM.

39. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

1. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the body corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

2. The members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

3. The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.amwillhealthcare.com. The Notice can also be accessed from the 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 the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

6. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA General Circulars issued by the Ministry of Corporate Affairs. National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

Section D - Dividend Related Information

1. The Board of Directors has recommended final dividend of Rs.0.50 per equity share of face value of Rs. 10 each for the financial year 2025-26 that is proposed to be paid on and from August 14th, 2026, subject to the approval of the members at the 9th AGM. **The Record Date fixed for determining the entitlement of the members to the final dividend is 08th August, 2026.** You are kindly requested to complete your KYC as mentioned in Section B above to ensure payment of dividend(s).

2. **Mandatory Electronic Payment of Dividend:** With effect from November 18, 2025, dividend payments shall be made only in electronic mode, and issuance of dividend warrants/cheques has been discontinued. Payment will be processed subject to shareholders being KYC compliant. Shareholders holding shares in physical form are required to ensure that PAN, nomination (optional), contact details (including mobile number and address), bank account details, and specimen signature are duly updated with the Company/Registrar and Transfer Agent (RTA). Shareholders holding shares in dematerialized form must ensure that their bank details are updated with their Depository Participants (DPs). Dividend in respect of physical folios will be credited only upon completion of the required KYC formalities.

   As per the RBI guidelines, no charges should be levied by your bank branch for electronic credit. In case your bank has levied any service charge for electronic credit, please take up the matter with your bank branch manager.

3. **Tax Deducted at Source ("TDS") on Dividend:** Pursuant to the changes introduced by the Finance Act, 2020, w.e.f. April 01, 2020, dividend income is taxable in the hands of shareholders. Accordingly, the Company, in compliance with the provisions of the Income Tax Act, 2025, would be required to withhold taxes at the prescribed rates on the dividend paid to its shareholders.

   The withholding tax rate would vary depending on the residential status of the shareholder and the documents submitted by them and accepted by the Company. Application of TDS/withholding tax rate is subject to necessary verification by the Company of the member details as available in the Register of Members as on the Record Date, and other documents available with the Company/RTA provided by the member by the specified date.

   Accordingly, the above referred Final Dividend will be paid after deducting the tax at source as follows:

S. No.	Category of Shareholders	PAN	Dividend amount in a Financial Year after grouping folios/demat a/cs with same PAN of the first holder	Effective TDS rate	Remarks
1	Resident Individual	With or Without PAN	Less than ₹**10,000/-**	No TDS	
2	Resident Individual	With PAN	More than ₹**10,000 – Form 121 submitted**	No TDS	
3	Resident Individual	Without PAN	More than ₹**10,000 – Form 121 submitted**	20%	
4	Resident Individual	With PAN	More than ₹**10,000**	10%	
5	Resident Individual	Without PAN	More than ₹**10,000**	20%	
6	Non-resident Individual shareholders (Other than FPIs / FIIs)	With or Without PAN	Up to ₹**50,00,000**	20.80%	Incl. Health & Edu. Cess of 4%
7	Non-resident Individual shareholders (Other than FPIs / FIIs)	With or Without PAN	From ₹**50,00,001 To ₹1,00,00,000**	22.88%	Incl. Surcharge of 10% and Health & Edu. Cess of 4%
8	Non-resident Individual shareholders (Other than FPIs / FIIs)	With or Without PAN	Above ₹**1,00,00,000**	23.92%	Incl. Surcharge of 15% and Health & Edu. Cess of 4%
9	Foreign Companies / Overseas Body corporates	With or Without PAN	Up to ₹**1,00,00,000**	20.80%	Incl. Health & Edu. Cess of 4%
10	Foreign Companies / Overseas Body corporates	With or Without PAN	Above ₹**1,00,00,000 To ₹10,00,00,000**	21.21%	Incl. Surcharge of 2% and Health & Edu. Cess of 4%
11	Foreign Companies / Overseas Body corporates	With or Without PAN	Above ₹**10,00,00,000**	21.84%	Incl. Surcharge of 5% and Health & Edu. Cess of 4%
12	Non-resident shareholders (Both Individuals and Corporate bodies)	–	Can claim benefit under DTAA by submitting: (a) Tax Residency Certificate; (b) Form 41 (erstwhile Form 10F); (c) Declaration as per format.	–	
13	FPIs / FIIs	With PAN	Up to Rs.50,00,000	20.80%	Incl. Health & Edu. Cess of 4%
14	FPIs / FIIs	With PAN	Above ₹**50,00,000 up to ₹1,00,00,000**	22.88%	Incl. Surcharge of 10% and Health & Edu. Cess of 4%
15	FPIs / FIIs	With PAN	Above ₹**1,00,00,000 up to ₹2,00,00,000**	23.92%	Incl. Surcharge of 15% and Health & Edu. Cess of 4%

16	FPIs / FIIs	With PAN	Above ₹**2,00,00,000 up to** ₹**5,00,00,000**	23.92%	Incl. Surcharge of 15% (capped for dividend income under section 210 r.w. section 393 of the Income-tax Act, 2025) and Health & Edu. Cess of 4%
17	FPIs / FIIs	With PAN	Above ₹**5,00,00,000**	23.92%	Incl. Surcharge of 15% (capped for dividend income under section 210 r.w. section 393 of the Income-tax Act, 2025) and Health & Edu. Cess of 4%

- If the PAN is not as per the database of the Income-tax Portal, it would be considered as invalid PAN. Further, as per the Notification of the Central Board of Direct Taxes, individual shareholders are requested to link their Aadhaar number with PAN within the prescribed timelines, to avoid deduction of tax at higher rates.
- Self-declaration in Form 41 for FY 2026-27: Non-resident shareholders who have PAN and propose to claim treaty benefit need to mandatorily file Form 41 online at the link https://eportal.incometax.gov.in/ for the period 1st April, 2026 to 31st March, 2027.
- The Company is not obligated to apply the beneficial Tax Treaty rates at the time of tax deduction/withholding on dividend amounts. Application of beneficial Tax Treaty Rate shall depend upon the completeness of the documents submitted by the non-resident shareholder and review to the satisfaction of the Company.
- Blank Form 121 can also be downloaded from the link given at the end of this communication or from the website of the Company viz. https://www.amwillhealthcare.com/investor-information Needless to mention, PAN will be mandatorily required along with such declarations. Please note that all fields are mandatory to be filled up and the Company may, at its sole discretion, reject the form if it does not fulfil the requirement of law or the form is otherwise incomplete in any manner.
- In this regard, we request you to kindly upload the duly filled in and signed Form 121 in the RTA' online portal https://www.bigshareonline.com/resources-sebi_circular.aspx#parentHorizontalTab3 or you may also send the forms through email to investors@amwillhealthcare.com on or before Thursday, August 13, 2026. It is advisable to send the documents at the earliest to enable the Company to collate the documents to determine the appropriate TDS rates.
- In case tax on dividend is deducted at a higher rate in the absence of receipt of the aforementioned details/documents, you would still have the option of claiming refund of the excess tax paid at the time of filing your income tax return. No claim shall lie against the Company for such taxes deducted.

- All communication pertaining to non-receipt of dividend can be sent to the Registrar and Share Transfer Agent (RTA) through Online Investor Portal: https:// www.bigshareonline.com.

4. This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Members should consult their tax advisors for requisite action to be taken by them.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:

The remote e-voting period begins on August 11th, 2026 at 9:00 A.M. and ends on August 13th, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. August 08th, 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being August 08th, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

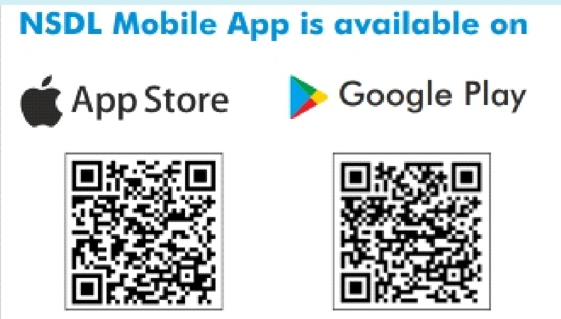
Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual Shareholders holding securities in demat mode with NSDL.	2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.

Individual Shareholders holding securities in demat mode with CDSL	2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers ' website directly .
	3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
	4. Alternatively , the user can directly access e -Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN"in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN"of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "C/OAVM"link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit"and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cssaurabhtalwar@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the **"Forgot User Details/Password?"** or **"Physical User Reset Password?"** option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to **(Mr. Falguni C, Assistant Manager)** at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (investors@amwillhealthcare.com).

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at

   Step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "C/OAVM"placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have

the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (investors@amwillhealthcare.com). The same will be replied by the company suitably.

Declaration of voting results

1. A member may participate in the 09th AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

2. Scrutinizer for e-Voting: Mr. Sourabh Talwar, Proprietor of Sourabh Talwar & Associates, Practicing Company Secretary, ACS-36045, CP No. 13338, has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner. He has communicated her willingness to be appointed and will be available for the said purpose.

3. Scrutinizer' Report: The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast during the AGM and thereafter unblock the votes cast through remote e-voting and shall submit not later than two working days of the conclusion of the AGM, a consolidated scrutinizer' report of the total votes cast in Favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

4. Voting Results: The results of voting will be declared and the same along with the Scrutinizer' Report will be published on the website of the Company (www.amwillhealthcare.co.in) and the website of NSDL (https://www.evoting.nsdl.com).

5. The Company shall simultaneously communicate the results along with the Scrutinizer' Report to the BSE Limited and the National Stock Exchange of India Limited, where the securities of the Company are listed.

   If you have any queries or issues regarding attending AGM & e-Voting from the NSDL e-Voting System, you can write an email to evoting@nsdl.com or contact at toll free no. 1800 210 9911.

   All grievances connected with the facility for voting by electronic means may be addressed to Mr. Falguni C, Assistant Manager, National Securities Depository Limited, T301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai- 400051, Maharashtra or any queries or grievances related to website issues you may contact : NSDL Helpdesk at Tel No.(022 - 48867000) e-Mail at : evoting@nsdl.com.

Additional information pursuant to the Secretarial Standards - 2 on General Meetings and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 / Explanatory Statement in respect of the Special Businesses pursuant to Section 102 of the Companies Act, 2013.

Item 4: To approve the re-appointment of Mr. Tarun Gandhi (DIN: 07854699) as the Managing director of the Company

Mr. Tarun Gandhi (DIN: 07854699) is the Managing Director of Amwill Health Care Limited.

A brief profile of Mr. Tarun Gandhi (DIN: 07854699) is mentioned below:

Mr. Tarun Gandhi has been an integral part of Amwill since day one, playing a pivotal role in the company' incorporation and its subsequent evolution into a publicly traded entity (IPO). He holds a bachelor' degree in commerce (advanced financial accounting and management accounting) with honours from Bangalore University.He was associated with M/s. Amwill Healthcare in the capacity of pharmaceutical business manager, and was heading the purchase, accounts and financing division. Subsequent to the transfer of business of M/s. Amwill Healthcare to our Company, he was appointed as the Director of our Company, since its incorporation. He was responsible for overseeing the finance, accounts and business development of our Company. He has been designated as the Managing Director of our Company with effect from January 27, 2024.

Mr. Tarun Gandhi brings extensive, hands-on pharmaceutical experience to the leadership team, having managed a nationally reputed pharmaceutical C&F agency and specialized dermatology pharmacies. This background provided him with deep insights into industry ethics, supply chain logistics, and patient care. At Amwill, he heads the product development, business development and finance and accounts divisions of our Company

Previous, Current and Proposed Term

Mr. Tarun Gandhi (DIN: 07854699) was inducted as a Director (Executive) on the Board of Directors of the Company on August 21, 2017, thereafter, as a Managing Director of the Company, by the shareholders of the Company, in their Extra Ordinary General meeting held on January 27, 2024, for a period of 03 (three) years, from January 27, 2024 to January 26, 2027.

The current term of appointment of Mr. Tarun Gandhi, as a Managing Director of the Company, shall expire on January 26, 2027.

Mr. Tarun Gandhi is proposed to be re-appointed as a Managing Director, liable to retire by rotation and a Key Managerial Personnel, for a period of consecutive 05 (five) years commencing from January 27, 2027 to January 26, 2032.

Proposal and Rationale for re-appointment

The performance of Mr. Tarun Gandhi during his association with the Company has been evaluated as satisfactory by the Nomination & Remuneration Committee **("NRC")** and the Board of Directors.
Based on the skills, experience, knowledge and positive outcome of performance evaluation and the substantial contribution made by Mr. Tarun Gandhi, during his tenure as Managing Director of the Company, tremendous personal efforts made by the incumbent, despite tough competition amongst the Company' competitors and he has done a tremendous job in representing the Amwill product at different level, the Board, in its meeting held on **July 17, 2026**, on the recommendations of the NRC, considered, approved and recommended to the shareholders, the re-appointment of Mr. Tarun Gandhi as a Managing Director, not liable to retire by rotation and a Key Managerial

Personnel, for a period of consecutive 05 (five) years commencing from January 27, 2027 to January 26, 2032. , on the terms and conditions including remuneration as mentioned in the item no. 4, in accordance with the provisions of Section 196 and 197 read with Schedule V to the Companies Act, 2013 **("Act")** and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations")**.

Confirmations/Declarations:

Mr. Tarun Gandhi has given a declaration as per Section 196(3) read with Part I of Schedule V to the Act that he fulfils the conditions for the appointment of a managing director. Mr. Tarun Gandhi has also given declaration in form DIR-8 that he is not dis-qualified from being appointed as a director in terms of Section 164(1) & (2) of the Act.
Also, in compliance with the SEBI Order dated June 14, 2018, to the Stock Exchanges and further SEBI Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, this is to confirm that Mr. Tarun Gandhi (DIN: 07854699) has not been debarred from holding the office of director by virtue of any SEBI order or any other such authority.

The Company has not defaulted in payment of dues to any bank or public financial institution or non-convertible debenture holders or any other secured creditor.

This Statement may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and SS-2 on General Meetings issued by the Institute of Company Secretaries of India.
Mr. Tarun Gandhi is interested in the resolution set out in Item No. 4 of the Notice with regard to his re-appointment as a Managing Director. The relatives of Mr. Tarun Gandhi may be deemed to be interested in the aforesaid resolution to the extent of their shareholding, if any, in the Company.

Save and except the above, none of the other Directors and Key Managerial Personnel of the Company and their relatives is in anyway concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

Accordingly, the Board recommends the Special Resolution as set out in Item no. 4 of the accompanying Notice for the appointment of Mr. Tarun Gandhi as Managing Director (Executive), on such terms as stated therein for approval of the members of the Company.

Item 5: To approve the re-appointment of Mr. Anand Gandhi (DIN: 07854706) as the Managing director of the Company.

Mr. Anand Gandhi (DIN: 07854706) is the Managing Director of Amwill Health Care Limited.

A brief profile of Mr. Anand Gandhi (DIN: 07854706) is mentioned below:

Mr. Anand Gandhi, aged 42 years, is a Managing Director of our Company. He holds a bachelor's and master's degree in pharmacy (pharmaceuticals) with honours from Rajiv Gandhi University of Health Sciences, Karnataka. He was the proprietor of M/s. Amwill Healthcare, and was responsible for overseeing the marketing and sales division of the proprietorship. Subsequent to the transfer of business of M/s. Amwill Healthcare to our Company, he was appointed as the Director of our Company, since its incorporation. He has been designated as the Managing Director of our Company with effect from January 27, 2024. He holds experience of more than a decade in brand placement, marketing and sales and enhancing product visibility in the dermatology segment of the pharmaceutical industry. Presently, he heads the marketing and sales, dermatologist relations divisions of our Company.

Previous, Current and Proposed Term

Mr. Anand Gandhi (DIN: 07854706) was inducted as a Director (Executive) on the Board of Directors of the Company on August 21, 2017, thereafter, as a Managing Director of the Company, by the shareholders of the Company, in their Extra Ordinary General meeting held on January 27, 2024, for a period of 03 (three) years, from January 27, 2024 to January 26, 2027.

The current term of appointment of Mr. Anand Gandhi as a Managing Director of the Company, shall expire on January 26, 2027.

Mr. Anand Gandhi is proposed to be re-appointed as a Managing Director, liable to retire by rotation and a Key Managerial Personnel, for a period of consecutive 05 (five) years commencing from January 27, 2027 to January 26, 2032.

Proposal and Rationale for re-appointment

The performance of Mr. Anand Gandhi during his association with the Company has been evaluated as satisfactory by the Nomination & Remuneration Committee ("NRC") and the Board of Directors. Based on his skills, extensive experience, industry knowledge, positive performance evaluation, and significant contributions during his tenure as Managing Director, the Board has acknowledged his dedicated leadership and consistent efforts in driving the Company's growth despite intense competition in the pharmaceutical industry. Mr. Anand Gandhi has played a pivotal role in strengthening the Company's market presence through his strategic initiatives and sustained focus on business development.

Accordingly, the Board of Directors, at its meeting held on **July 17, 2026**, based on the recommendation of the Nomination & Remuneration Committee, considered and approved the relevant proposal in recognition of his valuable contributions and continued leadership., and recommended to the shareholders, the re-appointment of Mr. Anand Gandhi as a Managing Director, not liable to retire by rotation and a Key Managerial Personnel, for a period of consecutive 05 (five) years commencing from January 27, 2027 to January 26, 2032. , on the terms and conditions including remuneration as mentioned in the item no. 5, in accordance with the provisions of Section 196 and 197 read with Schedule V to the Companies Act, 2013 **("Act")** and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations")**.

Confirmations/Declarations:

Mr. Anand Gandhi has given a declaration as per Section 196(3) read with Part I of Schedule V to the Act that he fulfils the conditions for the appointment of a managing director. Mr. Anand Gandhi has also given declaration in form DIR-8 that he is not dis-qualified from being appointed as a director in terms of Section 164(1) & (2) of the Act.
Also, in compliance with the SEBI Order dated June 14, 2018, to the Stock Exchanges and further SEBI Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, this is to confirm that Mr. Anand Gandhi (DIN: 07854706) has not been debarred from holding the office of director by virtue of any SEBI order or any other such authority.

The Company has not defaulted in payment of dues to any bank or public financial institution or non-convertible debenture holders or any other secured creditor.

This Statement may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and SS-2 on General Meetings issued by the Institute of Company Secretaries of India.

Mr. Anand Gandhi is interested in the resolution set out in Item No. 5 of the Notice with regard to his appointment as a Managing Director (Executive). The relatives of Mr. Anand Gandhi may be deemed to be interested in the aforesaid resolution to the extent of their shareholding, if any, in the Company.

Save and except the above, none of the other Directors and Key Managerial Personnel of the Company and their relatives is in anyway concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

Accordingly, the Board recommends the Special Resolution as set out in Item no. 5 of the accompanying Notice for the appointment of Mr. Anand Gandhi as Managing Director (Executive), on such terms as stated therein for approval of the members of the Company.

By Order of the Board of Directors
For AMWILL HEALTH CARE LIMITED
Sd/-
TARUN GANDHI
MANAGING DIRECTOR
DIN: 07854699
ADDRESS: No. 90,4th Floor, 2nd Main, 7th Cross,
Chamrajpet, Bangalore,
Karnataka, India, 560018

Place: Pune
Date: 17/07/2026

Details of Directors proposed to be re-appointed, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard 2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India:

Particulars	Mr. Tarun Gandhi	Mr. Anand Gandhi	Ms. Sapna Parmar
DIN	**7854699**	**7854706**	**10198855**
Date of Birth / Age in years	41	42	38
Date of first appointment	21/08/2017	21/08/2017	17/04/2025
Brief resume of the Director	Mr. Tarun Gandhi is the Promoter and Managing Director of our Company.	Mr. Anand Gandhi is the Promoter and Managing Director of our Company.	Mr. Sapna Parmar is the (non-executive, non-independent) Director of our Company
Nature of expertise in specific functional areas	Mr. Tarun Gandhi holds a bachelor's degree in commerce (advanced financial accounting and management accounting) with honors from Bangalore	Mr. Anand Gandhi holds a bachelor's and master's degree in pharmacy (pharmaceutics) with honours from Rajiv Gandhi University of Health Sciences, Karnataka.	Ms. Sapna Parmar is an Associate Member of the Institute of Company Secretaries of India (ICSI) and a commerce graduate. She possesses in-depth knowledge of the Companies Act and other applicable rules and regulations.
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Skills and capabilities required for this role includes a person to head the product development, business	Skills and capabilities required for this role includes a person to head the marketing and sales, dermatologist relations divisions of our Company.	Ms. Sapna Parmar is an Associate Member of the Institute of Company Secretaries of India (ICSI) and a commerce graduate. She possesses in-depth knowledge of the Companies Act and other applicable rules and regulations. During the Company's IPO process, she played a vital role while serving as the Company Secretary and Compliance Officer, proving to be a valuable asset to Amwill. With her professional expertise and commitment, she is well-positioned to contribute significantly in her new role as a Non-Executive Director of the Company.

Date of First appointment on the Board	21/08/2017	21/08/2017	17/04/2025
Directorship held in other companies (excluding foreign companies and section 8 companies)	-	-	-
Membership / Chairmanships of Committees of other public Companies	-	-	-
Listed entities from which the person has resigned in the past three years	-	-	-
Inter-se Relationship between Directors	Relative of Mr. Anand Gandhi	Relative of Mr. Tarun Gandhi	-
No. of Shares held in the Company (singly or jointly as first holder) as on date of this Notice	6,328,920	6,328,920	-
No. of Board Meetings Held/ Attended in FY25	8	7	3
Details of Remuneration sought to be paid	157.20 Lakhs	157.20 Lakhs	Sitting fees
Last Remuneration drawn (per annum)	157.20 Lakhs	157.20 Lakhs	NA
Disclosure of relationships between directors inter-se	Relative of Mr. Anand Gandhi	Relative of Mr. Tarun Gandhi	-
Terms and conditions of re-appointment and remuneration	Director (Executive) not liable to retire by rotation	Director (Executive) not liable to retire by rotation	Director (non-executive) liable to retire by rotation