Lotus Eye Hospital And Institute Limited

CIN No. : L85110TZ1997PLC007783

770/12, Avinashi Road, Civil Aerodrome Post, Coimbatore - 641 014.

Tel : 0422 - 4229900, 4229999

R.S.PURAM
155B, East Periasamy Road, Near Chinthamani,
North Coimbatore, R.S.Puram, Coimbatore - 641 002.
Ph : 0422 - 4239900, 4239999

SARAVANAMPATTI
86/1, Site No.2, TRM Avenue, Sathy Road,
Saravanampatti, Coimbatore - 641 035.
Ph : 0422 - 2210021

E-mail : info@lotuseye.org   Website : www.lotuseye.org

September 01, 2026

BSE Limited **Phiroze Jeejeebhoy Towers** **Dalal Street,** **Mumbai – 400 001** **Scrip Code: 532998**	**National Stock Exchange of India Limited** **Exchange Plaza, C-1, Block G,** **Bandra Kurla Complex,** **Bandra (East), Mumbai – 400 051** **Scrip Code: LOTUSEYE**

Sir/Madam,

Sub: 29th Annual General Meeting - Notice and Annual Report FY 2025-26

Pursuant to Regulation 34 of the SEBI (LODR) Regulations, 2015, please find enclosed the Annual Report of the Company for the financial year 2025-26, together with the Notice convening the 29th Annual General Meeting (AGM) of the Company, scheduled to be held on Wednesday, September 23, 2026 at 04:00 P.M (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM). The same is also available on the Company's website at https://www.lotuseye.org/Investor/Annual-Report/Annual-Report%202025-2026.pdf

Further, in compliance with Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations, 2015, the Company is providing the facility of remote e-voting to its Members in respect of the business to be transacted at the AGM through Central Depository Services (India) Limited (CDSL).

The cut-off date for the purpose of determining eligibility of members for e-voting is Wednesday, September 16, 2026. The detailed procedure and instructions for remote e-voting are mentioned in the AGM Notice. The remote e-voting will be available from 09:00 A.M (IST) on Sunday, September 20, 2026 to 05:00 P.M (IST) on Tuesday, September 22, 2026.

This is for your information and records.

Thanking You

For Lotus Eye Hospital and Institute Limited

SENTHILKUMAR PRATHISH
Digitally signed by SENTHILKUMAR PRATHISH
Date: 2026.09.01 11:51:09 +05'30'

Prathish S
Company Secretary & Compliance Officer

37
Since - 1990
Years of Trust

LOTUS
EYE HOSPITAL & INSTITUTE

ANNUAL REPORT 2025-26

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Late Dr. S. K. SUNDARAMOORTHY

(21.08.1944 - 22.01.2020)

"There are some who bring a light so great to the world that even after they have gone the light remains"

Our founder Dr. S.K. Sundaramoorthy was one of the acclaimed and famed eye surgeons of our country and worldwide. He obtained his MBBS degree from Stanley Medical College, Chennai in 1971, completed M S (Opthal) in Madurai Medical College in 1980. Fellowship programme in Retinal surgery in Sankara Netralaya, Chennai (1980-1982) and obtained twin super specialty degrees namely FRCS (Edin) and FRCO (Lon).

"LOTUS" is the Magnus opus of his legendary vision, determination and pure hard-work. We at LOTUS are relentless in carry forwarding his legacy forever through the quality and stakeholder satisfaction that we are known for.

The legacy of Dr. S.K. Sundaramoorthy is incomparable and exceptional, where in, the values are steeped well into the very roots of the foundations of this great institution. The management behind the brand 'LOTUS' are cognizant of the illustrious and celebrated purpose for this institution, striving to achieve and surpass the same.

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COMPANY OVERVIEW

CORPORATE STATEMENT

Service oriented approach is the motto of the organization. Lotus Eye Hospital and Institute Limited has been chiseled to meet the aspirations of all its stakeholders. Each and every decision of the companies reckons the effect of it in our stakeholders. The larger idea is to serve the population by providing the most advanced and viable eye care services.

Our paramount goal is to provide the best and advanced eye care services to the larger population. The journey of lotus since its inception from 1997 is a testimony of the fact that we are committed towards achieving our goal. In order to attain our goal we have with us a vibrant and dedicated medical team which considers providing best eye care services as their mission. The idea of serving the masses is the greatest motivation of lotus and this goal helps in pushing us to explore unchartered business environment and disseminate the best services possible. Our stakeholders are the greatest strength who has always reposed the utmost faith in our brand lotus. We will strive more to cater to the needs of the stakeholders in all our endeavour's.

COMPANY PROFILE

Lotus Eye Hospital is a hi-tech super specialty eye care hospital catering its value added service to the society since inception. Lotus is known for its excellence in Ophthalmic service with personalized care. This organization is committedly pioneering in the technological revolution in eye care and rendering service to thousands of patients from across the globe to see the world better than ever before.

- **Founded in 1990** by renowned ophthalmic surgeon late **Dr. S.K. Sundaramoorthy**
- Lotus Eye Hospitals Operates **10 Eye Care Centers** in Tamil Nadu and Kerala
  - ✓ **8 Centres in Tamil Nadu**: Coimbatore (SITRA , RS puram and Saravanampatti), Salem, Tiruppur, Mettupalayam, Karur and Gobichettipalayam
  - ✓ **2 Centres in Kerala**: Kochi and Mulanthuruthy
- Listed at NSE and BSE in 2008; current **market capitalization of more than INR 220 Crores***

400+	3 Lakh+	15 Lakh+	1 Crore+
Qualified Staff's	**Surgeries**	**Procedures**	**Eyes Screened**

Vision

To become world's leading eye care provider with happy and satisfied patients and stake holders.

Lotus has a vision of "empowering eyes to illuminate lives". Lotus Eye Care group is marching towards its vision of becoming India's best Corporate Hospital with branches in strategic locations where quality eye care is in need, and render world class eye care service to the society.

Mission

- To be the center of excellence in India by providing quality eye care of highest levels with skill competence and concern.
- To be adopting latest technologies, techniques and ethical practice in ophthalmology.
- To be setting up basic and clinical research into eye diseases and vision threatening conditions.
- To be focusing on Education, Training, Product Development and rehabilitation for incurable diseases.
- To be a preferred center for eye care Professionals, Para-medical and Non-medical team.

Values

Learning **O**vercome **T**enacious **U**nyielding **S**urmount

LOTUS

WIDE RANGE OF SERVICES

Comprehensive
Eye Examination

Bladeless
LASIK Surgeries

Cataract & IOL
Implantation Services

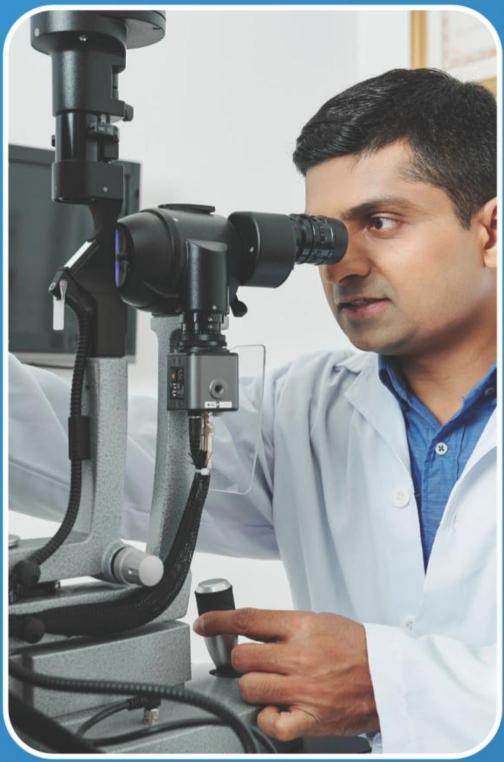
Cornea and
Refractive Services

Vitreoretinal
Services

Orbit and
Oculoplasty

Glaucoma Services

Uvea Clinic



Optical &
Contact Lenses

Optometry
Services

Squint and
Pediatric
Ophthalmology

Neuro
Ophthalmogy
Services

Clinical
Laboratory Services

Pharmacy

MILESTONES

1992
Inaugurated Lotus Eye Hospital & Research Centre.

1993
New centre in R.S. Puram, Coimbatore.

1994
1st Stitchless Phaco-emulsification Cataract surgery in Coimbatore.

1998
Introduced multiscan Lasik in India.

2002
New centre in Sitara, Coimbatore introduced Wavef ront based Esiris Custom Lasik in India.

2003
Inaugurated Diabetic eye unit & life time vision Project

2004
New centre in Salem
Intriduced EpiLasik in SEA
opened Lotus Bausch & Lomb Institute of Optometry.

2005
Introduced Zyoptix Z100; Combined 2 Technologies (EpiLasik & Zyoptix) as EpiZyoptix.

2007
New centre in Tiruppur.

2008
Launched IPO

2009
Launched Intralase Lasik / Zyoptix Laser Technology.

2010
New centre in Mettupalayam

2011
New centre in Kochi, Kerala. Introduced Zyoptix Supracor in Tamilnadu. Introduced Zyoptix Ultimate 217P technology.

2013
Introduced LenSx for Laser Cataract and Laser Corneal Surgery.

2014
New centre in Mulanthuruthy, Kerala.

MILESTONES

2016
Launched Kerala's 1st ReLEx SMILE at Kochi.

2019
Launched Schwind Amaris 750Hz Touch Free Lasik Technology at RS Puram.

2023
New centre in Saravanampatti

2024
New centre in Karur.

2025
New centre in Gobichettipalayam.

2026
Launched Advanced ai enabled Smile Pro at Sitra

2026
Launched Kerala's 1st Smile Pro at Kochi

2026
Launched Lotus Optique at Sitra

2026
Launched Coimbatore's First ZEISS VISUFIT 1000 3D Facial scanning at Sitra

CHAIRPERSON SPEECH

Dear Lotus Family,

I extend my warm welcome to all the Shareholders of the Company. It is a matter of great satisfaction to address you once again as the Chairperson of the Company and to share with you the progress and developments of Lotus Eye Hospital and Institute Limited during the Financial Year 2025-26.

The healthcare sector continues to undergo significant transformation, driven by technological advancements, changing patient expectations and the increasing demand for accessible and quality healthcare. The eye care sector, in particular, is witnessing rapid adoption of Artificial Intelligence, advanced diagnostic technologies, digital platforms and other technology enabled solutions. These developments are creating new opportunities to improve the accuracy of diagnosis, efficiency of treatment and overall patient experience.

At the same time, the healthcare industry continues to face challenges, including rising operating and infrastructure costs, the need for continuous investment in technology and skilled manpower and the requirement to make quality healthcare accessible and affordable to a larger section of society. We believe that sustainable growth in healthcare must always be accompanied by a strong commitment to quality, affordability and patient centric care.

Our Company has, over the years, remained committed to its core objective of providing comprehensive and quality eye care services at affordable costs. We continue to expand our reach and strengthen our capabilities so that quality eye care is accessible to people across different sections of society. Our continued participation in community healthcare initiatives reflects our commitment to serving the community beyond our regular clinical operations.

As we look ahead, we remain focused on strengthening our clinical capabilities, adopting relevant technologies, improving operational efficiency and expanding our reach, while maintaining the trust and confidence that our patients and stakeholders have placed on us.

Before I conclude, I would like to remember our Founder, Late Dr. S. K. Sundaramoorthy, whose vision, dedication and commitment laid the foundation for the Lotus brand. His belief that healthcare should serve society continue to guide us. The values and principles established by him remain integral to the Company's journey and we are committed to carrying his legacy forward.

I take this opportunity to place on record my sincere appreciation to our doctors, nurses and employees of the Lotus family for their dedication and contribution. I also thank our Board of Directors, Shareholders, patients, business associates, bankers and other stakeholders for their continued support and confidence in the Company. With that, I thank all of you for your continued association with Lotus Eye Hospital and Institute Limited and wish the Company continued growth and success in the years ahead.

Dr. Kavetha Sundaramoorthy
(Chairperson)

MANAGING DIRECTOR'S MESSAGE

Dear Shareholders,

I begin by expressing my sincere gratitude to all our Shareholders for their continued trust and confidence in the Lotus brand. Over the years, Lotus has grown through its commitment to quality eye care, clinical excellence and the values established by our founder, late Dr. S. K. Sundaramoorthy. These values continue to guide us as we move forward.

The financial year 2025-26 has been a year of progress and expansion for our Company. We recorded growth in our turnover while continuing to strengthen our operations and focus on delivering quality ophthalmic care. A significant milestone during the year was the commencement of our new eye care centre at Gobichettipalayam, Erode District. This expansion reflects our continued endeavour to take quality eye care closer to patients in emerging and underserved markets.

Expansion, however, comes with its initial costs. The establishment and commencement of operations of the new centres in the last financial year and current one, led to increased expenses relative to revenue, which in turn impacted our bottom line. We view this, however, as an investment towards our long-term growth.

Technology continues to remain an important pillar of our growth strategy. We have consistently invested in latest medical equipment and advanced ophthalmic procedures with the aim of providing better treatment outcomes and an improved patient experience. Going forward, we would continue to evaluate and adopt appropriate technologies that strengthen our clinical capabilities, while maintaining prudent financial discipline.

Our doctors and medical professionals remain at the heart of Lotus. Their expertise, dedication and commitment to patient care have been fundamental to our journey. Equally important is the contribution of our employees across all functions and centres, whose continued support and commitment have enabled us maintain the standards that our patients expect from Lotus.

Finally, I would like to place on record my sincere appreciation to all our Shareholders. Your continued confidence in Lotus gives us the strength and responsibility to pursue our growth plans with greater determination. I also thank our patients, doctors, employees, consultants, business associates and all other stakeholders for their continued support.

We remain committed to building on the foundation laid over the years and creating sustainable value for all our stakeholders.

Ms. Sangeetha Sundaramoorthy
(Managing Director)

CORPORATE INFORMATION

BOARD OF DIRECTORS

Dr. Kavetha Sundaramoorthy (DIN 02050806)	Chairperson
Ms. Sangeetha Sundaramoorthy (DIN 01859252)	Managing Director
Dr. Kuttapalayam Songappan Ramalingam (DIN 01016571)	Non-Executive Director
Dr. Sengodagounder Natesan (DIN 09012904)	Independent Director
Mr. Gopalakrishnan Karthik Veeramani (DIN 07097588)	Independent Director
CA Perumalswamy Mahendran (DIN 06680557)	Independent Director

CHIEF FINANCIAL OFFICER

Mr. Ramanujam Reghunathan

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Prathish S

COMMITTEES

AUDIT COMMITTEE

CA Perumalswamy Mahendran

Dr. Kavetha Sundaramoorthy

Dr. Sengodagounder Natesan

Mr. Gopalakrishnan Karthik Veeramani

NOMINATION & REMUNERATION COMMITTEE

Dr. Sengodagounder Natesan

Dr. Kavetha Sundaramoorthy

Mr. Gopalakrishnan Karthik Veeramani

CA Perumalswamy Mahendran

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Gopalakrishnan Karthik Veeramani

Dr. Kavetha Sundaramoorthy

Dr. Sengodagounder Natesan

CA Perumalswamy Mahendran

CORPORATE INFORMATION

AUDITORS

STATUTORY AUDITOR

M/s. Anbarasu and Jalapathi,
Chartered Accountants,
30C, Alagesan Road, Saibaba Colony,
Coimbatore - 641011

INTERNAL AUDITOR

Mr. P. Vishnu Adithan,
Chartered Accountant,
9/1, B.K.R. Nagar, Sathy Road,
Gandhipuram, Coimbatore - 641012

SECRETARIAL AUDITOR

M/s. P. Eswaramoorthy & Company,
Practising Company Secretaries,
No.44 & 44/1, 5th Street, Ramalinga Jothi Nagar,
Near Corporation Office, Nanjundapuram Road,
Ramanathapuram, Coimbatore – 641045

BANKERS

HDFC Bank
The Federal Bank
ICICI Bank
Canara Bank

REGISTERED OFFICE

SF No. 770/12, Avinashi Road,
Civil Aerodrome Post, Coimbatore – 641014
E-mail: companysecretary@lotuseye.org
Phone: 0422 – 4229900
Website: www.lotuseye.org
CIN: L85110TZ1997PLC007783

REGISTRAR AND SHARE TRANSFER AGENT

M/s. MUFG Intime India Private Limited,
Surya, 35 Mayflower Avenue,
Behind Senthil Nagar,
Sowaripalayam Road, Coimbatore – 641028
Tel. No. 0422-2314792/4958995/2539835/36

DIRECTORS' PROFILE

Dr. Kavetha Sundaramoorthy
Chairperson

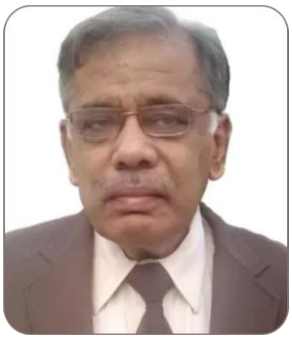
Dr. Kavetha Sundaramoorthy is a Board- certified Psychiatrist with specialisation in Adult and Child /Adolescent Psychiatry, bringing over 15 years of clinical experience to her practice. She holds Harvard University, where she was honoured with the prestigious Farley Award - recognition of her academic distinction and clinical excellence.

Ms. Sangeetha Sundaramoorthy
Managing Director

Ms. Sangeetha Sundaramoorthy is a Software Professional who has been associated with Lotus Eye Hospital and Institute Limited since 2006. She was appointed as Whole-Time Director in 2009 and played a key role in the Company's Initial Public Offer.

She assumed the role of Managing Director during a challenging phase in the Company's journey and has since provided steady leadership, steering the organisation through critical periods and strengthening its performance. Her leadership is reflected in the Company's growth and the enhancement of long-term shareholder value. Her expertise in Information Technology has enabled the adoption of advanced systems across the organisation, improving efficiency and operational effectiveness across departments.

In recognition of her contributions to the healthcare sector, she was conferred the "Budding Entrepreneur – Healthcare" award by The Times of India in 2021.



Dr. Kuttapalayam Songappan Ramalingam
Non-Executive Director

Dr. Kuttapalayam Songappan Ramalingam is a distinguished Nephrologist from Erode, holding an MBBS and MD in General Medicine from the renowned Stanley Medical College, Chennai. With over 43 years of specialised clinical experience, his expertise encompasses Adult and Paediatric Nephrology, Peritoneal Dialysis, Haemodialysis, CAPD and Kidney Transplantation. He is widely regarded as one of India's foremost nephrologists, commanding deep respect within the medical community for his clinical acumen and decades of dedicated service to the specialty.

Beyond his clinical practice, he is the Promoter of Coimbatore Kidney Care and Research Limited - a specialty institution dedicated to the comprehensive treatment of kidney diseases through both medical and surgical interventions. The institution has earned national recognition, being rated among the top two nephrology specialty hospitals in India.

Dr. Sengodagounder Natesan
Independent Director

Dr. Sengodagounder Natesan is a distinguished Orthopaedic Surgeon from Erode with over 50 years of experience in medicine and hospital administration. He began his career in public service, serving as a Government Doctor for two decades, before establishing LKM Hospital in Erode, reflecting his entrepreneurial vision and commitment to quality healthcare.

He brings a combination of clinical expertise and institutional leadership, as both a seasoned practising physician and an experienced hospital administrator.

Mr. Gopalakrishnan Karthik Veeramani
Independent Director

Mr. Gopalakrishnan Karthik Veeramani is a seasoned professional with over 15 years of corporate experience, specialising in the Real Estate sector. He brings valuable insights to the Company's expansion strategies and growth initiatives.

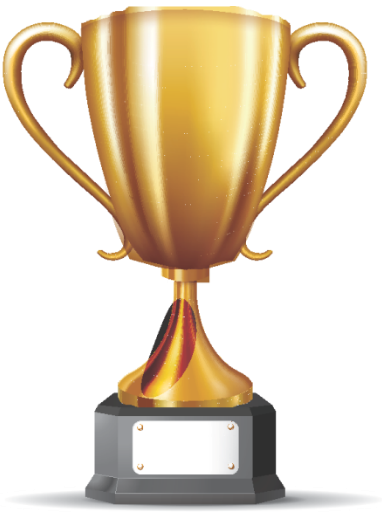
Beyond his commercial acumen, he is an experienced Human Resources professional. He has led several organisational restructuring initiatives across varying levels of hierarchy and continues to mentor and guide a large team of professionals under his leadership.

CA Perumalswamy Mahendran
Independent Director

CA Perumalswamy Mahendran is a Chartered Accountant with over 35 years of post-qualification experience, practising in Coimbatore. A member of the Institute of Chartered Accountants of India since 1989, he has earned a strong and trusted reputation across a wide range of industries.

His area of experience includes statutory audit, internal audit, taxation and tax audit.

AWARDS & RECOGNITION



2021

Excellence in Eye Hospital Award
by Times of India

Budding Entrepreneur – Healthcare Award
for our Managing Director
Ms. Sangeetha Sundaramoorthy in
Times Power Awards 2021

2019

LifeTime Achievement Award
from TNOA Conference 2019

Health Care Leadership Award
from World Peace Congress

2020

1st Runner up in Salem Business Awards 2020
Lotus Eye Hospital Salem ranked 1st
Runner up in Salem Business Awards 2020

2018

Janmabhumi Legend Healthcare Award
from MP V. Muraleedharan & Union Minister
Mr. Rajyavardan Singh Rathod at Kochi.

2016

Occasion Excellence Award
to Dr. S.K.Sundaramoorthy by
Rotary Club of Metropolis, Tirupur.

2015

Life time Achievement Award
by Indian Medical Association,
Coimbatore.

2014

International Ophthalmologist Education Award for MII Ret Cam
Smartphone based retinal camera by
American Academy of Ophthalmology

Consumer protection award
to Dr. S.K.Sundaramoorthy by
RTI Council, Kerala.

Honour Award
to Dr. S.K.Sundaramoorthy
by Rotary International.

2013

Life Time Achiever's Award
from Guide Trust, Gobi.

BEACONS for Exemplary Commitment and Impactful Positive Contribution to Tamil Nadu
The Times Group, Chennai.

Dr Suryakandhi Oration Award
to Dr.S.K.Sundaramoorthy
by IMA2012.

2012

Life Time Achievement Award
to Dr.S.K.Sundaramoorthy
by the Tamil Nadu
Dr.M.G.R.Medical University.

2010

IPL Award
to Dr.S.K.Sundaramoorthy
by Tamil Nadu
Ophthalmic Associations.

2008

Indian Achievers Award for Health Excellency
offered to
Dr. S.K.Sundaramoorthy.

2007

Limca Book of Records Award
for conducting International
Ophthalmic Conference
on Arabian Sea.

2006

Best Performer Award
by Bausch & Lomb (Highest number
of Lasik surgeries
performed in the year in India)

Kannoli Kavalar Award
to Dr.S.K.Sundramoorthy by Lions Clubs
International District Region H.

Eye Care Excellence Award
by Rotary Club.

2002

Dr.Sivareddy Award
for Best paper in Kerala Ophthalmic Conference.

1993

Best President of Lions Club
Coimbatore.

NOTICE TO THE MEMBERS

NOTICE IS HEREBY GIVEN THAT THE TWENTY NINETH (29th) ANNUAL GENERAL MEETING OF THE MEMBERS OF LOTUS EYE HOSPITAL AND INSTITUTE LIMITED WILL BE HELD ON WEDNESDAY, SEPTEMBER 23, 2026, AT 04:00 PM THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO VISUAL MEANS (OAVM) FACILITY, TO TRANSACT THE FOLLOWING:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026 together with the Report of the Board of Directors and the Auditors thereon;

2. To appoint a director in the place of Dr. Kavetha Sundaramoorthy (DIN 02050806) who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. Approval of revision in remuneration of Ms. Sangeetha Sundaramoorthy (DIN 01859252), Managing Director of the Company:

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

"**RESOLVED THAT** pursuant to provisions of Section 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the applicable rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendations of the Nomination and Remuneration Committee, the Audit Committee and the Board of Directors, the consent of the Members be and is hereby accorded for revision in the remuneration payable to Ms. Sangeetha Sundaramoorthy (DIN 01859252), Managing Director of the Company from Rs.3,50,000 to Rs.6,00,000 per month with effect from August 10, 2026, for the remaining tenure of her appointment ending on August 14, 2028, comprising the following emoluments:

S.No.	Particulars	Amount (in Rs.)
1	Basic	2,40,000
2	Dearness Allowance	2,40,000
3	House Rent Allowance	60,000
4	Medical Allowance	30,000
5	Transport Allowance	30,000
6	Provident Fund, Gratuity	As per the limits

The revised remuneration payable to Ms. Sangeetha Sundaramoorthy (DIN: 01859252), Managing Director of the Company, as stated hereinabove, is hereby specifically approved and sanctioned, with all other terms and conditions of her appointment remaining unchanged.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to alter, vary, modify or revise the terms and conditions of the appointment and/or remuneration of Ms. Sangeetha Sundaramoorthy, in such manner as may be agreed between the Board of Directors and Ms. Sangeetha Sundaramoorthy, provided that such alteration, variation, modification or revision shall be in accordance with the provisions of the Companies Act, 2013, read with applicable rules made thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws and subject to such approvals as may be required.

RESOLVED FURTHER THAT in the event that, during any financial year falling within the remaining tenure of the Managing Director, the Company has no profits or its profits are inadequate, Ms. Sangeetha Sundaramoorthy shall be entitled to receive the remuneration comprising of emoluments as set out above as the minimum remuneration, subject to the provisions of Section 197 read with Schedule V and other applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended from time to time.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary be and are hereby severally authorized to take all such steps as may be necessary and/or give such directions as may be necessary, proper and expedient to give effect to the above resolution without being required to seek any further consent or approval of the members and the members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

4. **Approval for continuation of payment of remuneration to Dr. Kuttapalayam Songappan Ramalingam (DIN 01016571), Non-Executive Non-Independent Director of the Company:**

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

"**RESOLVED THAT** pursuant to Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 and applicable rules made thereunder and Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, and based on the recommendations of Nomination and Remuneration Committee and the Board of Directors, the consent of the Members be and is hereby accorded for continuation of payment of remuneration of Rs. 1,00,000 per month for the financial year 2026-27 to Dr. Kuttapalayam Songappan Ramalingam (DIN 01016571), Non-Executive Non- Independent Director of the Company.

RESOLVED FURTHER THAT the Company Secretary be and is hereby authorized to do all such acts, deeds and things as may be considered necessary, proper and expedient to give effect to this resolution."

By Order of the Board
For **Lotus Eye Hospital And Institute Limited**

Place: Coimbatore
Date: August 10, 2026

Prathish S
Company Secretary & Compliance Officer

NOTES:

1. The Ministry of Corporate Affairs (MCA) has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, January 13, 2021, May 5, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 (collectively referred to as MCA Circulars) permitted the holding of the Annual General Meeting (AGM) through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard on General Meetings (SS-2) and the MCA Circulars, the AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue of the AGM.

2. The Annual Report for the financial year 2025-26 along with the Notice of the AGM is being sent through electronic mode to those Members whose email addresses are registered with the Company/Depositories. The Company will send physical/hard copies of the Annual Report, if specifically requested by a member. Members may send requests in this regard to the Company's e-mail id: companysecretary@lotuseye.org. The Members may note that the Annual Report will also be available on the Company's website www.lotuseye.org, Stock Exchanges websites i.e., BSE Limited (www.bseindia.com), National Stock Exchange of India Limited (www.nseindia.com) and on the CDSL website www.evotingindia.com.

3. The Members holding shares in physical form who have not registered/updated their mobile number/email address with the Company are requested to register/update the same by writing to the Registrar and Share Transfer Agent (RTA), MUFG Intime India Private Limited, at investor.helpdesk@in.mpms.mufg.com, mentioning their Folio Number and attaching a self-attested copy of their PAN Card. Members holding shares in dematerialized form are requested to register/update their mobile number/email address with their respective Depository Participant for receiving all communications (including the Annual Report) from the Company electronically.

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 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, as may be applicable, 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e- Voting's agency.

5. The Members, who present in the AGM through VC/OAVM 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 AGM.

6. Since this AGM is being held through VC/OAVM, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members is not available for the AGM and hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

7. The Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. Body Corporates are entitled to appoint authorized representatives and requested to send a duly certified copy of Board Resolution authorizing their representative(s) to attend and vote at the AGM.

8. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 in respect of special business to be transacted at the meeting is annexed hereto.

9. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 shall be available for electronic inspection by the Members during the AGM.

10. The Members are requested to note that, all shares in respect of which dividends have not claimed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF). In view of this, Members are requested to claim their dividends from the Company, before it is transferred to IEPF. The details of unclaimed dividends & shares as on March 31, 2026 are uploaded on the Company's website at www.lotuseye.org/Investors.php. For claiming the amount, please email to RTA: investor.helpdesk@in.mpms.mufg.com. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form, available on www.iepf.gov.in and sending the physical copy of the same duly signed (as per the specimen signature recorded with the Company/RTA) along with requisite documents to the Company/RTA for verification of the claim.

11. Mr. P. Eswaramoorthy of M/s. P. Eswaramoorthy & Co, Company Secretaries, has been appointed as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.

12. The Scrutinizer shall, after the conclusion of voting at AGM, unblock the votes cast through remote e-voting and during AGM, in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours of conclusion of the meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairperson or a person authorized in writing who shall countersign the same.

13. The Chairperson or a person authorized shall declare the result of the voting forthwith. The results so declared, together with the Scrutinizer's report, shall be placed on the Company's website and simultaneously communicated to the stock exchanges.

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

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of Individual Shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of Shareholders holding shares in physical mode and Non-Individual Shareholders in demat mode.

(i) The voting period begins on September 20, 2026 (9:00 A.M. IST) and ends on September 22, 2026 (5:00 P.M. IST). During this period, the Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 16, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. A person who is not a Shareholder (not holding shares of the Company) as on the aforesaid cut-off date should treat this note for information purposes only.

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

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e-voting facility to its Shareholders, in respect of all Shareholders' resolutions. However, it has been observed that the participation by the public non-institutional Shareholders/retail Shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the Shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, SEBI has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual Shareholders holding shares in demat mode.

In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual Shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi/Easiest are requested to visit CDSL website www.cdslindia.comand click on login icon & My Easi New (Token) Tab. 2) After successful login, the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting 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 & My Easi New (Token) 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 an 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 with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
	3) 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 name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.
	4) 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 name and you

	will be re-directed to e-Voting service provider website 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) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website 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. CDSL and NSDL

Login type	**Helpdesk details**
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
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.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of Shareholders holding shares in physical mode and Non-Individual Shareholders in demat mode.

Login method for e-voting and joining virtual meetings for Physical Shareholders and Shareholders other than Individual holding in Demat form.

1)The Shareholders should log on to the e-voting website www.evotingindia.com.

2)Click on "Shareholders" module.

3)Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any Company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical Shareholders and other than individual Shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat Share holders as well as physical Shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. • If both the details are not recorded with the depository or Company, please enter the member id / folio number in the Dividend Bank details field.

(iv) After entering these details appropriately, click on " SUBMIT " tab.

(v) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, Shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(vii) Click on the EVSN for the relevant Lotus Eye Hospital and Institute Limited on which you choose to vote.

(viii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(ix) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(x) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xiii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xiv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xv) **Additional Facility for Non-Individual Shareholders and Custodians - For Remote Voting only.**

• Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

• A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

• After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

• The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

• It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

• Alternatively, Non-Individual Shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; companysecretary@lotuseye.org, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

4. Shareholders are encouraged to join the Meeting through laptops/ipads for better experience.

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

6. 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.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request on or before September 16, 2026 mentioning their name, demat account number/folio number, email id, mobile number at companysecretary@lotuseye.org. The Shareholders who do not wish to speak during the AGM but have queries may send their queries to companysecretary@lotuseye.org by mentioning their name, demat account number/folio number, email id, mobile number. These queries will be replied to by the Company suitably by email. Those Shareholders who have registered themselves as a speaker shareholder will only be allowed to express their views/ask questions during meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

EXPLANATORY STATEMENT ANNEXED TO NOTICE PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013 AND SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Item No. 3: Approval of revision in remuneration of Ms. Sangeetha Sundaramoorthy (DIN 01859252), Managing Director of the Company:

The Members at the 26th AGM of the Company held on September 25, 2023 approved the re-appointment and payment of remuneration to Ms. Sangeetha Sundaramoorthy, Managing Director for the period of 5 years with effect from August 14, 2023 to August 14, 2028.

Considering the significant contribution of Ms. Sangeetha Sundaramoorthy, Managing Director to the Company's growth and implementation of expansion plans, business strategies, industry standard and the size of the Company, the Board of Directors at its meeting held on August 10, 2026 has considered the revision in remuneration from Rs.3,50,000 to Rs.6,00,000 per month, which has been recommended by the Nomination and Remuneration Committee and Audit Committee and is in accordance with the provisions of Section 197, 198 read with Schedule V of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, therefore, the approval of members by way of Ordinary Resolution is being sought for payment of revised remuneration with effect from August 10, 2026 for the remaining tenure of her appointment ending on August 14, 2028, except for the aforesaid revision in remuneration, all other terms and conditions of the appointment as the Managing Director of the Company, as approved earlier, shall remain unchanged.

Ms. Sangeetha Sundaramoorthy and Dr. Kavetha Sundaramoorthy are relatives, being interested to the resolution concerning the revision in remuneration of Managing Director. None of the other Directors or Key managerial personnel or their relatives is interested financially or otherwise in the resolutions.

In terms of Regulation 17(11) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company recommends passing of the Ordinary Resolution set out in Item No. 3 to the Members of the Company.

General information as required under Part II of Section II of Schedule V of the Companies Act, 2013 relating to the Ordinary Resolution under Item No. 3.

A. General Information	
Nature of Industry	Hospital (Ophthalmology)
Date of commencement of commercial production	Not Applicable
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
Financial performance based on given indicators	**(Amount in Rs. Lakhs)**

	<table><tr><th>Particulars</th><th>2025 - 26</th></tr><tr><td>Turnover</td><td>5,489.03</td></tr><tr><td>Profit After Tax</td><td>8.04</td></tr><tr><td>Net Worth</td><td>60.14</td></tr><tr><td>Earnings Per Share (Rs.)</td><td>0.04</td></tr></table>
Foreign investments or collaborations	Nil
II. Information about the appointee	
Background details/ Job profile and his suitability	Ms. Sangeetha Sundaramoorthy is a Software Professional who has been associated with Company since 2006. She is instrumental to the growth of the Company.
Past remuneration	Rs.3,50,000 per month
Recognition or awards	In recognition of her contributions to the healthcare sector, she was conferred the "Budding Entrepreneur – Healthcare" award by The Times of India in 2021.
Remuneration proposed	Rs.6,00,000 per month
Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Taking into consideration the profile of Ms. Sangeetha Sundaramoorthy, responsibility shouldered by her as well her contribution to the growth of the Company, the industry standard and the size of the Company, the remuneration proposed is commensurate with the remuneration packages paid to Managerial Personnel in similar other companies.
Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or other director, if any.	Ms. Sangeetha Sundaramoorthy, Managing Director of the Company, is one of the promoters of the Company. She is related to Dr. Kavetha Sundaramoorthy, Non-Executive Chairperson of the Company. Besides the remuneration being received, she does not have any Pecuniary relationship with the Company.
III. Other information	
Reasons of loss or inadequate profits	As on March 31, 2026, the Company has invested in skilled manpower resulting in higher depreciation & increased operating cost.
Steps taken or proposed to be taken for improvement	The investments in new centres are expected to benefit the Company in the long run through higher margin and the Company is continuously taking various cost control measures which would result in increased profitability in the ensuing years.
Expected increase in productivity and profits in measurable terms	The Company expects that improvement in business environment terms and several steps being taken to enhance revenue and reduce costs, which may yield better profit in the years to come.

IV. DISCLOSURES:

The relevant disclosures are being made in the Corporate Governance Report annexed to the Directors' Report which forms part of this Annual Report.

Item 4: Approval for continuation of payment of remuneration to Dr. Kuttapalayam Songappan Ramalingam (DIN 01016571), Non-Executive Non-Independent Director of the Company:

The Members at the 28th AGM held on September 23, 2025 approved the payment of remuneration of Rs.1,00,000 per month to Dr. Kuttapalayam Songappan Ramalingam. Pursuant to Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, such approval of the Members is required for every financial year in which the annual remuneration payable to any one non-executive director exceeds fifty per cent of the total annual remuneration payable to all non-executive directors. Accordingly, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on May 26, 2026, approved the continuation of payment of the aforesaid remuneration for the financial year 2026-27, subject to the approval of the Members.

Dr. Kuttapalayam Songappan Ramalingam has over 43 years of experience as a Clinical Nephrology (adult and pediatric) peritoneal dialysis, Hemodialysis, CAPD & Kidney transplantation. He is one of the renowned doctors in India and is well respected among the Doctors community. He has a proven track record of hospital administration as he is the promoter of Coimbatore Kidney Centre and Specialty Hospitals mainly into treatment of all forms of Kidney disease treatments involving both medical and surgical.

Dr. Kuttapalayam Songappan Ramalingam comes with a treasure of knowledge about health care and is an able administrator his advice is very much essential for the sustainable growth of the Company.

In terms of Regulation 17(11) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company recommends passing of the Special Resolution set out in Item No. 4 to the Members of the Company.

Details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) are given hereunder:

Name	Dr.Kavetha Sundaramoorthy	Ms.Sangeetha Sundaramoorthy	Dr.Kuttapalayam Songappan Ramalingam
DIN	02050806	01859252	01016571
Date of Birth	January 30, 1976	October 16, 1978	March 08, 1949
Qualification, Brief resume & nature of Expertise in specific functional areas	Dr. Kavetha Sundaramoorthy is a Board-certified Psychiatrist with specialization in Adult and Child/Adolescent Psychiatry, bringing over 15 years of clinical experience to her practice. She holds Harvard University, where she was honoured with the prestigious Farley Award - recognition of her academic distinction and clinical excellence.	Ms. Sangeetha Sundaramoorthy is a Software Professional who has been associated with Lotus Eye Hospital and Institute Limited since 2006. She was appointed as Whole- Time Director in 2009 and played a key role in the Company's Initial Public Offer. Her expertise in Information Technology has enabled the adoption of advanced systems across the organization, improving efficiency and operational effectiveness across departments.	Dr. Kuttapalayam Songappan Ramalingam has over 43 years of experience as a Clinical Nephrology (adult and pediatric) Peritoneal dialysis, Hemodialysis, CAPD & Kidney transplantation. He is one of the renowned doctors in India and is well respected among the Doctors community. He has a proven track record of hospital administration as he is the promoter of Coimbatore Kidney Centre and Specialty Hospitals mainly into treatment of all forms of Kidney disease treatments involving both medical and surgical.
Remuneration sought to be paid	Sitting fees as approved by the Board	Rs. 72,00,000 per annum	Rs.12,00,000 per annum
Remuneration last drawn	Sitting fees as approved by the Board	Rs. 42,00,000 per annum	Rs.12,00,000 per annum
Date of first appointment on the Board	March 14, 1997	March 14, 2006	February 10, 2021
Disclosure of relationships between irectors inter- se	Ms.Sangeetha Sundaramoorthy, Sister	Dr. Kavetha Sundaramoorthy, Sister	NA
Directorships in Other Public Companies	Please refer corporate governance report		
Shareholding in the Company	5,70,993 (2.75%)	72,74,272 (34.98%)	3,02,894 (1.46%)
No. of Meetings of the Board attended during the year	Please refer corporate governance report		

DIRECTORS' REPORT

Dear Members,

The Board of Directors has immense pleasure in presenting the 29th Annual Report of the Company, together with the Audited Financial Statements for the financial year ended March 31, 2026.

FINANCIAL HIGHLIGHTS: **(Rs. in Lakhs)**

PARTICULARS	2025 – 26	2025 - 24
Revenue from Operations	5,371.41	4,956.25
Other Income	117.62	130.13
Total Income	5,489.03	5,086.38
Less: Total Expenses	5,493.98	4,949.10
Profit before exceptional items and tax	**(4.95)**	**137.28**
Exceptional items	(0.41)	0.98
Profit/(Loss) Before Tax	**(5.36)**	**138.26**
Less: Total Tax expense	(13.40)	64.33
Profit for the period	**8.04**	**73.93**
Add: Total Other Comprehensive Income	5.69	(14.82)
Total Comprehensive Income for the period	3.73	59.11

During the financial year under review, the Company recorded an increase in its turnover and expanded its operations by opening a new eye care centre at Gobichettipalayam, Erode District. The Net Profit of the Company has declined due to the initial costs incurred towards the expansion of the new centre. The Company expects the new centre to contribute to its future growth.

SHARE CAPITAL:

As on March 31, 2026, the Authorized Share Capital of the Company was Rs. 25,00,00,000 divided into 2,50,00,000 equity shares of Rs. 10 each. The Issued, Subscribed & Paid up Equity Share Capital was Rs.20,79,63,300 divided into 2,07,96,330 equity shares of Rs.10 each. There has been no increase in the Authorized, issued, subscribed & paid-up share capital of the Company during the financial year under review.

ANNUAL RETURN:

Pursuant to Section 92(3) of the Companies Act, 2013, the Annual Return in Form MGT-7 is available on the Company's website at www.lotuseye.org/Investors.php

MEETINGS:

During the financial year under review, five Board Meetings were held. The details are provided in the Corporate Governance Report forming part of this Annual Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:
During the financial year under review, the Company has not given any loans, guarantees or made any investments under the provisions of Section 186 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS:
During the financial year, all Related Party Transactions entered into by the Company were in the ordinary course of the business and on an arm's length basis and the Company did not enter into any materially significant Related Party Transactions with Promoters, Key Managerial Personnel or other designated persons that could have potential conflict with interest of the Company.

Further, there were no material contracts or arrangements or transactions and therefore disclosure in Form AOC-2 is not required. The Company has also formulated a Policy on Related Party Transactions which is available on the Company's website at www.lotuseye.org/Investors.php.

TRANSFER TO RESERVE:
During the financial year under review, no amount was transferred to reserves.

DIVIDEND:
During the financial year under review, the Company has not declared any dividend.

Unpaid Dividend
As per Section 124 of the Companies Act, 2013 read with applicable rules, dividends remaining unpaid or unclaimed for a period of seven consecutive years from the date of transfer to the Unpaid Dividend Account are required to be transferred to the Investor Education and Protection Fund (IEPF). Correspondingly, the shares in respect of which dividend has remained unclaimed for seven consecutive years are also required to be transferred to the IEPF Authority. In compliance with the aforesaid provisions, the Company issued notices to the concerned Shareholders whose shares are due to be transferred to the IEPF Authority and published the requisite advertisement in the newspaper before effecting the transfer.

During the financial year under review, the unclaimed dividend amount of Rs. 99,749 (2017-18) and 10,530 shares were transferred to the IEPF. The details of unpaid and unclaimed dividends are available on the Company's website at www.lotuseye.org/Investors.php. The details of Unclaimed Dividend Account as on March 31, 2026 is as under:

Financial Year	Final date of claiming dividend	Unclaimed dividend
2020-21	17-09-2028	Rs.3,21,247.00
2021-22	22-09-2029	Rs.2,86,347.50
2022-23	25-09-2030	Rs.2,76,106.50

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:
There are no material changes and commitments affecting financial position of the Company which have occurred between the end of the financial year of the Company to which the Financial Statements relate and date of this report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Operations of the Company, being service-oriented, require normal consumption of electricity. The Company continues to take necessary measures to optimize energy consumption by adopting energy-efficient technologies and improving existing systems. As a part of its energy conservation initiatives, LED lighting has been installed across all new locations to reduce energy consumption and operating costs.

During the financial year under review, the Company does not have any Foreign Exchange inflows and outgo.

RISK MANAGEMENT:

The Company has a robust Risk Management plan to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage. As part of the Risk Management framework, the Company reviewed periodically the various risks and finalized the mitigation plans. The identified risk areas were covered by the Internal Audit and major risks were discussed periodically. Since Company is governed by NBEMS, the Company has a Risk Management Plan for each and every department.

CHANGE IN NATURE OF BUSINESS, IF ANY:

During the financial year under review, there is no change in nature of business of the Company.

DIRECTORS & KMP:

Dr. Kuttapalayam Songappan Ramalingam (DIN 01016571) stepped down from the position of Chief Executive Officer and Whole-time Director of the Company with effect from May 29, 2025 and continued as a Non-Executive Director with effect from May 30, 2025. Subsequently, by way of Postal Ballot dated on January 17, 2026, the Shareholders approved (i) the continuation of his directorship as a Non-Executive Director from May 30, 2025 up to February 8, 2026 (being the balance period of his original term as Whole-time Director) and (ii) his appointment as a Non-Executive Non-Independent Director with effect from February 9, 2026.

Dr. Senagounder Natesan (DIN 09012904) was reappointed as Independent Director of the Company by Shareholders by a Special Resolution dated January 17, 2026 passed through Postal Ballot for a consecutive second term of five years from January 03, 2026 to January 03, 2031 considering the skills, expertise and knowledge in hospital administration makes it imperative for the Board to retain his services as Independent Director.

Mr. Achuth Menon, resigned from the position of Company Secretary & Compliance Officer of the Company with effect from February 12, 2026 and Mr. Prathish S, was appointed as Company Secretary & Compliance Officer of the Company with effect from February 13, 2026.

In terms of Section 203 of the Companies Act, 2013, the whole-time Key Managerial Personnel of the Company as on March 31, 2026 are Ms. Sangeetha Sundaramoorthy, Managing Director, Mr. Reghunathan Ramanujam, Chief Financial Officer & Mr. Prathish S, Company Secretary and Compliance Officer.

Directors retiring by rotation

Dr. Kavetha Sundaramoorthy (DIN 02050806), Non-Executive Chairperson of the Company retires by rotation at the forthcoming Annual General Meeting and being eligible, offers herself for re-appointment.

Declaration by Independent Directors

All Independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In opinion of the Board, Independent Directors possess integrity, expertise and experience (including the proficiency).

Code of Conduct

The Board has laid down a "Code of Conduct" for all the Board Members and the Senior Management of the Company and the same is available on the Company's website at www.lotuseye.org/Investors.php.

Nomination and Remuneration Policy

The Nomination and Remuneration Policy & Policy on Board Diversity as reviewed and recommended by the Nomination & Remuneration Committee has been duly approved by the Board of Directors. The said policies are available on the Company's website at www.lotuseye.org/Investors.php.

Board Evaluation

The Board has carried out an evaluation of its own performance, the Directors performance individually as well as evaluation of the working of Committees internally. As part of evaluation, the Company has distributed questionnaires to all the directors and has received their evaluation as required under law. The Board of Directors was satisfied with the outcome of the evaluation process.

Particulars of Employees

Statements containing the details as required in terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed herewith as **Annexure – I.**

DIRECTORS' RESPONSIBILITY STATEMENT:

In terms of Section 134(5) of the Companies Act, 2013, the Directors would like to state that:

I. in the preparation of the annual accounts, the applicable accounting standards have been followed;

II. they had selected appropriate accounting policies and applied them consistently and judgments and estimates that have been made are reasonable and prudent so as to give a true and fair view of the Company at the end of the financial year and of the profit or loss of the Company for that period;

III. they had taken proper and sufficient care has been taken 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 the preventing and detecting fraud and other irregularities;

IV. they had prepared the annual accounts on a going concern basis;

V. they had laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively;

VI. they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS & INTERNAL AUDIT:

The Company has put in place, well defined Internal Control System with reference to the financial statements which is adequate and operating effectively and is commensurate with size, scale and complexity of its operations to ensure control of entire business and assets. The functioning of controls is regularly monitored to ensure their efficiency in mitigating risks. The Internal Audit function is carried out by independent firm of Chartered Accountant. The scope and authority of the Internal Audit is defined by the Audit Committee. The Internal Audit Reports are placed before the Audit Committee for its review, and the Internal Auditors attend the meetings of the Audit Committee.

SUBSIDIARY, JOINT VENTURE, ASSOCIATE COMPANIES:

During the financial year under review, the Company does not have any Subsidiary, Joint Venture, Associate Companies.

DEPOSITS:

During the financial year under review, the Company has neither accepted nor repaid any deposits from public covered under Section 73 to 76 of the Companies Act, 2013 and rules framed thereunder. There is no default in repayment of deposits or payment of interest thereon.

SIGNIFICANT MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:

There are no significant and material orders passed by the Regulators/Courts/Tribunals which would impact the going concern status and Company's operations in future.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place Policy on Prevention of Sexual Harassment of Women (POSH) Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaints Committee (ICC) has been setup to redress complaints received regarding sexual harassment. The Company has carried out awareness programs for all its employees regarding various rights under the Act while working in an organization. There are no complaints received by the Company during the financial year 2025-26.

COMPLIANCE WITH MATERNITY BENEFIT ACT, 1961:

The Company has complied with the applicable provisions of the Maternity Benefits Act, 1961 and has systems and processes in place to ensure ongoing compliance.

INSOLVENCY AND BANKRUPTCY CODE 2016:

There was no application made under the Insolvency and Bankruptcy Code 2016 during the financial year under review.

THE 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:

No such transactions were made during the financial year under review.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has set up vigil mechanism for Directors and Employees to report their genuine concerns, the details of which are given in the Corporate Governance Report which forms part of this Annual Report.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

During the financial year under review, the provisions of Section 135 of Companies Act, 2013 were not applicable to the Company. However, during the financial year 2023-24, when the CSR provisions became applicable to the Company for the first time, an amount of ₹50,000 was spent towards an ongoing CSR project relating to the promotion of healthcare and the balance unspent amount of ₹7,27,900 was transferred to the Unspent CSR Account.

During the financial year under review, the Company utilized ₹6,07,000 from the Unspent CSR Account towards the purchase of a capital asset in the name of the implementing agency for the ongoing CSR project. The balance amount lying in the Unspent CSR Account will be utilized within the timelines prescribed under the Companies Act, 2013 and the rules made thereunder. The Report on CSR for the financial year 2025-26 is annexed herewith as **Annexure - II** forming part of this Annual Report. The Company has formulated a Corporate Social Responsibility Policy which is available on the Company's website at www.lotuseye.org/Investors.php.

AUDITORS:

Statutory Auditor

M/s. Anbarasu and Jalapathi, Chartered Accountants (FRN 010795S) are the Statutory Auditors of the Company, who shall hold office till the conclusion of 30th Annual General Meeting i.e., FY 2026-27.

The Auditor's Report for the financial year ended March 31, 2026 does not contain any qualification, reservation or adverse remark and forms part of the Financial Statements.

Secretarial Auditor

Mr. P. Eswaramoorthy of M/s. P. Eswaramoorthy and Company, Company Secretaries (Membership No. F6510/CP No. 7069), was appointed as the Secretarial Auditor of the Company, who shall hold office for a term of five years from FY 2025-26 till FY 2029-30.

Pursuant to Section 204 of the Companies Act, 2013and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Secretarial Audit Report in Form MR-3 for the financial year ended March 31, 2026 as annexed herewith as **Annexure - III.** Details of observations/non-compliances reported by the Secretarial Auditor in Form MR-3 and along with the Board's explanations thereon are provided hereto.

Internal Auditor

CA P Vishnu Adithan, Practicing Chartered Accountant (Membership No. 237565) was appointed as the Internal Auditor of the Company for the financial year 2025-26 pursuant to Section 138 of the Companies Act, 2013.

Cost Audit

The Cost Audit under Section 148 of the Companies Act, 2013 is not applicable.

MAINTENANCE OF COST RECORDS:

The Company is not required to maintain cost records under Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014.

DETAILS OF FRAUDS UNDER SECTION 143(12) OF COMPANIES ACT, 2013, REPORTED BY STATUTORY AUDITORS:

During the financial year under review, there were no instances of fraud reported by the Statutory Auditors of the Company.

EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, ADVERSE REMARKS, RESERVATIONS BY AUDITORS, IF ANY:

There are no qualifications, adverse remarks, reservations made by Statutory Auditors in their Independent Auditors' Report. The details of qualifications made by Secretarial Auditor in their Secretarial Audit Report in Form MR-3 are given below:

(i)The Company has not submitted the intimation required under Regulation 30 of the SEBI (LODR) Regulations, 2015 with respect to the appointment of the Secretarial Auditor and Internal Auditor to BSE Limited and National Stock Exchange of India Limited.

Response: *The Company ensures to take all necessary efforts to adhere all the compliance in future.*

(ii)Dr. K. S. Ramalingam resigned from the position of Whole-Time Director and Chief Executive Officer of the Company with effect from 29.05.2025 and continued as a Non-Executive Director with effect from 30.05.2025.

However, the approval of shareholders, as required under Regulation 17(1A) of the SEBI (LODR) Regulations, 2015 for his continuation as a Non-Executive Director, was not obtained within the prescribed timeline.

Accordingly, BSE Limited and National Stock Exchange of India Limited imposed fines on the Company for non-compliance with Regulation 17(1A) of the SEBI (LODR) Regulations, 2015 vide their mail communications and letters dated 28.11.2025 and 27.02.2026. The total fine amount was Rs. 10,24,240/-.

The Company has duly remitted the aforesaid fine amounts and subsequently obtained the approval of the shareholders through Postal Ballot for the continuation and appointment of Dr. K. S. Ramalingam as a Non-Executive Director, pursuant to which the resolution was passed on 17.01.2026. Accordingly, as on the date of this Report, the Company is in compliance with the applicable provisions of the SEBI (LODR) Regulations, 2015.

Response: *The Company is of the views that change in designation of Dr. K. S. Ramalingam did not constitute an appointment or reappointment of director. However, the Stock Exchanges interpreted the change in designation as equivalent to an appointment. The Company submitted its explanations to the respective Stock Exchanges, paid the fines levied in this regard and subsequently obtained the approval of the shareholders through Postal Ballot by way of a Special Resolution passed on January 17, 2026. Accordingly, the matter stands regularized.*

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Pursuant to Regulation 34(2)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, the Management Discussion and Analysis Report are annexed here with as **Annexure - IV.**

COMPLIANCE WITH SECRETARIAL STANDARDS:

The Company is in compliance with Secretarial Standards issued by the Institute of Company Secretaries of India.

PREVENTION OF INSIDER TRADING:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the designated persons of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the designated persons while in possession of unpublished price sensitive information in relation to the Company and during the closure of Trading Window period. The Company has put in place PAN level freezing mechanism for all designated persons so as to prohibit dealing in shares of the Company. The Compliance of the Regulation and code is reviewed by the Audit Committee on a regular basis. The Code is available on the Company's website at www.lotuseye.org/Investors.php.

CORPORATE GOVERNANCE:

Pursuant to Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Corporate Governance Report, Certificate under Regulation 17(8) & Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Corporate Governance Compliance Certificate and Certificate of Non-Disqualification of Directors are annexed herewith as **Annexure – V.**

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT:

A Business Responsibility and Sustainability Report on the environmental, social and governance disclosures, as required under Regulation 34(2)(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable as the Company is not in top 1000 listed entities based on market capitalization.

ACKNOWLEDGEMENTS:

The Board wish to extend their sincerest thanks to the Members of the Company, Bankers, State Government, Local Bodies, Customers, Suppliers, Executives, Staff at all levels for their continuous cooperation and assistance.

For and on behalf of the Board

Place: Coimbatore Date: May 26, 2026	**Sangeetha Sundaramoorthy** Managing Director DIN: 01859252	**Kuttapalayam Songappan Ramalingam** Director DIN: 01016571

ANNEXURE - I

STATEMENT OF DISCLOSURE OF REMUNERATION UNDER SECTION 197(12) OF COMPANIES ACT, 2013 AND RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

(i) Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2025-26:

S. No.	Name	Designation	Ratio
1.	Ms. Sangeetha Sundaramoorthy	Managing Director	20.96:1
2.	Dr. Kuttapalayam Songappan Ramalingam	Director	6.01:1

(ii) There has been no increase in remuneration for director, Chief Financial Officer, Chief Executive Officer and Company Secretary in the financial year 2025-26.

Note: For this purpose, sitting fees paid to directors has not been considered as remuneration.

(iii) The percentage increase in the median remuneration of employees in the financial year 2025-26 was 4.60%.

(iv) The numbers of permanent employees on the rolls of Company as on March 31, 2026 were 402.

(v) Average percentile increase in the salary of employees was 0.76% and there was no increase in the remuneration of the managerial personnel, during the financial year under review. Accordingly, no comparison between the increase in employees' salaries and managerial remuneration is applicable.

(vi) We affirm that the remuneration paid during the period under review is as per the Nomination and Remuneration Policy of the Company.

(vii) No employee is drawing salary more than Eight Lakhs Fifty Thousand per month/One Crore and Two Lakhs per annum and the above provision shall not applicable to the Company.

ANNEXURE - II

REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR)

1.Brief outline on CSR Policy of the Company: The Company is committed to conducting its business with integrity and contributing towards the well-being of society and the environment. The CSR Policy focuses on undertaking activities in accordance with the provisions of the Companies Act, 2013, particularly those specified under Schedule VII, including initiatives relating to healthcare, education, community development and environmental sustainability. The Company may undertake CSR activities directly or contribute to eligible funds and programmes, as permitted under applicable laws.

2.Composition of CSR Committee: As the amount required to be spent by the Company does not exceed Rs.50 lakh, the Company was not required to constitute a CSR Committee in terms of Section 135(9) of the Companies Act, 2013. Accordingly, the functions of the CSR Committee were discharged by the Board of Directors of the Company.

3.Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the Company: www.lotuseye.org/Investors.php

4.Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Not applicable

5.(a) Average net profit of the Company as per sub-section (5) of section 135: Rs.3,67,82,080.00
(b) Two percent of average net profit of the Company as per sub-section (5) of section 135: Rs.7,35,642.00
(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: Nil
(d) Amount required to be set-off for the financial year, if any: Nil
(e) Total CSR obligation for the financial year [(b)+(c)-(d)]: Nil

6.(a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Rs.6,07,000
(b) Amount spent in Administrative Overheads: Nil
(c) Amount spent on Impact Assessment, if applicable: Nil
(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: Rs.6,07,000
(e) CSR amount spent or unspent for the FY 2025-26: Nil
(f) Excess amount for set-off, if any: Nil

7. Details of Unspent CSR amount for the preceding three Financial Years:

S. No.	Preceding Financial Year(s)	Amount Transferred To Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Balance Amount In Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs.)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any	Amount remaining to be spent in succeeding Financial Years (in Rs.)	Deficiency, if any
1	2023-24	-	-	-	-	-	-
2	2024-25	7,27,900	7,27,900	-	-	7,27,900	-
3	2025-26	-	7,27,900	6,07,000	-	1,20,900	-

8. **Whether any capital assets have been created or acquired through CSR amount spent in the Financial Year:** Yes

If yes, enter the number of Capital assets created/ acquired: 01

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

S. No.	Short particulars of the property or asset(s)	Pincode of the property or asset(s)	Date of acquisition	Amount of CSR amount spent (in Rs.)	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration No.	Name	Registered Address
1	Purchased one vehicle for the purpose of conducting medical camps	-	25/02/2026	6,07,000	CSR00102648	Lotus Vision Research Trust	770/12, Avinashi Road, Coimbatore Aerodrome, Coimbatore-641014.

9. **Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135:** Not Applicable.

For and on behalf of the Board

Place: Coimbatore
Date: May 26, 2026

Sangeetha Sundaramoorthy
Managing Director
DIN: 01859252

Kuttapalayam Songappan Ramalingam
Director
DIN: 01016571

ANNEXURE - III

Form No. MR – 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2026

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members
Lotus Eye Hospital and Institute Limited
[CIN: L85110TZ1997PLC007783]
SF No.770/12, Avinashi Road,
Civil Aerodrome Post, Coimbatore - 641014

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Lotus Eye Hospital and Institute Limited** (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's 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 **31st March, 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 period ended 31st March, 2026 according to the provisions of:

(i)The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii)The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii)The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv)Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v)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;

b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 [Not applicable as the Company has not issued any security during the Financial Year under review];

d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021 [Not applicable as the Company does not have any Scheme for share based employee benefits during the Financial Year under review];

e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 [Not applicable as the Company has not issued and listed any debt securities during the Financial Year under review];

f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025, regarding the Companies Act and dealing with client [Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the Financial Year under review];

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 [Not applicable as the Equity Shares of the Company have not been delisted during the Financial Year under review];

h. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 [Not applicable as the Company has not bought back / proposed to buy back any of its securities during the Financial Year under review]

i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(vi) Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

I have relied on the representations made by the Company and its officers regarding the systems and mechanisms framed by the Company for ensuring compliance with other applicable laws and regulations. Based on the information and explanations provided by the management, the following industry-specific laws are applicable to the Company and have been complied with by the Company, wherever applicable:

(i) Environment (Protection) Act, 1986;
(ii) Bio-Medical Waste Management Rules, 2016;
(iii)Pharmacy Act, 1948 and
(iv)Narcotic Drugs and Psychotropic Substances Act, 1985

Further, the Company is also governed by other general laws applicable to all entities, and the management has confirmed compliance with such applicable laws.

I have also examined compliance with the applicable clauses of the following:

(i)Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii)The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, and Standards wherever applicable except the following:

(a)The Company has not submitted the intimation required under Regulation 30 of the SEBI (LODR) Regulations, 2015 with respect to the appointment of the Secretarial Auditor and Internal Auditor to BSE Limited and National Stock Exchange of India Limited.

(b)Dr. K. S. Ramalingam resigned from the position of Whole-Time Director and Chief Executive Officer of the Company with effect from 29.05.2025 and continued as a Non-Executive Director with effect from 30.05.2025. However, the approval of shareholders, as required under Regulation 17(1A) of the SEBI (LODR) Regulations, 2015 for his continuation as a Non- Executive Director, was not obtained within the prescribed timeline.

Accordingly, BSE Limited and National Stock Exchange of India Limited imposed fines on the Company for non-compliance with Regulation 17(1A) of the SEBI (LODR) Regulations, 2015 vide their mail communications and letters dated 28.11.2025 and 27.02.2026. The total fine amount was Rs. 10,24,240/-.

The Company has duly remitted the aforesaid fine amounts and subsequently obtained the approval of the shareholders through Postal Ballot for the continuation and appointment of Dr. K. S. Ramalingam as a Non-Executive Director, pursuant to which the resolution was passed on 17.01.2026. Accordingly, as on the date of this Report, the Company is in compliance with the applicable provisions of the SEBI (LODR) Regulations, 2015.

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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate Notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance and with shorter notice wherever required, 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.

I am informed that there were no dissenting members, on any of the matters, discussed at the Board Meetings during the Financial Year under review, whose views were required to be captured and recorded as part of the minutes.

I further report that based on the information provided by the Company, its officers and authorized representatives during the conduct of the audit and on the review of the quarterly compliance reports submitted by the respective department heads and the Company Secretary which is taken on record by the Board of Directors at their meeting(s), I am of the opinion that there are adequate systems and processes in place in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the period covered under the Audit, the Company has not made any specific events / actions having a major bearing on the Company's affairs in pursuance of laws, rules, regulations and guidelines referred to above.

P. ESWARAMOORTHY AND COMPANY
Company Secretaries
P. Eswaramoorthy
Proprietor
FCS No.: 6510, CP No.: 7069
Peer review Cert. No.6794/2025
UDIN: F006510H000479730

Place: Coimbatore
Date: May 26, 2026

ANNEXURE TO SECRETARIAL AUDIT REPORT OF EVEN DATE ISSUED BY COMPANY SECRETARY IN PRACTICE

To
The Members
Lotus Eye Hospital and Institute Limited [CIN: L85110TZ1997PLC007783]
SF No.770/12, Avinashi Road, Civil Aerodrome Post,
Coimbatore - 641014

My Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of Secretarial Records, devising proper system to ensure compliance with the provisions of all applicable laws and regulations and ensuring that systems are adequate and operate effectively, are the responsibilities of the Management of the Company. My responsibility is to express an opinion on these Secretarial Records based on Audit.

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial Records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.

3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, I have obtained the Management's 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 procedures on a test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

P. ESWARAMOORTHY AND COMPANY
Company Secretaries
P. Eswaramoorthy
Proprietor
FCS No.: 6510, CP No.: 7069
Peer review Cert. No. 6794/2025
UDIN: F006510H000479730

Place: Coimbatore
Date: May 26, 2026

ANNEXURE - IV

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Developments:

The Indian healthcare sector continues to witness sustained growth, supported by increasing healthcare awareness, improving affordability, wider access to health insurance, demographic changes and advancements in medical technology. Within the healthcare sector, ophthalmology remains an important specialised segment with substantial and recurring demand arising from cataract, refractive errors, glaucoma, retinal and diabetic eye diseases, corneal disorders and other vision-related conditions.

The eye care industry is gradually moving towards organised and specialised healthcare delivery, with patients increasingly seeking comprehensive services supported by experienced medical professionals, advanced diagnostic facilities and modern surgical techniques. The growing prevalence of diabetes, ageing population, increased screen exposure and greater awareness of preventive eye care are expected to contribute to the continuing demand for ophthalmic services.

Technology continues to play an important role in the evolution of eye care. The adoption of advanced refractive procedures, laser-assisted cataract surgery, improved diagnostic systems and digital healthcare solutions is enabling healthcare providers to enhance precision, efficiency and patient experience.

Opportunities and Threats:

Opportunities

The eye care industry offers significant opportunities due to the large and continuing need for ophthalmic services in India. An ageing population, increasing prevalence of diabetes and lifestyle-related disorders, growing awareness of preventive eye care and improving affordability are expected to support demand for specialised treatment.

The expansion of organised eye care into Tier-II and emerging markets provides opportunities for established providers with clinical expertise, recognised brand presence and established operating capabilities. Increasing demand for advanced cataract procedures, refractive correction, retinal care and other specialised treatments also provides opportunities for growth. Technological developments present additional opportunities to improve clinical outcomes and patient experience.

Threats

The industry is increasingly competitive, with established eye care chains, regional hospitals and standalone centres competing for patients and medical professionals. The limited availability of specialised ophthalmologists and trained paramedical personnel remains a significant industry-wide challenge.

Continuous advancement in medical technology also necessitates periodic investment in equipment, infrastructure and professional training. In addition, increases in the cost of medical equipment, consumables and manpower, evolving healthcare regulations, pricing pressures and cyber security risks may affect operating costs and profitability.

Segment-wise Performance:
The Company is engaged in the business of health care activities - "Eye Care related sales and services". Accordingly, the Company has only one reportable segment.

Sector Outlook:
The long-term outlook for the Indian eye care sector remains favourable, supported by increasing healthcare awareness, demographic changes, rising incidence of lifestyle-related eye disorders and the continuing need for specialised ophthalmic services.

The growth of organised healthcare, particularly in emerging and underserved locations, is expected to provide further opportunities for specialised eye care providers. At the same time, advancements in laser technology, diagnostics, surgical procedures and digital healthcare are expected to contribute to improved treatment outcomes and patient experience.

Risks and Concerns:
The Company operates in a specialised and competitive healthcare environment and is exposed to various business, operational and industry risks. The principal risks and mitigating approach are outlined below:

a.Competition: The increasing presence of organised eye care chains, regional hospitals and standalone centres may affect patient volumes and pricing. The Company addresses this through its established presence, comprehensive range of ophthalmic services, experienced medical professionals, quality of care and adoption of advanced technology.

b.Human Resources: Ophthalmology is a specialised service industry and the availability and retention of qualified ophthalmologists, doctors, nurses and paramedical personnel are critical to operations. The Company continues to focus on recruitment, professional development, training and retention of skilled personnel.

c.Regulatory Risk: Healthcare operations are governed by various statutory, regulatory and professional requirements. Changes in applicable laws, regulations, standards or healthcare policies may affect the Company's operations and costs. The Company has established systems for monitoring and complying with applicable requirements.

d.Technology and Clinical Risk: Rapid developments in ophthalmic technology require continuous evaluation and appropriate investment in medical equipment and training. The Company continues to adopt suitable technologies and maintain appropriate clinical and operational processes.

e.Cost Risk: Rising costs of medical equipment, consumables, manpower and other operating inputs may put pressure on margins. The Company focuses on efficient resource utilisation, cost management and prudent financial planning.

Internal Control Systems and their Adequacy:
The Company has adequate internal control system, commensurate with the size, scale, and complexity of its operations, the details are provided in the Director's report forming part of this Annual Report.

Discussion on Financial Performance with respect to Operational Performance:
The financial performances with respect to operational performance are provided in the Directors' Report forming part of this Annual Report.

Material Developments in Human Resources / Industrial Relations:
In the service industry, human resources play a vital role in the overall performance and success of the Company. The Company has a team of experienced professionals focused on talent acquisition, employee development and retention, in line with the Company's objectives. The Company continues to maintain a conducive work environment and cordial relations with its employees. Further, details relating to Human Resources are provided in the Directors' Report forming part of this Annual Report.

Key Financial Ratios:
The key financial ratios of the Company are disclosed in Note No. 43 to the Financial Statements forming part of this Annual Report.

Return on Net Worth

2025-26	2024-25
0.134%	1.232%

Operating Profit Ratio

2025-26	2024-25
1.50%	3.49%

Reason:
The reduction in Net Worth and Operating Profit was primarily attributable to the decrease in profit earned by the Company during the financial year under review. The decline in profitability was mainly due to the higher operating and initial expansion-related costs incurred in connection with the expansion of the new centre.

Cautionary Statement:
This Management Discussion and Analysis Report contain certain statements that may be considered forward-looking statements based on the Company's present expectations, assumptions and information available to it. Actual results may differ materially from those expressed or implied due to various factors. The Company assumes no responsibility for updating any forward-looking statements in light of subsequent developments, events or circumstances.

ANNEXURE - V

CORPORATE GOVERNANCE REPORT

1.THE COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

The fundamental objective of our Corporate Governance policies is based on the highest levels of transparency, accountability in terms of stewardship responsibility towards shareholders, creditors, employees and society at large. The Company is committed to ensure high standards of Corporate Governance on a sustained basis.

2.BOARD OF DIRECTORS:

Composition

As on March 31, 2026, the Board comprised of Six Directors with one Executive Director, two Non-Executive Non Independent Directors and three Independent Directors, out of all, there are two Woman Directors. The Chairperson of the Board is a Non-Executive Director. The Composition of Board is in compliance with the requirements of the Companies Act, 2013 & SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name of the Director	Category	No. of shares held in the Company	No. of Directorship in other public companies	No. of Committee Membership (Chairperson) of Committees in other public companies*	
				Member	Chair person
Dr. Kavetha Sundaramoorthy, Chairperson	Non-Executive - Promoter	5,70,993	-	-	-
Ms. Sangeetha Sundaramoorthy, Managing Director	Executive - Promoter	72,74,272	-	-	-
Dr. Kuttapalayam Songappan Ramalingam	Non-Executive Non Independent	3,02,894	1 (Coimbatore Kidney Care And Research Limited)	-	-
Dr. Senagounder Natesan	Non-Executive - Independent	-	-	-	-
Mr. Gopalakrishnan Karthik Veeramani	Non-Executive - Independent	127	-	-	-
CA Perumalsamy Mahendran	Non-Executive - Independent	500	-	-	-

*Considered only positions held in Audit Committee and Stakeholders Relationship Committee in Other Public Limited Companies.

Relationship between Directors inter-se

Dr. Kavetha Sundaramoorthy and Ms. Sangeetha Sundaramoorthy are related to each other. Dr. Kavetha Sundaramoorthy and Ms. Sangeetha Sundaramoorthy are siblings; except no other director of the Company is related to any other director on the Board of the Company.

Meetings

The Board met five times during the financial year under review i.e. on May 29, 2025, August 12, 2025, November 12, 2025, February 11, 2026 & March 17, 2026. Attendance details of each director at the Board Meetings and at the last Annual General Meeting held on September 23, 2025 is set out below:

Name of the Directors	No. of Board Meetings held	No. of Board Meetings attended	Annual General Meeting
Dr. Kavetha Sundaramoorthy	5	2	Yes
Ms. Sangeetha Sundaramoorthy	5	5	Yes
Dr. Kuttapalayam Songappan Ramalingam	5	5	Yes
Dr. Senagounder Natesan	5	5	Yes
Mr. Gopalakrishnan Karthik Veeramani	5	5	Yes
CA Perumalsamy Mahendran	5	5	Yes

Familiarization Programme for Independent Directors

Details of Familiarization programme for Independent Directors conducted are available on the Company's website at www.lotuseye.org/Investors.php. Further, a separate meeting of Independent Directors for the financial year 2025-26 was held on March 17, 2026, without the presence of non-independent directors.

Skills/expertise/competence of the Board of Directors

The Board consists of expert Directors who have vast experience in their respective field of specialization and offers a range of core skills and experience that is relevant to the health care sector. The Board has identified the following core skills, expertise and competencies in the context of the Company's business and healthcare sector for it to function effectively.

Board of Directors	Dr. Kavetha Sundaramoorthy	Ms. Sangeetha Sundaramoorthy	Dr. Kuttapalayam Songappan Ramalingam	Dr. Senagounder Natesan	Mr. Gopala krishnan Karthik Veeramani	CA Perumalsamy Mahendran
Business leadership	✔	✔	✔	✔	✔	✔
Financial Expertise	-	-	-	-	-	✔
Strategic Planning and General Management	✔	✔	✔	✔	✔	-
Understanding of Technology Innovation	✔	✔	✔	-	✔	✔
Ability to identify Risk	✔	✔	✔	✔	✔	✔

Legal & Compliances	-	✔	-	-	-	✔
Health sector Expertise	✔	✔	✔	✔	-	-

The Board of Directors is satisfied that the current composition has an appropriate mix of knowledge, experience, diversity, skills and independence. In the opinion of the Board, the Independent Directors fulfill the conditions specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

3. AUDIT COMMITTEE:

Terms of Reference

The Audit Committee is mandated with the terms of reference as specified under Section 177 of the Companies Act, 2013 and Regulation 18 read with Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Composition & Meetings

There were four meetings held during the financial year i.e. on May 29, 2025, August 12, 2025, November 12, 2025 & February 11, 2026.

The Chief Financial Officer, Representative of Statutory Auditor and Internal Auditor attended the meeting as Invitees. The Company Secretary acts as the Secretary to the Committee.

The Composition & Meeting attendance of the Audit Committee is as follows:

S. No.	Name of the Members	Designation	No. of Meetings held	No. of Meetings attended
1	CA Perumalsamy Mahendran	Chairman	4	4
2	Dr. Kavetha Sundaramoorthy	Member	4	2
3	Dr. Senagounder Natesan	Member	4	4
4	Mr. Gopalakrishnan Karthik Veeramani	Member	4	4

4. NOMINATION AND REMUNERATION COMMITTEE:

Terms of Reference

The Nomination & Remuneration Committee is mandated with the terms of reference as specified under Section 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Composition & Meetings

There were three meetings held during the financial year i.e. on May 29, 2025, August 12, 2025 & February 11, 2026.

The Composition & Meeting attendance of Nomination and Remuneration Committee is as follows:

S. No.	Name of the Members	Designation	No. of Meetings held	No. of Meetings attended
1	Dr. Senagounder Natesan	Chairman	3	3
2	Dr. Kavetha Sundaramoorthy	Member	3	1
3	CA Perumalsamy Mahendran	Member	3	3
4	Mr. Gopalakrishnan Karthik Veeramani	Member	3	3

Performance Evaluation Criteria for Independent Directors

Performance of Independent Directors are evaluated every year by the entire board with various qualitative and quantitative parameters, including, but not limited to, participation in meetings, strategic guidance, leadership, governance practices, professional expertise, safeguarding of stakeholders' interests.

5. STAKEHOLDERS’ RELATIONSHIP COMMITTEE:

The Stakeholders’ Relationship Committee shall consider and resolve the grievances of the security holders of the Company including complaints related to transfer of shares, non- receipt of annual report and non-receipt of declared dividends etc.

The Stakeholders’ Relationship Committee met once on May 29, 2025.

The Composition & Meeting attendance of Stakeholders’ Relationship Committee is as follows:

S.No.	Name of the Members	Designation	No. of Meetings held	No. of Meetings attended
1	Mr. Gopalakrishnan Karthik Veeramani	Chairman	1	1
2	Dr. Kavetha Sundaramoorthy	Member	1	1
3	Dr. Senagounder Natesan	Member	1	1
4	CA Perumalsamy Mahendran	Member	1	1

Mr. Prathish S, Company Secretary is the Compliance Officer of the Company with effect from February 13, 2026.

During the financial year under review, the Company remained compliance with the SEBI SCORES mechanism for the redressal of investor grievances. There were no outstanding investor complaints as on March 31, 2026.

6. REMUNERATION OF DIRECTORS:

The Non-Executive Directors do not have any pecuniary relationship or transactions with the Company, except for remuneration and sitting fees received by them in accordance with the applicable provisions. The remuneration payable to the Directors is approved by the Board of Directors on the recommendation of the Nomination and Remuneration Committee.

The Nomination and Remuneration Policy, as recommended by the Nomination and Remuneration Committee, has been approved by the Board of Directors. The Criteria for making payments to Non-executive are available in the Company's website at www.lotuseye.org/Investors.php.

The details of remuneration and sitting fees paid to each director during the financial year 2025-26 are as follows:

(Rs. in Lakhs)

S. No.	Name of Directors	Remuneration	Sitting Fees
1	Ms. Sangeetha Sundaramoorthy	42.00	-
2	Dr. Kuttapalayam Songappan Ramalingam	12.00	-
3	Dr. Kavetha Sundaramoorthy	-	0.40
4	Dr. Senagounder Natesan	-	0.95
5	Mr. Gopalakrishnan Karthik Veeramani	-	0.95
6	CA Perumalsamy Mahendran	-	0.95

7. ANNUAL GENERAL MEETING:

The date, venue and time of the Annual General Meetings held during the preceding three years are given below:

Financial year	Date and Time of Meeting	Venue	Special Resolutions
2023 - 26th AGM	September 25, 2023 - 04:00 PM	Through Video Conferencing (VC)/Other Audio Visual Means (OAVM)	No
2024 - 27th AGM	August 13, 2024 - 04:00 PM		
2025 - 28th AGM	September 23, 2025 - 04:00 PM		

Postal Ballot

During the financial year under review, the Company vide Postal Ballot Notice dated December 18, 2025 proposed the following Special Resolutions and was passed by the requisite majority of the Shareholders on January 17, 2026:

Special Resolutions passed	No. of valid votes casted	Votes casted in favor of the resolution	Votes casted against the resolution
To approve the continuation of KS Ramalingam (DIN 01016571) as Non-Executive Director	79,25,006	78,50,995 (99.0661%)	74,011 (0.9339%)
To approve the appointment of Dr. KS Ramalingam (DIN 01016571) as Non-Executive Director	79,25,006	78,50,995 (99.0661%)	74,011 (0.9339%)
To approve the appointment of Dr. S Natesan (DIN 09012904) as an	79,25,006	78,50,995 (99.0661%)	74,011 (0.9339%)

Independent Director of the Company for a consecutive second term of 5 years			

Mr. P. Eswaramoorthy, Practicing Company Secretaries, Coimbatore, was appointed as the Scrutinizer for conducting the Postal Ballot process and the remote e-voting in a fair and transparent manner. The Postal Ballot was carried out as per the provisions of Section 108, 110 and other applicable provisions of the Companies Act, 2013, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable circulars issued by the Ministry of Corporate Affairs from time to time.

As on the date of this report, there is no proposal for passing any Special Resolution through postal ballot. However, if required, the Company shall conduct the Postal Ballot process in compliance with provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations or any other applicable laws.

8.MEANS OF COMMUNICATION:

The Company has promptly reported all material information including declaration of quarterly financial results, etc. to all Stock Exchanges where the securities of the Company are listed. Such information is also simultaneously displayed immediately on the Company's website www.lotuseye.org. The quarterly/annual financial results were generally published in the Business Standard (English) and The Hindu (Tamil).

9.GENERAL SHAREHOLDERS INFORMATION:

AGM Date, Time and Venue	September 23, 2026 2026 at 04:00 PM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").
Financial Year	April 1, 2025 to March 31, 2026
Dividend Payment Date	During the financial year under review, the Company has not declared or recommended any dividend.
Name and address of each stock exchange(s) at which the Company's securities are listed and a confirmation about payment of annual listing fee to each of such stock exchange(s)	a. BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 b.National Stock Exchange of India Limited (NSE), Exchange Plaza, C-1, Block G, BandraKurla Complex, Bandra (E), Mumbai - 400 051 Annual Listing fees for the year 2026-27 were paid to BSE & NSE. Custodial Fees were paid to Central Depository Services (India) Limited (CDSL) & National Securities Depository Limited (NSDL).
In case the Securities are suspended from trading, the directors report shall explain the reason thereof;	During the year, the Company's security(s) are not suspended from trading.

Registrar to an issue and share transfer agents	M/s. MUFG Intime India Private Limited, Surya, 35 Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore - 641028 Tel. No. 0422-2314792 / 4958995/ 2539835/36 Email: jayakumar.kandaswamy@in.mpms.mufg.com
Share Transfer System	The Share Transfer work is being handled by Company's Registrar and Share Transfer Agent. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Physical shares received for dematerialization are processed and completed within the stipulated time, if the documents are complete in all respects.
Dematerialization of Shares and liquidity	The Company has already entered into agreements with NSDL and CDSL to enable members of the Company to select the Depository of their choice for holding and dealing in shares in electronic form. The Shareholders are requested to make use of such facility for maximizing their convenience in dealing with Company's shares. The ISIN (International Securities Identification Number) of the Company is INE 947I01017. As on March 31, 2026, 99.99% of the Company's paid-up equity capital was held in dematerialized form (only 100 shares were held in the physical form).
Outstanding ADRs/GDRs or warrants or any convertible instruments.	Not Applicable
Commodity price risk or foreign exchange risk and hedging activities	Not Applicable
Hospital Branches:	1. 770/12, Avinashi Road, Civil Aerodrome Post, Coimbatore – 641014 2. 155B, East Periasamy Road, Near Chinthamani, North Coimbatore, R.S.Puram, Coimbatore – 641002 3. 86/1, Site No.2, TRM Avenue, Sathy Road, Saravanampatti, Coimbatore - 641035 4. 415, 415-1,415-2, Kamaraj Road, Santha Pettai Bus Stop, Thennampalayam, Palladam Road, Tiruppur – 641604 5. 86, Brindhavan Road, Fairlands, Salem – 636016 6. 28, Coimbatore Main Road, Opposite to Bus Stand, Mettupalayam – 641031 7. 533/33A – 33F, Tejas Tower, S A Road, Kadavanthra, Kochi, Kerala – 682020 8. 229A, Kurisingal House, Mulanthuruthy Post, Kochi – 682314

	9. Door No.28, 28/2, Sengunthapuram Main Road, Karur – 639002 10. 4/1240, Erode Main Road, Kullampalayam Pirivu, Opposite to Nanjappa Nagar, Gobichettipalayam, Erode – 638476
Address for Correspondence	1. Lotus Eye Hospital and Institute Limited, 770/12, Avinashi Road, Civil Aerodrome Post, Coimbatore - 641014 2. MUFG Intime India Private Limited, Surya, 35 Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641028
List of credit ratings obtained for all debt instruments or any fixed deposit programme or any scheme or proposal involving mobilization of funds of the Company	Not Applicable

Distribution of Shareholding as on March 31, 2026

Category	Number of Shareholders	No. of Shares	% of Total Paid-up Capital
1 - 500	9066	7,48,400	3.5987
501 – 1000	507	4,18,303	2.0114
1001 – 2000	252	3,86,943	1.8606
2001 – 3000	81	2,12,790	1.0232
3001 – 4000	55	1,96,341	0.9441
4001 – 5000	44	2,06,190	0.9915
5001 – 10000	56	4,03,382	1.9397
10001 and above	89	1,82,23,981	87.6308
	10,150	**2,07,96,330**	**100.00**

10.OTHER DISCLOSURES:

a. **Related Party Disclosures:** The Company did not enter into any materially significant Related Party Transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons that could have potential conflict with interest of the Company.The Policy on Related Party Transactions is available on the Company's website at www.lotuseye.org/Investors.php.

b. **Details of Non-Compliance:** There were no instances of non-compliance by the Company in matters relating to the capital markets, nor were any other penalties or strictures imposed by the Stock Exchanges, SEBI or any other statutory authority, except for the instance relating to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015, in respect of the continuation of Dr. Kuttapalayam Songappan Ramalingam (DIN 01016571) as a Non-Executive Director of the Company.

Dr. Kuttapalayam Songappan Ramalingam (DIN 01016571) stepped down the position of Whole Time Director and Chief Executive Officer of the Company with effect from May 29, 2025 and continued as a Non-Executive Director with effect from May 30, 2025. However, the approval of Shareholders, as required under Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for his continuation as a Non-Executive Director, was not obtained within the prescribed timeline.

Accordingly, BSE and NSE imposed fines on the Company for non-compliance with Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, vide their mail communications and letters dated November 28, 2025, February 27, 2026 & May 27, 2026.

The Company has duly remitted the fine amount and subsequently obtained the approval of the Shareholders through Postal Ballot for the continuation and appointment of Dr. Kuttapalayam Songappan Ramalingam as a Non-Executive Director, pursuant to which the Special Resolutions was passed on January 17, 2026. Thus, the Company is in compliance of the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015.

c. **Vigil Mechanism/Whistle Blower Policy:** The Company has established a Vigil Mechanism / Whistle Blower Policy to enable the employees of the Company to report their genuine concerns and grievances. The Company hereby affirms that no employees have been denied access for making disclosure or report under the Policy to the Chairman of the Audit Committee and confirmed that no complaints were received during the year. The Whistle Blower Policy is available on the Company's website at www.lotuseye.org/Investors.php.

d. **Details of details of compliance with mandatory and non-mandatory requirements and Discretionary requirements:** The Company has complied with all the mandatory requirement of Corporate Governance norms as specified to the extent applicable. The Company has also adopted certain discretionary requirements specified in Part E of Schedule II to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the adoption of best practices to ensure a regime of financial statements with an unmodified audit opinion.

e. **Web link where policy for determining material subsidiaries & Details of material subsidiaries of the Company:** Not applicable.

f. **Disclosure of commodity price risks and commodity hedging activities:** Not applicable.

g. **Details of utilization of funds raised:** During the financial year under review, the Company has not raised any funds through Preferential Allotment or Qualified Institutional Placement under Regulation 32(7A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

h. **Certificate from Practicing Company Secretary confirming that Directors are not debarred disqualified:** A certificate from a Company Secretary in Practice that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority is annexed as part of this Annual Report.

i. **Fees paid to the Statutory Auditor:** Details of fees paid to the Statutory Auditor are provided in Note No.34.1 of the Notes to the Financial Statements forming part of this Annual Report.

j. **Details wherein recommendation of the Committee is not accepted by the Board:** No such instances were observed during the financial year under review.

k. **Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:** There were no complaints received during the financial year 2025-26.

l. **Disclosure of Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount:** During the financial year, the Company has not provided any Loans and advances to firms/Companies in which directors are interested.

m. **Compliance with Corporate Governance Norms:** The Company has complied with all the mandatory requirements of Corporate Governance norms as specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 to the extent applicable.

n. **Accounting Treatment:** The Accounting Standards issued by The Institute of Chartered Accountants of India is followed by the Company and the Company has not adopted a treatment different from that prescribed by any Accounting Standard in the preparation of financial statements.

o. **Risk Management:** The details of the Risk Management Plan are provided in the Directors Report forming part of this Annual Report. The Company is not in top 1000 listed entities based on market capitalization and accordingly, is not required to constitute a Risk Management Committee.

p. **Demat Suspense Account/Unclaimed Suspense Account:** The disclosure requirements with respect to the Demat Suspense Account / Unclaimed Suspense Account are not applicable to the Company, as there were no shares held in such accounts during the financial year ended March 31, 2026.

q. **Disclosure of certain types of agreements binding Company:** There are no agreements that subsist as on date under clause 5A to para A of part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For and on behalf of the Board

Place: Coimbatore Date: May 26, 2026	**Sangeetha Sundaramoorthy** Managing Director DIN: 01859252	**Kuttapalayam Songappan Ramalingam** Director DIN: 01016571

DECLARATION

Pursuant to Schedule V (Part D) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, I hereby declare that to the best of my knowledge and information, all the Directors and the Senior Management personnel have affirmed compliance to the Codes of Conduct, as applicable for the financial year ended March 31, 2026.

Place: Coimbatore
Date: May 26, 2026

Sangeetha Sundaramoorthy
Managing Director
DIN: 01859252

CERTIFICATE UNDER REGULATION 17(8) & PART B OF SCHEDULE II OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

We, Sangeetha Sundaramoorthy, Managing Director and Reghunathan Ramanujam, Chief Financial Officer of the Company, hereby certify that :

a) We have reviewed the financial statements for the year ended March 31, 2026 and that to the best of our knowledge and belief:

i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violate any of the Company's code of conduct.

c) We accept the responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.

d) We have indicated to the Auditors and the Audit Committee that there are no:

i. significant changes in internal control over financial reporting during the year;
ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
iii. instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Coimbatore Date: May 26, 2026	**Sangeetha Sundaramoorthy** Managing Director DIN: 01859252	**Reghunathan Ramanujam** Chief Financial Officer

<u>CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE</u>

To
The Members of Lotus Eye Hospital and Institute Limited (CIN: L85110TZ1997PLC007783)
SF No.770/12, Avinashi Road,
Civil Aerodrome Post, Coimbatore - 641014

I have examined all the relevant records of Lotus Eye Hospital and Institute Limited ("hereinafter called as the "Company") for the purpose of certifying compliance with the conditions of Corporate Governance stipulated in Chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year ended 31st March, 2026. I have obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purpose of certification.

The Compliance with the conditions of Corporate Governance is the responsibility of the Management. My examination was limited to the procedure and implementation process adopted by the Company for ensuring compliance with the conditions of Corporate Governance.

This Certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 except the following:

(a) The Company has not submitted the intimation required under Regulation 30 of the SEBI (LODR) Regulations, 2015 with respect to the appointment of the Secretarial Auditor and Internal Auditor to BSE Limited and National Stock Exchange of India Limited.

(b) Dr. K. S. Ramalingam resigned from the position of Whole-Time Director and Chief Executive Officer of the Company with effect from 29.05.2025 and continued as a Non-Executive Director with effect from 30.05.2025. However, the approval of shareholders, as required under Regulation 17(1A) of the SEBI (LODR) Regulations, 2015 for his continuation as a Non- Executive Director, was not obtained within the prescribed timeline.

Accordingly, BSE Limited and National Stock Exchange of India Limited imposed fines on the Company for non-compliance with Regulation 17(1A) of the SEBI (LODR) Regulations, 2015 vide their mail communications and letters dated 28.11.2025 and 27.02.2026. The total fine amount was Rs. 10,24,240/-.

The Company has duly remitted the aforesaid fine amounts and subsequently obtained the approval of the shareholders through Postal Ballot for the continuation and appointment of Dr. K. S. Ramalingam as a Non-Executive Director, pursuant to which the resolution was passed on 17.01.2026. Accordingly, as on the date of this Report, the Company is in compliance with the applicable provisions of the SEBI (LODR) Regulations, 2015.

P. ESWARAMOORTHY AND COMPANY
Company Secretaries
P. Eswaramoorthy
Proprietor
FCS No.: 6510, CP No.: 7069
Peer review Cert. No.6974/2025
UDIN: F006510H000479774

Place: Coimbatore
Date: May 26, 2026

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Under Regulation 34(3) read with Schedule V Para C Sub clause (10)(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members of Lotus Eye Hospital and Institute Limited (CIN: L85110TZ1997PLC007783)
SF No.770/12, Avinashi Road, Civil Aerodrome Post, Coimbatore - 641014

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Lotus Eye Hospital and Institute Limited having CIN: L85110TZ1997PLC007783 and having registered office at SF No.770/12, Avinashi Road, Civil Aerodrome Post, Coimbatore – 641014 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sl. No.	DIN/DPIN/PAN	Full Name	Designation	Date of Appointment
1	01859252	Sundaramoorthy Sangeetha	Managing Director	14/11/2019
2	02050806	Sundaramoorthy Kavetha	Director	30/05/2016
3	01016571	**Kuttapalayam Ramalingam Songappan	Director	30/05/2025
4	09012904	Sengodagounder Natesan	Director	02/01/2021
5	07097588	Gopalakrishnan Karthik Veeramani	Director	21/12/2022
6	06680557	Perumalswamy Mahendran	Director	13/02/2023

**** The Director was re designated from Whole Time Director (WTD) to Non-Executive Director (NED) with effect from May 30, 2025.**

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate 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.

P. ESWARAMOORTHY AND COMPANY
Company Secretaries
P. Eswaramoorthy
Proprietor
FCS No.: 6510, CP No.: 7069
Peer review Cert. No.6974/2025
UDIN: F006510H000479763

Place: Coimbatore
Date: May 26, 2026

Independent Auditors´Report

To the Members of Lotus Eye Hospital and Institute Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Lotus Eye Hospital and Institute Limited ("the Company,") which comprises the Balance Sheet as at March 31, 2026 and the Statement of Profit and Loss (including Other Comprehensive Income), The Statement of Changes in Equity and the Cash Flow Statement for the year then ended and notes to the Financial Statements, including a summary of the Material 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 the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, the profit and other comprehensive income, changes in equity 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 SAs 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 ("ICAI") 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 other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our 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 determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How the matter was addressed in our audit
Evaluation of uncertain tax positions	
The Company operates in multiple jurisdictions and is subject to periodic challenges by local tax authorities on arange of tax matters during the normal course of business including direct & indirect tax matters and forum. These involve significant management judgment to determine the possible outcome of the uncertain tax positions, consequently having an impact on related accounting and disclosures in the financial statements. (Refer Note No.45 to the financial statements)	Our audit procedures include the following substantive procedures: • Obtained understanding of key uncertain tax positions; • Read and analyzed select key correspondences including responses to the tax authorities; • Discussed with appropriates senior management and evaluated management's underlying key assumptions in estimating the tax provisions and the possible out come of the disputed cases. • Assessed the appropriateness of related disclosure in the Financial Statement.

Information Other than the Financial Statements and Auditors' Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report but does not include the financial statements and our auditor's report thereon.

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 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, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's 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 including Other Comprehensive Income, Changes in Equity and Cash Flows of the Company in accordance with Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 statements 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's 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

(a) 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.

(b) 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 Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

(c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

(d) Conclude on the appropriateness of management's 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's 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.

(e) 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.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in; (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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 in terms of Section 143(11) of the Act, we give in "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. In our opinion, 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;

c. The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;

d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules 2014;

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

f. With respect to the adequacy of the internal financial controls over financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

h. 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, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements [Refer Note No: 45 of Financial Statements].

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

iii. There has been no delay in transferring amounts, 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 as disclosed in Note no. 44.(viii) to the Financial Statements, no funds (which are material either individually or in aggregate) 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 or entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, 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 as disclosed in Note no. 44.(viii) to the Financial Statements, no funds (which are material either individually or in aggregate) have been received by the Company from any person or entity, including foreign entities ('Funding parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding parties ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on such audit procedures we have 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. (a) The Company has not declared or paid any final dividend during the previous year.
(b)The Company has not declared or paid any interim dividend during the year.
(c) The Board of Directors have not recommended any final dividend for the financial year ended March 31, 2026.

vi. Based on our examination which included test checks, the company has used accounting software for maintaining its books of accounts for the financial year ended March 31, 2026, which has the feature of recording audit trail (Edit Log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

For **Anbarasu and Jalapathi**
Chartered Accountants
Firm Registration No.: 010795S

CA K. Jalapathi
Partner
Membership No.: 214823
UDIN:26214823OODVHW5934

Coimbatore,
May 26, 2026

Annexure "A" to the Independent Auditors' Report

(Referred to in Paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Lotus Eye Hospital and Institute Limited on the Financial Statements for the year ended March 31, 2026)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

(i) a. (A) The Company is in the process of updating its records showing full particulars, including quantitative details and situation of Property, Plant and Equipment. However, an item wise list of Property, Plant and Equipment (including right of use asset) containing the particulars for calculation of depreciation is maintained.

(B) The Company is in the process of updating its records showing full particulars and details of intangible assets. However, an item wise list of intangible assets containing the particulars for calculation of amortization is maintained.

b. All Property, Plant and Equipment have not been physically verified by the management during the year but there is a phased program of verification based on the item wise list maintained for computation of depreciation which, in our opinion, needs to be strengthened having regard to the size of the company and nature of its assets. As explained to us, no material discrepancies were noticed on such verification. However, in the absence of complete information in fixed asset register as stated in clause (a) above, we are unable to comment on the discrepancies.

c. Based on the examination of title deeds provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.

d. The Company has not revalued any of its Property, Plant and Equipment (including right-to-use assets) and intangible assets during the year.

e. No such proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

(ii)a. As explained to us, the management has conducted physical verification of inventory at reasonable intervals and in our opinion, the coverage and procedure of such verification by the management is appropriate; Discrepancies of 10% (or) more were not noticed.

b. The Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

(iii) According to the information and explanations given to us, during the year, the Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited liability partnerships or any other parties. Accordingly, reporting under clause 3(iii)(a) to (f) of the Order is not applicable to the company.

(iv) According to the information and explanations given to us, the Company has not granted any loans, made investments, provided any guarantee or security to company covered under Section 185 and 186 and hence reporting clause 3(iv) of the Order is not applicable to the company.

(v) According to the information and explanations given to us, the Company has not accepted any deposits covered under Section 73 to 76 of the Act. Accordingly, paragraph 3(v) of the Order is not applicable to the company.

(vi) The Company is not required to maintain cost records under Section 148(1) of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014 and hence reporting under paragraph 3(vi) of the Order is not applicable to the Company.

(vii)(a) According to the information and explanations provided to us, the company has been generally regular in depositing undisputed statutory dues including provident fund, employees´state insurance, income tax, sales tax, service tax, value added tax, goods and service tax, customs duty, excise duty, cess and any other material statutory dues applicable to it with the appropriate authorities.

(b) As explained to us, no undisputed amounts payable in respect of provident fund, employees´state insurance, income tax, sales tax, service tax, value added tax, goods and service tax, customs duty, excise duty, cess and any other material statutory dues applicable to it, were outstanding, at the year end, for a period of more than six months from the date they became payable.

(c) Details of dues which have not been deposited as on March 31, 2026 on account of disputes are given below:

Name of Statue	Nature of dues	Forum where Dispute is Pending	Period to Which the Amount Relates	Amount (Rs. in lakhs)
Income Tax Act, 1961	Income Tax	Commissioner of Income Tax (Appeals), Coimbatore	2016-17	55.40
Kerala Value Added Tax Act, 2003	Value Added Tax	High Court of Kerala	2011-12	21.61
Kerala Value Added Tax Act, 2003	Value Added Tax	Kerala Value Added Tax Appellate Tribunal	2013-14	5.16
Employees' State Insurance Act, 1948	Employees' State Insurance	Labour Court, Salem	2014-19	6.95

(viii) According to the information and explanations given to us, there were no transactions relating to unrecorded income that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) According to the information and explanations given to us,

a. In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

b. The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

c. To the best of our knowledge and belief, in our opinion, term loans availed by the company were, applied by the company during the year for the purposes which the loans were obtained.

d. On an overall examination of the financial statements of the Company, funds raised on short-term basis have, not been used during the year for long-term purposes by the company.

e. The Company does not have any investments in subsidiaries, associates or joint venture. Accordingly, the requirement to report on Clause 3(ix)(e) and Clause 3(ix)(f) of the Order is not applicable to the Company.

(x) According to the information and explanations given to us,

a. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

b. The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) during the year and hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi) a. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year and upto the date of this report.

b. No report under sub-section (12) of Section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year.

c. To the best of our knowledge and according to the information and explanations given to us, no whistle-blower complaints have been received by the company during the year and hence reporting under clause 3(xi)(c) of the Order is not applicable.

(xii) The Company is not a Nidhi Company and hence reporting under clause 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 Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.

(xiv) a. In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.

b. We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the company.

(xvi) a. In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

b. In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(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 and our knowledge of the Board of Directors and Management plans 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 indicating 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) (a) In respect of other than on-going projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Act, incompliance with second proviso to sub section 5 of Section 135 of the Act.

(b) There are no amount remaining unspent under sub-section (5) of Section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of subsection (6) of Section 135 of the said Act.

(xxi) The Company has no subsidiary and hence Clause 3(xxi) is not applicable.

For **Anbarasu and Jalapathi**
Chartered Accountants
Firm Registration No.: 010795S

CA K. Jalapathi
Partner
Membership No.: 214823
UDIN: 26214823OODVHW5934

Coimbatore,
May 26, 2026

Annexure "B" to the Independent Auditors' Report:

(Referred to in paragraph 2(f) under Report on Other Legal and Regulatory Requirements in the Independent Auditor's Report of even date to the members of Lotus Eye Hospital and Institute Limited on the audit of Financial Statements for the year ended March 31, 2026)

Report on the Internal Financial Controls with reference to Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Lotus Eye Hospital and Institute Limited ("the Company") as of March 31, 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 with reference to financial statements 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 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 Companies Act, 2013 (the Act).

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, 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 with reference to financial statements were 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 system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A Company's internal financial control with reference to 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 control with reference to 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 financial statements

Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial control with reference to 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the internal control with reference to financial statements 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 ICAI.

For **Anbarasu and Jalapathi**
Chartered Accountants
Firm Registration No.: 010795S

CA K. Jalapathi
Partner
Membership No.: 214823
UDIN: 26214823OODVHW5934

Coimbatore,
May 26, 2026

Lotus Eye Hospital and Institute Limited
CIN: L85110TZ1997PLC007783

Balance Sheet

(Amount in Rs. Lakhs)

Particulars	Note	As at March 31, 2026	As at March 31, 2025
Assets			
1. Non-current assets			
(a) Property, plant and equipment	2	5,918.30	4,874.18
(b) Right of use asset	3	639.75	520.04
(c) Capital work in progress	4	9.46	-
(d) Intangible assets	5	22.83	12.96
(e) Financial assets			
(i) Other financial assets	6	254.92	238.78
(f) Deferred tax assets (net)	7	19.78	8.16
(g) Other non-current assets	8	257.29	146.24
Total Non-current assets (A)		**7,122.33**	**5,800.36**
2. Current assets			
(a) Inventories	9	383.37	382.96
(b) Financial assets			
(i) Trade receivables	10	120.78	132.30
(ii) Cash and cash equivalents	11	180.83	201.11
(iii) Bank balances other than (ii) above	12	201.83	213.97
(c) Other current assets	13	250.60	226.67
Total Current assets (B)		**1,137.41**	**1,157.01**
Total Assets (A + B)		**8,259.74**	**6,957.37**
Equity and Liabilities			
1. Equity			
(a) Equity share capital	14	2,079.63	2,079.63
(b) Other equity	15	3,934.13	3,920.40
Total Equity (C)		**6,013.76**	**6,000.03**
2. Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	16	1,017.40	-
(ii) Lease Liabilities	17	283.56	202.67
(iii) Other Financial Liabilities	18	10.69	12.21
Total Non-current liabilities (D)		**1,311.65**	**214.88**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	19	125.57	-
(ii) Lease Liabilities	20	156.84	140.35
(iii) Trade payables	21		
(1) Dues to micro and small enterprises.		30.50	54.71
(2) Dues to Others		294.29	281.58
(iv) Other Financial Liabilities	22	256.83	182.45
(b) Other current liabilities	23	70.29	71.72
(c) Provisions	24	0.01	11.65
Total Current liabilities (E)		**934.33**	**742.46**
Total Liabilities (D+E)		**2,245.98**	**957.34**
Total Equity and Liabilities (C+D+E)		**8,259.74**	**6,957.37**

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

As per our report of even date attached

For Anbarasu and Jalapathi
Chartered Accountants
Firm Registration No.: 010795S

CA. K. Jalapathi
Partner
Membership no: 214823

Coimbatore,
May 26, 2026.

For and on behalf of the Board of Directors of
Lotus Eye Hospital and Institute Limited

Ms. Sangeetha Sundaramoorthy
Managing Director
DIN: 01859252

Dr. Kuttapalayam Songappan Ramalingam
Director
DIN: 01016571

CA Reghunathan Ramanujam
Chief Financial Officer

CS Prathish S
Company Secretary

Lotus Eye Hospital and Institute Limited
CIN: L85110TZ1997PLC007783

Statement of Profit and Loss

(Amount in Rs. Lakhs)

Sr. No	Particulars	Note	For the year ended March 31, 2026	For the year ended March 31, 2025
I.	**Income**			
	(a) Revenue from operations	25	5,371.41	4,956.25
	(b) Other income	26	117.62	130.13
	Total income (I)		**5,489.03**	**5,086.38**
II.	**Expenses**			
	(a) Cost of materials consumed	27	852.09	823.63
	(b) Purchases of stock-in-trade	28	813.52	740.44
	(c) Changes in inventories of stock in trade	29	(1.52)	(18.36)
	(d) Service expenses	30	1,092.60	944.60
	(e) Employee benefits expense	31	1,217.33	1,161.21
	(f) Finance costs	32	85.92	35.50
	(g) Depreciation and amortization expense	33	374.94	300.68
	(h) Other expenses	34	1,059.10	961.40
	Total expenses (II)		**5,493.98**	**4,949.10**
III.	**Profit before exceptional items and tax (I - II)**		**(4.95)**	**137.28**
IV.	Exceptional items	35	(0.41)	0.98
V.	**Profit before tax (III + IV)**		**(5.36)**	**138.26**
VI.	**Tax expenses**			
	(a) Current tax	36	0.41	36.34
	(b) Deferred tax	36	(13.81)	27.99
			(13.40)	64.33
VII.	**Profit for the period (V - VI)**		**8.04**	**73.93**
VIII.	**Other comprehensive income**			
	A. Items that will not be reclassified to profit or loss			
	- Re-measurements of the defined benefit plans		7.89	(20.53)
	- Income tax on the above item		(2.20)	5.71
	B. Items that will be reclassified to profit or loss		-	-
	Total other comprehensive income (VIII)		5.69	(14.82)
	Total comprehensive income for the period (VII + VIII)		**13.73**	**59.11**
	Earnings per equity share (Nominal value of share of Rs. 10 each)			
	Basic and diluted ***(in Rs.)***	40	0.04	0.36

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

As per our report of even date attached

For Anbarasu and Jalapathi
Chartered Accountants
Firm Registration No.: 010795S

For and on behalf of the Board of Directors of
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Membership no: 214823

Ms. Sangeetha Sundaramoorthy
Managing Director
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Dr. Kuttapalayam Songappan Ramalingam
Director
DIN: 01016571

Coimbatore,
May 26, 2026.

CA Reghunathan Ramanujam
Chief Financial Officer

CS Prathish S
Company Secretary

Lotus Eye Hospital and Institute Limited
CIN: L85110TZ1997PLC007783

Statement of Cash Flows

(Amount in Rs. Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A.Cash flows from operating activities		
Profit before tax and exceptional item	(4.95)	137.28
Adjustments:		
Depreciation and amortisation	374.94	300.68
Interest income	(21.15)	(35.81)
Rental income	(45.37)	(43.95)
Finance costs	85.61	35.50
Operating cash flow before working capital changes	**389.08**	**393.70**
Change in operating assets & liabilities :		
Inventories	(0.41)	(61.80)
Trade receivables	11.52	(6.51)
Other assets (current and non-current)	(121.00)	22.90
Trade payables	(11.50)	(17.07)
Provisions	(3.75)	(8.88)
Other liabilities (current and non-current)	68.29	10.11
Cash generated from operating activities	**332.23**	**332.45**
Taxes paid (Net)	(30.53)	(62.54)
Net cash generated from operating activities (A)	**301.70**	**269.91**
B.Cash flows from investing activities		
Purchase of property, plant and equipment	(1,294.91)	(482.72)
Capital Work in Progress	(9.46)	-
Proceeds from the sale of property, plant and equipment	1.18	3.75
Interest income	21.15	35.81
Rental income	45.37	43.95
Net cash generated from / (used in) investing activities (B)	**(1,236.67)**	**(399.21)**
C.Cash flows from financing activities		
Long term Borrowings (Net of repayment)	1,142.97	-
Finance costs	(81.31)	(35.50)
Dividend paid	(1.17)	(1.07)
Payment of lease liabilities	(157.94)	(123.09)
Net cash (used in) / generated from financing activities (C)	**902.55**	**(159.66)**
Net increase / (decrease) in cash and cash equivalents (A+B+C)	**(32.42)**	**(288.96)**
Cash and Bank balance at the beginning of the year	415.08	704.04
Less: Bank Balances not considered as Cash & Cash equivalents as per Ind AS 7	201.83	213.97
Cash and equivalents at the end of the year	**180.83**	**201.11**
Cash on hand	8.72	11.36
Balance with banks	172.11	189.75

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

As per our report of even date attached

For Anbarasu and Jalapathi
Chartered Accountants
Firm Registration No.: 010795S

CA. K. Jalapathi
Partner
Membership no: 214823

Coimbatore,
May 26, 2026.

For and on behalf of the Board of Directors of
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Ms. Sangeetha Sundaramoorthy
Managing Director
DIN: 01859252

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Director
DIN: 01016571

CA Reghunathan Ramanujam
Chief Financial Officer

CS Prathish S
Company Secretary

Lotus Eye Hospital and Institute Limited
CIN: L85110TZ1997PLC007783

Statement of changes in equity

A. Equity share capital

Particulars	(Amount in Rs. Lakhs)
Balance as at 1st April 2024	2,079.63
Changes in Equity share capital during the year	-
Balance as at 31st March 2025	2,079.63
Changes in Equity share capital during the year	-
Balance as at 31st March 2026	2,079.63

B. Other equity (Amount in Rs. Lakhs)

Particulars	Reserves and Surplus			Items of Other Comprehensive Income (OCI)	Total
	Capital Reserve	Securities Premium	Retained Earnings	Remeasurement of post-employment benefit obligations	
Balance as at April 1,2024	-	2,514.14	1,356.92	(9.77)	3,861.29
Add: Profit for the year	-	-	73.93	-	73.93
Add: Other Comprehensive Income for the year (Net of taxes)	-	-	-	(14.82)	(14.82)
Less: Dividend	-	-	-	-	-
Balance as at March 31,2025	**-**	**2,514.14**	**1,430.85**	**(24.59)**	**3,920.40**
Add: Profit for the year	-	-	8.04	-	8.04
Add: Other Comprehensive Income for the year (Net of taxes)	-	-	-	5.69	5.69
Less: Dividend	-	-	-	-	-
Balance as at March 31, 2026	**-**	**2,514.14**	**1,438.89**	**(18.90)**	**3,934.13**

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

As per our report of even date attached
For Anbarasu and Jalapathi
Chartered Accountants
Firm Registration No.: 010795S

CA. K. Jalapathi
Partner
Membership no: 214823

Coimbatore,
May 26, 2026.

For and on behalf of the Board of Directors of
Lotus Eye Hospital and Institute Limited

Ms. Sangeetha Sundaramoorthy
Managing Director
DIN: 01859252

Dr. Kuttapalayam Songappan Ramalingam
Director
DIN: 01016571

CA Reghunathan Ramanujam
Chief Financial Officer

CS Prathish S
Company Secretary

Note 1:

A. Corporate Information

The Company was incorporated as "Kalaivani Health Centre Pvt Ltd" on March 14, 1997 as a private limited company under the Companies Act, 1956. The Name of the Company was changed to "Lotus Eye Care Hospital Pvt Ltd" on January 23, 2006 and later on the Company was converted into Public Limited Company on November 16, 2007 and subsequently the name was changed to "Lotus Eye Hospital and Institute Limited" on April 12, 2013. The Company has its registered office at Coimbatore, India. CIN of the Company is L85110TZ1997PLC007783.

The Company is engaged in the field of ophthalmology (Eye) and its related operations. The Company has eight branches in Tamil Nadu in SITRA (Coimbatore), R.S. Puram (Coimbatore), Saravanampatty (Coimbatore), Mettupalayam, Tirupur, Salem, Karur and Gobichettipalayam and two branches in Kerala in Kadavanthra and Mulanthuruthy. The Company's equity shares are listed from July 11, 2008 on Bombay Stock Exchange Ltd and National Stock Exchange of India Ltd, Mumbai.

B. Material Accounting Policy Information

These financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs ('MCA') under Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Act. The Company has uniformly applied the accounting policies during the periods presented.

Specific disclosure of material accounting policy infomation where Ind AS permits options is made hereunder:

The Company has assessed the materiality of the accounting policy information, which involves exercising judgement and considering both quantitative and qualitative factors by taking into account not only the size and nature of the item or condition but also the characteristics of the transactions, events or conditions that could make the information more likely to impact the decisions of the users of the financial statements.

1.1Basis for preparation

The financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. The presentation of financial statement is based on Ind AS Schedule III of the Companies Act, 2013.

The financial statements have been prepared on the historical cost basis except for the following material items in the Balance sheet.

(i) Financial assets are measured either at fair value or at amortised cost depending on their classification;

(ii) Employee defined benefit assets/ liabilities are recognised as the net total of fair value of plan assets, adjusted for actuarial gains/losses and the present value of defined benefit obligations.

(iii) Right of use of assets are recognised at the present value of future lease payments and depreciated on a straight line basis based on the lease term of the asset.

Historical cost is generally based on fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 116 and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

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In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

Level 1 - inputs are quoted prices (unadjusted) in active markets for identical assets and liabilities that the entity can access at the measurement date.

Level 2 - inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 - inputs are unobservable inputs for the assets or liabilities.

The Company's Financial Statements are presented in Indian Rupees, which is rounded to the nearest lakhs except when otherwise stated.

1.2 Current and non-current classification

For the purpose of Current / Non-Current classification, the Company has reckoned its normal operating cycle as twelve months based on the nature of products/ activities of the company and the time between the acquisition of assets or inventories for processing and their realisation in cash and cash equivalents.

1.3 Key Accounting estimates and judgments

(i) Use of Estimates

The preparation of financial statements in conformity with Ind AS requires management to make judgments,estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements,and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates.

(ii) Changes in estimates

The estimates and underlying assumptions are reviewed on an ongoing basis. The effect of change in an accounting estimate is recognized prospectively by including it in profit or loss (a) In the period of the change if the change affects only that period; or (b) the period of the change and future periods, if the change affects both.

However, the change in an accounting estimate that gives rise to changes in assets and liabilities, or relates to an item of equity, is recognized by adjusting the carrying amount of the related asset, liability or equity item in the period of the change.

(iii) Key sources of estimation uncertainty

Key assumption concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year is as given below.

(a) Actuarial valuation

The determination of Company's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the Statement of Profit and Loss and in Other Comprehensive Income. Such valuation depends upon assumptions determined after taking into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. Information about such valuation is provided in the Notes to the financial statements.

(b) Claims, Provisions and Contingent Liabilities

The Company has ongoing discussions/litigations with various tax and regulatory authorities and third parties. Where an outflow of funds is believed to be probable and a reliable estimate of the outcome of the dispute can be made based on management's assessment of specific circumstances of each dispute and relevant external advice, management provides for its best estimate of the liability. Such accruals are by nature complex and can take number of years to resolve and can involve estimation uncertainty. Information about such litigations if any, is provided in the Notes to the financial statements.

(c) Revenue Recognition

Revenue from fees charged for services rendered to insured and corporate patients are subject to approvals from the insurance companies and corporates. Accordingly, the Company estimates the amounts likely to be disregarded by such companies based on past trends. Estimations based on past trends are also required in determining the value of consideration from customers to be allocated to award credits for customers.

(d) Fair value measurements and valuation processes

Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes.
In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Company engages third party qualified valuers to perform the valuation.

(e) Expected Credit Loss

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix considering the nature of receivables and the risk characteristics. The provision matrix takes into accounts historical credit loss experience and adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the day of the receivables are due and the rates as given in the provision matrix.

1.4 Property, Plant and Equipment (PPE)

Items of Property, plant and equipment acquired or constructed are initially recognized at historical cost net of recoverable taxes, duties, trade discounts and rebates, less accumulated depreciation and impairment loss, if any. The historical cost of Property, plant and equipment comprises of its purchase price, borrowing costs and adjustment arising from exchange rate variations attributable to the assets, including any cost directly attributable to bringing the assets to their working condition for their intended use.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The Company identifies and determines cost of each component/part of the plant and equipment separately, if the component/part has a cost which is material to the total cost of the plant and equipment and has useful lives that is materially different from that of the remaining plant and equipment.

The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the year in which they are incurred. Gains and losses arising from derecognition of PPE 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.

Depreciation methods, estimated useful lives and residual values

Depreciation on Property, Plant and Equipment is provided under straight line method (refer Note 2 for change in method of depreciation effective from April 2024) at the rates determined based on Useful Lives of the respective assets and the residual values in accordance with Schedule II of the Companies Act, 2013.

Estimated useful lives of the assets are as follows:

Category of asset	Useful Life (in years)
Building	
(a) Freehold	60
(b) Improvements to Leasehold Building	Useful Life or Lease term whichever is lower
Plant & Machinery	10 & 5
Surgical Equipments	13
Furnitures & Fixtures	10
Office Equipments	10 & 5
Vehicles	8
Computer & Accessories	3 & 10

1.5 Intangible Assets

Intangible assets are recognized only if it is probable that future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably. Computer software licenses are capitalized on the basis of costs incurred to acquire and bring to use the specific software. Operating software is capitalized and amortized along with the related fixed asset. The useful life of the software is estimated to be 10 years.

1.6 Impairment of Assets

At the Balance Sheet date an assessment is done in accordance with Ind AS 36, to determine whether there is any indication of impairment in the carrying amount of the Company's assets. An asset is treated impaired when carrying cost of assets exceeds its recoverable value.
An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss, if any, recognized in prior accounting period is reversed if there has been any change in the estimate of recoverable amount.

1.7 Inventories

Closing stock of pharmacy, canteen, operation theatre items, consumables, optical frames and lens are valued at lower of cost and net realizable value. Cost is arrived at on first in first out basis except for opticals and lens. Stores & spares which do not meet the definition of Property, Plant and Equipment are accounted as inventories. Net realizable value is the estimated selling price in the ordinary course of business, less estimated cost of completion and estimated costs necessary to make the inventory saleable.

1.8 Leases

With effect from April 1, 2019, the Company has adopted Ind AS 116 using the prospective approach. The application of Ind AS 116 has resulted into recognition of 'Right-of-Use' asset with a corresponding lease liability in the balance sheet.

The Company as lessee

The Company as a lessee, recognizes a right–of–use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any re-measurement of the lease liability. The right-of-use assets is depreciated using the written down value method from the commencement date over the shorter of lease term or useful life of right-of-use asset

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate.

For short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

1.9 Financial Instruments

Financial Assets and financial liabilities are recognized when a Company entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in Profit and Loss.

De-recognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS – 109. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

De-recognition of Financial Liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in the Statement of Profit and Loss.

Cash and Cash Equivalents:

The Company considers all highly liquid financial instruments which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and Cash Equivalents consist of cash on hand, balances with banks which are unrestricted for withdrawal and usage.

1.10 Revenue recognition

(i) Rendering of Eye care Services

Revenue from eye care services includes consultancy, physical examinations, lab examinations, surgeries, nursing care, dietary and other allied services. The revenue for these services are recognised based on the transaction value (net off discounts and waivers) when each separate performance obligation is satisfied to the extent it is probable that the economic benefit will flow to the entity. The revenue realisable from insurance claims are recognised at the earlier of settlement or acceptance of claim by the insurance company.

(ii) Sale of goods

Revenue from sale of goods include optical sales, pharmacy sales and canteen sales. The revenue for these goods are recognised where the performance obligation is satisfied and the control of these goods are transferred to the customer. The revenue is stated exclusive of GST and are net of sales returns, discounts, provision for anticipated returns on expiry, made on the basis of management expectation taking into account past experience.

(iii) Interest income

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate, which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial instrument. Interest income is included in 'Other Income' in the Statement of Profit and Loss.

1.11 Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

1.12 Employee Benefits

Payments to defined contribution retirement benefit plans are recognized as an expense when employees have rendered service entitling them to the contributions.

Liabilities with regard to the Gratuity plan are determined by actuarial valuation, performed by an independent actuary, at each Balance sheet date using the projected unit credit method. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the statement of financial position with a charge or credit recognized in other comprehensive income in the period in which they occur. Re-measurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss. Past service cost is recognized in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset.

1.13 Provisions

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past event and it is probable that an outflow of resources embedded and that the company will be required to settle the obligation, in respect of which a reliable estimate can be made of the amount of obligation.

1.14 Taxes on Income

The income tax expense for the period includes both current tax and the net change in the deferred tax assets or liabilities.

i. Current Tax:

Tax on Income for the current period is determined on the basis of taxable income and tax credit computed in accordance with the provisions of the Income Tax Act 1961, and based on the expected outcome of assessments/ appeals.

ii. Deferred Tax:

Deferred Tax is recognized on timing difference between accounting income and the taxable income for the year quantified using the tax rates and laws enacted or substantively enacted as on the balance sheet date. Deferred Tax assets are recognized and carried forward to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Minimum Alternate Tax ("MAT") credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in the Guidance note issued by Institute of Chartered Accountants of India ("ICAI"), the said asset is created by way of credit to Statement of Profit and Loss. The company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that company will pay normal income tax during the specified period.

1.15 Earnings Per Share

Basic Earnings Per Share are computed by dividing profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. The Company did not have any potentially dilutive securities in any of the years presented.

1.16 Contingent Liabilities

Disclosure of contingent liability is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.

Contingent liabilities, which are considered significant and material by the Company, but not provided for in the books of accounts, are disclosed by way of notes to accounts.

The Company has ongoing disputes with tax authorities and forum mainly relating to treatment of characterization and classification of certain items. The Company has demands amounting to Rs. 99.23 Lakhs and Rs. 82.17 Lakhs as at March 31, 2026 and 2025, respectively from various tax authorities and forum which are being contested by the Company based on the management evaluation and on the advice of tax consultants.

1.17 Segment reporting

The company is engaged in the business of healthcare activities - "Eye Care related sales and services". Hence, there is only one reportable segment.

1.18 Statement of Cash flows

Cash flows are reported using the indirect method, whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are based on classification made in a manner considered most appropriate to Company's business.

Lotus Eye Hospital and Institute Limited
Notes to the financial statements for the year ended March 31, 2026
(All amounts are in Rupees Lakhs unless otherwise stated)

Note 2: Property, Plant and Equipment (PPE)

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2026 and March 31, 2025 were as follows:

Particulars	Land	Building	Improvements to leasehold building	Furniture & Fixtures	Office Equipments	Electrical Equipments	Plant & Machinery	Hospital Equipments	Computer	Vehicles	Total
Gross carrying amount											
As at April 1, 2024	**2,583.83**	**1,247.49**	**476.14**	**289.64**	**403.53**	**115.93**	**104.91**	**3,726.57**	**189.54**	**149.28**	**9,286.86**
Additions for the year	-	-	192.06	18.80	48.55	23.93	8.13	168.99	15.55	7.07	483.08
Disposals/Adjustments for the year	-	-	-	-	1.90	1.45	-	11.04	29.78	7.73	51.90
As at March 31, 2025	**2,583.83**	**1,247.49**	**668.20**	**308.44**	**450.18**	**138.41**	**113.04**	**3,884.52**	**175.31**	**148.62**	**9,718.04**
Additions for the year	-	-	131.00	13.24	78.93	20.92	9.84	996.30	14.06	16.55	1,280.84
Disposals/Adjustments for the year	-	-	-	-	-	2.68	-	-	-	6.72	9.40
As at March 31, 2026	**2,583.83**	**1,247.49**	**799.20**	**321.68**	**529.11**	**156.65**	**122.88**	**4,880.82**	**189.37**	**158.45**	**10,989.48**
Accumulated depreciation											
As at April 1, 2024	**-**	**657.55**	**72.92**	**198.57**	**304.15**	**85.75**	**90.49**	**3,002.77**	**153.06**	**134.25**	**4,699.51**
Depreciation for the year	-	11.56	66.84	11.39	15.58	4.69	2.05	67.99	10.94	2.44	193.48
Depreciation withdrawn during the year	-	-	-	-	1.80	1.21	-	10.49	28.29	7.34	49.13
As at March 31, 2025	**-**	**669.11**	**139.76**	**209.96**	**317.93**	**89.23**	**92.54**	**3,060.27**	**135.71**	**129.35**	**4,843.86**
Depreciation for the year	-	11.56	74.94	12.31	21.75	5.97	2.44	89.83	13.34	2.99	235.13
Depreciation withdrawn during the year	-	-	-	-	-	1.42	-	-	-	6.39	7.81
As at March 31, 2026	**-**	**680.67**	**214.70**	**222.27**	**339.68**	**93.78**	**94.98**	**3,150.10**	**149.05**	**125.95**	**5,071.18**
Net Carrying Value											
As at March 31, 2025	2,583.83	578.38	528.44	98.48	132.25	49.18	20.50	824.25	39.60	19.27	4,874.18
As at March 31, 2026	**2,583.83**	**566.82**	**584.50**	**99.41**	**189.43**	**62.87**	**27.90**	**1,730.72**	**40.32**	**32.50**	**5,918.30**

(i) All the Title deeds of Land & Building (other than leasehold buildings) are held in the name of the Company.
(ii) The Company has not revalued any of its assets during the year.
(iii) Certain Property, Plant and Equipment are given as security against borrowings availed by the Company. Refer Note No.16 and 19.
(iv) The aggregate depreciation has been included under depreciation and amortization expense in the Statement of Profit and Loss.
(v) During the period ended March 31, 2025, the Company has changed its method of depreciation from its existing method of written down value to straight line method taking into account its reassessment of the expected pattern of economic benefits from those assets. Had the Company continued its previous method of written down value for these assets, depreciation expense for the year ended March 31, 2025 would have been higher by Rs. 192.25 lakhs.

(All amounts are in Rupees Lakhs unless otherwise stated)

Note 3: Right of use assets (ROU)

Particulars	Hospital equipments	Land & Building	Total
Gross carrying amount			
As at April 1, 2024	**270.46**	**137.82**	**408.28**
Additions for the year	134.86	220.21	355.07
Disposals/ Adjustments for the year	-	137.82	137.82
As at March 31, 2025	**405.32**	**220.21**	**625.53**
Additions for the year	-	255.32	255.32
Disposals/ Adjustments for the year	-	-	-
As at March 31, 2026	**405.32**	**475.53**	**880.85**
Accumulated depreciation			
As at April 1, 2024	**16.32**	**121.64**	**137.96**
Depreciation for the year	23.32	82.03	105.35
Depreciation withdrawn during the year	-	137.82	137.82
As at March 31, 2025	**39.64**	**65.85**	**105.49**
Depreciation for the year	28.76	106.85	135.61
Depreciation withdrawn during the year	-	-	-
As at March 31, 2026	**68.40**	**172.70**	**241.10**
Net Carrying Value			
As at March 31, 2025	365.68	154.36	520.04
As at March 31, 2026	**336.92**	**302.83**	**639.75**

Note 4: Capital work in progress

The changes in capital work-in-progress for the year ended March 31, 2026 and March 31, 2025 are as follows:

Particulars	Building	Others	Total
As at April 1, 2024	**-**	7.73	**7.73**
Addition for the year	-	-	**-**
Utilized during the year	-	(7.73)	**(7.73)**
As at March 31, 2025	**-**	-	-
Addition for the year	9.46		**9.46**
Utilized during the year	-	-	**-**
As at March 31, 2026	**9.46**	**-**	**9.46**

Capital Work-in-progress (CWIP) Ageing Schedule 2025-26

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	9.46	-	-	-	9.46
Projects temporarily suspended	-	-	-	-	-

Capital Work-in-progress (CWIP) Ageing Schedule 2024-25

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-

Note 5: Intangible assets

The changes in the carrying value of acquired intangible assets for the year ended March 31, 2026 and March 31, 2025 are as follows:

Particulars	Computer software	Total
Gross carrying amount		
As at April 1, 2024	**70.40**	**70.40**
Additions for the year	7.38	7.38
Disposals/ Adjustments for the year	-	-
As at March 31, 2025	**77.78**	**77.78**
Additions for the year	14.07	14.07
Disposals/ Adjustments for the year	-	-
As at March 31, 2026	**91.85**	**91.85**
Accumulated amortisation		
As at April 1, 2024	**62.96**	**62.96**
Amortisation for the year	1.86	1.86
Amortisation withdrawn during the year	-	-
As at March 31, 2025	**64.82**	**64.82**
Amortisation for the year	4.20	4.20
Amortisation withdrawn during the year	-	-
As at March 31, 2026	**69.02**	**69.02**
Net Carrying Value		
As at March 31, 2025	12.96	**12.96**
As at March 31, 2026	**22.83**	**22.83**

Notes :
(i) The Company does not have any intangible asset under development as on March 31, 2026
(ii) The Amortization expense has been included under depreciation and amortization expense in the Statement of Profit and Loss.

Note 6: Other Financial Assets

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
	Unsecured, Considered Good		
(a)	Rental and Lease Deposits	162.90	146.89
(b)	Security Deposits	28.45	28.32
(c)	Deposits Paid under Protest	63.57	63.57
		254.92	**238.78**

Note 7: Deferred Tax Assets (Net)

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
	The major components of deferred tax assets arising on account of timing differences are as follows:		
	Deferred tax asset		
	- Property, plant and equipment	(65.58)	(31.20)
	- Expenses allowable against taxable income in future years	8.08	3.52
	- Retirement benefit plan	7.29	9.48
	- Minimum alternate tax (MAT) credit	23.92	23.51
	- Business Loss	46.07	2.86
		19.78	**8.16**

Movement of Deferred Tax Assets;

Sr. No	Particulars	Opening balance	Set off during the year	Recognised in the statement of profit and loss	Recognised in other comprehensive income	Closing balance
(a)	Property, plant and equipment	(31.20)	-	(34.38)	-	(65.58)
(b)	Retirement benefit plan	9.48	-	-	(2.20)	7.29
(c)	Expenses allowable against taxable income in future years	3.52	-	4.56	-	8.08
(d)	Minimum alternate tax (MAT) credit	23.51	-	0.41	-	23.92
(e)	Business Loss	2.86	-	43.21	-	46.07
		8.16	**-**	**13.81**	**(2.20)**	**19.78**

Note 8: Other Non-Current Assets

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
	Unsecured, Considered good		
(a)	Capital advances	141.46	60.53
(b)	Balances from statutory authorities	115.83	85.71
		257.29	**146.24**

Note 9: Inventories

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
	(valued at lower of cost and net realizable value)		
(a)	Consumables	204.86	203.50
(b)	Pharmacy	73.46	58.19
(c)	Optical frames & lens	89.54	103.74
(d)	Contact lens	3.68	4.30
(e)	Stores & Spares	9.99	12.46
(f)	Canteen stock	1.84	0.77
		383.37	**382.96**

Note 10: Trade Receivables

	Particulars	As at March 31, 2026	As at March 31, 2025
	Unsecured - considered good		
	-Receivable from Insurance Companies	133.01	142.55
	-Receivable from Others	9.17	9.73
Less :	Expected credit loss#	(21.40)	(19.98)
		120.78	**132.30**
#Movements in expected credit loss			
	Opening	19.98	15.38
Add :	Provision created for current year	3.40	6.00
Less :	Utilized during current year	(1.98)	(1.40)
	Closing	**21.40**	**19.98**

The Company has written off trade receivables of Rs. 1.98 Lakhs during the year and has utilized the existing allowances towards expected credit loss, since the Company does not expect any future cash flows/recoveries from these receivables.

(All amounts are in Rupees Lakhs unless otherwise stated)

Trade Receivables ageing schedule for the year ended March 31, 2026

Particulars	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Undisputed Trade receivables–considered good	64.87	14.79	23.26	20.32	18.94	142.18
Undisputed Trade Receivables–which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade Receivables–credit impaired	-	-	-	-	-	-
Disputed Trade Receivables–considered good	-	-	-	-	-	-
Disputed Trade Receivables–which have	-	-	-	-	-	-
Disputed Trade Receivables– credit impaired	-	-	-	-	-	-
	64.87	**14.79**	**23.26**	**20.32**	**18.94**	**142.18**
Less: Expected Credit Loss						**21.40**
Total						**120.78**

Trade Receivables ageing schedule for the year ended March 31, 2025

Particulars	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Undisputed Trade receivables–considered good	55.91	42.06	27.20	21.39	5.73	152.28
Undisputed Trade Receivables–which have	-	-	-	-	-	-
Undisputed Trade Receivables–credit impaired	-	-	-	-	-	-
Disputed Trade Receivables–considered good	-	-	-	-	-	-
Disputed Trade Receivables–which have	-	-	-	-	-	-
Disputed Trade Receivables– credit impaired	-	-	-	-	-	-
	55.91	**42.06**	**27.20**	**21.39**	**5.73**	**152.28**
Less: Expected Credit Loss						**19.98**
Total						**132.30**

Note 11: Cash and Cash Equivalents

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Cash in hand	8.72	11.36
(b)	*Balance with banks*		
	(i) In current accounts	20.33	38.79
	(ii) In deposit accounts ^	151.78	150.96
		180.83	**201.11**

^ Bank deposits with original maturity of less than 3 months.

Note 12: Bank balances other than above

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with banks		
(i) In term deposit accounts ^	191.78	196.68
(ii) Earmarked balances		
In unpaid dividend *	8.84	10.01
In unspent CSR Account	1.21	7.28
	201.83	**213.97**

^ Bank deposits with original maturity of more than 3 months but less than 12 months.
** Unpaid dividend has been earmarked with a separate bank account. The unpaid dividend liability is disclosed under 'Other Financial Liabilities(current)'. Refer Note No. 22.*

Note 13: Other Current Assets

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
	Unsecured, considered good		
(a)	Advance to suppliers	179.02	136.28
(b)	Advance to employees	9.03	17.61
(c)	Prepaid expenses	45.55	55.78
(d)	Other advances	17.00	17.00
		250.60	**226.67**

(All amounts are in Rupees Lakhs unless otherwise stated)

Note 14: Share Capital

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
	Authorised		
	2,50,00,000 equity shares of Rs. 10 each	2,500.00	2,500.00
	Issued , subscribed and paid up		
	2,07,96,330 equity shares of Rs 10 each	2,079.63	2,079.63

(a) **Terms/ rights attached to equity shares**

The Company has only one class of shares referred to as equity shares having par value of Rs.10/-. Each holder of equity shares is entilted to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

(b) **Details of Shareholders holding more than 5% shares in the Company**

Name of the Shareholder	As at March 31, 2026		As at March 31, 2025	
	Number of shares	% of holding	Number of shares	% of holding
Ms Sangeetha Sundaramoorthy	72,74,272	34.98%	39,39,909	18.95%
Dr Kavetha Sundaramoorthy	5,70,993	2.75%	39,05,356	18.78%
Kovai Purani Finance Private Limited	15,93,234	7.66%	13,86,805	6.67%

(c) **Reconcilation of equity shares outstanding at the beginning and at the end of the period**

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
At the beginning of the period	2,07,96,330	2,079.63	2,07,96,330	2,079.63
Add : Shares issued during the year	-	-	-	-
Less : Shares bought back during the year	-	-	-	-
Outstanding at the end of the period	2,07,96,330	2,079.63	2,07,96,330	2,079.63

(d) **Disclosure of Shareholding of Promoters**

Name of the Promoter	No.of shares as on March 31, 2026	% of Total Shares as on March 31, 2026	No.of shares as on March 31, 2025	% of Total Shares as on March 31, 2025	% Increase / (decrease) during the year
Ms Sangeetha Sundaramoorthy	72,74,272	34.98%	39,39,909	18.95%	16.03%
Dr Kavetha Sundaramoorthy	5,70,993	2.75%	39,05,356	18.78%	-16.03%
Dr S Rajkumar	-	0.00%	17,200	0.08%	-0.08%
Late Dr S K Sundaramoorthy	5,01,837	2.41%	5,01,837	2.41%	0.00%
Total	**83,47,102**	**40.14%**	**83,64,302**	**40.22%**	

Note : 5,01,837 equity shares of Promoter Late Dr S K Sundaramoorthy are lying in his account without a nominee.

(e) The Company has not bought back any of its shares and has no stock option plans.

Note 15: Other Equity

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
a)	Securities premium reserve	2,514.14	2,514.14
b)	Retained earnings	1,438.89	1,430.85
c)	Other comprehensive income	(18.90)	(24.59)
		3,934.13	**3,920.40**

Note:

a. Securities premium is used to record premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

b. Retained earnings represent the surplus / accumulated earnings of the Company and are available for distribution to shareholders.

Note 16: Borrowings

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
a)	*Secured Borrowings*		
	Term Loans		
	From Banks (Refer Note No. 16.1 below)	1,017.40	-
		1,017.40	**-**

(All amounts are in Rupees Lakhs unless otherwise stated)

16.1 Details of Term Loan from Banks

The Company has availed Term Loans from Banks as at March 31, 2026. The details of tenor, interest rate, repayment terms of the same are given below:

I Term loans from ICICI Bank

Original Tenor (in Months)	Repayment Terms	Interest Rate		No. of Installments outstanding as at		Loan Amount outstanding as at	
		Method	ROI as at March 31, 2026	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
60	Principal / Interest Monthly	Repo + Spread	8.25%	56	-	140.00	-
72	Principal / Interest Monthly	Repo + Spread	8%	72	-	186.87	-
72	Principal / Interest Monthly	Repo + Spread	8%	72	-	89.50	-
		Total Borrowings from Bank				416.37	-
		Less: Current Maturities of long term borrowings (Refer Note No. 19)				41.52	
		Long term borrowings				**374.85**	**-**

Security Details for the above loans taken :

i) *The Loan is secured by an exclusive charge on the Immovable and Movable Fixed Assets and Current Assets of the Company.*

ii) *The Loan is further secured by the Personal Guarantee of the Managing Director, Ms. Sangeetha Sundaramoorthy.*

II Term loans from Axis Bank

Original Tenor (in Months)	Repayment Terms	Interest Rate		No. of Installments outstanding as at		Loan Amount outstanding as at	
		Method	ROI as at March 31, 2026	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
81	Principal / Interest Monthly	Repo + Spread	8%	81	-	726.60	-
		Total Borrowings from Bank				726.60	-
		Less: Current Maturities of long term borrowings (Refer Note No. 19)				84.05	
		Long term borrowings				**642.55**	**-**

Security Details for the above loans taken :

i) *The Loan is secured by an exclusive charge on the concerned related asset of the Company.*

Note 17: Lease Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured		
Long term maturities of finance lease obligations ^	53.09	120.17
Long term maturities of operating lease obligations ^	230.47	82.50
	283.56	**202.67**

^ Current maturities of lease obligations has been disclosed under 'Lease liabilities' Note No. 20 & Refer Note No. 37

Note 18: Other Financial Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Caution deposits received from		
(i) Doctors	0.30	1.30
(ii) Employees	10.19	10.71
(iii) Others	0.20	0.20
	10.69	**12.21**

(All amounts are in Rupees Lakhs unless otherwise stated)

Note 19: Borrowings

	Particulars	As at March 31, 2026	As at March 31, 2025
	Secured		
(a)	Current Maturities of Long Term Borrowings (Refer Note No.16)	125.57	-
		125.57	**-**

Working capital facility from ICICI Bank

(i) *The Working Capital Facility is secured by an exclusive charge on the Immovable and Movable Fixed Assets and Current Assets of the Company.*
(ii) *The Working Capital Facility is further secured by the Personal Guarantee of the Managing Director, Ms. Sangeetha Sundaramoorthy.*
(iii) *The Facility was availed during the year; however, no amount was outstanding as at March 31, 2026.*

Note 20: Lease Liabilities

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
	Unsecured		
(a)	Current maturities of finance lease obligations ^	67.08	60.55
(b)	Current maturities of operating lease obligations ^	89.76	79.80
		156.84	**140.35**

^ Long term maturities of lease obligations has been disclosed under ' Lease liabilities' Note No. 17 & Refer Note No. 37

Note 21: Trade Payables

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Total outstanding dues of micro enterprises and small enterprises	30.50	54.71
(b)	Total outstanding dues of creditors other than micro and small enterprises	294.29	281.58
	Total	**324.79**	**336.29**

Disclosure relating to Micro, Small and Medium Enterprises (MSMEs)

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	The principal amount and the interest due thereon remaining unpaid to MSME suppliers.	30.50	54.71
(b)	The amount of interest paid by the buyer in terms of section 16 of the Act, along with the amount of the payment made to the supplier beyond the appointed day during the year.	-	-
(c)	The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Act.	0.32	-
(d)	The amount of interest accrued and remaining unpaid	0.32	-
(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 Act.	0.32	-

Note : As defined under Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006) (the "Act"), the disclosure in respect of the amounts payable to such enterprises as at the end of the year has been made in the financial statements based on the information received and available with the Company.

Trade Payables Ageing Schedule for the year ended March 31, 2026

Sr. No	Particulars	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(a)	MSME	29.40	1.10	-	-	30.50
(b)	Other	284.55	1.08	-	8.66	294.29
(c)	Disputed dues - MSME	-	-	-	-	-
(d)	Disputed dues - Others	-	-	-	-	-
(e)	Total	**313.95**	**2.18**	**-**	**8.66**	**324.79**

Trade Payables Ageing Schedule for the year ended March 31, 2025

Sr. No	Particulars	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(a)	MSME	54.10	0.61	-	-	54.71
(b)	Other	241.53	17.60	12.77	9.68	281.58
(c)	Disputed dues - MSME	-	-	-	-	-
(d)	Disputed dues - Others	-	-	-	-	-
	Total	**295.63**	**18.21**	**12.77**	**9.68**	**336.29**

(All amounts are in Rupees Lakhs unless otherwise stated)

Note 22: Other Financial Liabilities

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Salaries and reimbursements to employees	95.99	81.17
(b)	Professional and doctor's fees payable	81.93	67.52
(c)	Unpaid dividends	8.84	10.01
(d)	Liability for unspent CSR Obligation	1.21	7.28
(e)	Interest accrued and due on borrowings	4.30	-
(f)	Creditors for capital goods	31.31	-
(g)	Other Payables	33.25	16.47
		256.83	**182.45**

Note 23: Other Current Liabilities

Sr. No	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Advances from customers	27.75	26.90
(b)	Statutory dues	42.54	44.82
		70.29	**71.72**

Note 24: Provisions

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits		
Gratuity^	0.01	11.65
	0.01	**11.65**

^ The present value of obligations has been set off against the fair value of plan assets to arrive at the net liability arising from defined benefit obligations as per Ind AS 19.

(All amounts are in Rupees Lakhs unless otherwise stated)

Note 25: Revenue from operations

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	*Sale of services*		
	Revenue from medical services	3,727.17	3,514.00
(b)	*Sale of goods*		
	Revenue from sale of opticals & contact lens	976.78	864.02
	Revenue from pharmacy	543.69	482.26
(c)	*Other operating revenue*	123.77	95.97
		5,371.41	**4,956.25**

Note 26: Other income

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	*Interest income*		
	from bank deposits	17.53	35.08
	from others	3.62	0.73
(b)	Rent receipts	45.37	43.95
(c)	Other income	51.10	50.37
		117.62	**130.13**

Note 27: Cost of materials consumed

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening stock	203.50	160.45
Add: Purchases	853.45	866.68
Less: Closing stock	(204.86)	(203.50)
	852.09	**823.63**

Note 28: Purchases of stock-in-trade

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	Opticals and lens	365.20	347.90
(b)	Pharmacy	385.54	332.48
(c)	Canteen and utility purchases	62.78	60.06
		813.52	**740.44**

Note 29: Changes in inventories of stock in trade

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening stock	167.00	148.64
Closing stock	(168.52)	(167.00)
(Increase)/Decrease in inventories	**(1.52)**	**(18.36)**

Note 30: Service expenses

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	Retainer fees to doctors	961.52	815.46
(b)	Power and fuel	131.08	129.14
		1,092.60	**944.60**

(All amounts are in Rupees Lakhs unless otherwise stated)

Note 31: Employee benefits expense

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	Salaries and wages	1,021.04	966.71
(b)	Bonus and incentives	21.07	21.73
(c)	Director remuneration	54.00	54.00
(d)	Contribution to provident and other funds	79.36	77.74
(e)	Provision for gratuity	14.95	10.85
(f)	Staff welfare expenses	23.66	22.08
(g)	Directors sitting fees	3.25	8.10
		1,217.33	**1,161.21**

Note 32: Finance costs

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	Interest on borrowings	28.87	-
(b)	Interest on finance lease	15.81	17.69
(c)	Interest on operating lease	33.24	17.81
(d)	Other borrowing cost	8.00	-
		85.92	**35.50**

Note 33: Depreciation and amortization expense

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	Depreciation on Property, Plant and Equipment (Refer Note No.2)	235.13	193.48
(b)	Depreciation on right of use assets (Refer Note No.3)	135.61	105.35
(c)	Amortisation on intangible assets (Refer Note No.5)	4.20	1.86
		374.94	**300.68**

Note 34: Other expenses

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	Rent	253.55	236.74
(b)	Advertisement, publicity and marketing	114.55	94.63
(c)	*Repairs*		
	Repairs to equipment and machinery	187.51	194.52
	Repairs to building	7.77	15.77
	Repairs to vehicles	29.19	25.61
	Repairs to others	15.87	5.84
(d)	House keeping expenses	106.17	104.66
(e)	Legal and professional fees	34.81	22.86
(f)	Security charges	40.56	40.02
(g)	Printing and stationery	22.39	24.00
(h)	Telephone expenses	19.84	18.48
(i)	Water charges	23.33	22.23
(j)	Rates and taxes, excluding taxes on income	22.47	11.11
(k)	Insurance	14.53	12.65
(l)	Bad debts	-	0.10
(m)	Provision for doubtful debts	3.40	6.00
(n)	Membership and subscriptions	10.59	7.17
(o)	Bank charges	17.06	12.55
(p)	Payment to auditors (Refer note 34.1 below)	10.08	10.22
(q)	Travelling and conveyance	38.92	19.91
(r)	Laboratory expenses	6.25	5.84
(s)	Postage and telegram	6.64	5.82
(t)	Licences	7.95	7.99
(u)	Recommendation charges	42.30	41.89
(v)	Office Maintenance and others	7.26	6.80
(w)	Meeting expenses	3.13	7.23

(All amounts are in Rupees Lakhs unless otherwise stated)

(x)	Discount allowed	1.39	0.76
(y)	Clinical Research Expenses	11.59	-
		1,059.10	**961.40**

34.1 Payment to Auditors:

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
	To Statutory Auditor		
	For Statutory audit	4.00	4.00
	For Certification	0.05	-
	To Internal Auditor		
	For Internal audit	5.00	5.00
	To Tax Auditor		
	For Tax audit	0.83	1.02
	For Other taxation matters	0.20	0.20
		10.08	**10.22**

Note 35: Exceptional items

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	Net Gain/(loss) on sale of items of property, plant and equipment	(0.41)	0.98
		(0.41)	**0.98**

Note 36: Tax expenses

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	*Current Tax*		
	In respect of the current year	0.41	23.50
	In respect of the earlier years	-	12.84
		0.41	36.34
(b)	*Deferred tax*		
	In respect of the current year	(15.23)	27.99
	In respect of the earlier years	1.42	-
		(13.81)	27.99
	Total tax expense	**(13.40)**	**64.33**

The reconciliation of estimated income tax expense at tax rate to income tax expense reported in Statement of Profit and Loss :

S.no.	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	Profit before tax expenses	(5.36)	138.26
	Enacted tax rate	27.82%	27.82%
	Expected income tax expense at statutory tax rate	(1.49)	38.46
(b)	Tax effects of amounts which are not deductible/(taxable) in calculating taxable income :		
	(1) Expenses not deductible for determining taxable profit	6.45	5.86
	(2) Expenses deductible for determining taxable profit	(18.36)	7.17
	(3) Prior year taxes	-	12.84
	Reconciliation difference	(11.91)	25.87
(c)	**Income tax expenses**	**(13.40)**	**64.33**
	Effective income tax rate	250.05%	46.53%

Note: The above computation is based on provisional statement of taxes and the figures are subject to tax audit and filing of tax returns in the due course.

(All amounts are in Rupees Lakhs unless otherwise stated)

Note 37 : Leases

(A) Finance leases

The Company had adopted Ind AS 116 'Leases' on all lease contracts with effect from April 1, 2019

The Company has taken certain medical equipments under finance lease. The leases typically run for a term ranging from 3-5 years. The Company has option to purchase the equipment for a nominal amount at the end of the lease term. The Company's obligations under finance leases are secured by the lessors' title to the leased assets.

The disclosures as required under the standard are given below:

Right Of Use (ROU) Asset	As at March 31, 2026	As at March 31, 2025
Gross value	405.32	405.32
Less: Accumulated Depreciation	(68.40)	(39.64)
Carrying amount	336.92	365.68

Lease liability	As at March 31, 2026	As at March 31, 2025
Gross value	180.72	226.69
Less: Reduction in lease liability	(60.55)	(45.97)
Carrying amount	120.17	180.72
Current portion of lease liability	67.08	60.54
Non-current portion of lease liability	53.09	120.18
Amount recognised as lease interest during the year	15.81	17.69

Details of maturities of finance lease liabilities:

Particulars	Future minimum lease payments	
	As at March 31, 2026	As at March 31, 2025
(i) not later than one year	76.35	76.36
(ii) later than one year and not later than five years	55.93	132.28
(iii) later than five years	-	-
	132.28	208.64
Less: future finance costs		
(i) not later than one year	9.27	15.81
(ii) later than one year and not later than five years	2.84	12.11
(iii) later than five years	-	-
Closing balance	**120.17**	**180.72**

(B) Operating leases

Right Of Use (ROU) Asset	As at March 31, 2026	As at March 31, 2025
Gross value	461.30	262.54
Less: Accumulated Depreciation	(167.75)	(108.18)
Carrying amount	293.55	154.36

Lease liability	As at March 31, 2026	As at March 31, 2025
Gross value	403.40	239.42
Less: Reduction in lease liability	(83.17)	(77.12)
Carrying amount	320.23	162.30
Current portion of lease liability	89.76	79.81
Non-current portion of lease liability	230.47	82.49
Amount recognised as lease interest during the year	33.24	17.81

Details of maturities of operating lease liabilities:

Particulars	Future minimum lease payments	
	As at March 31, 2026	As at March 31, 2025
(i) not later than one year	116.33	92.83
(ii) later than one year and not later than five years	119.05	87.41
(iii) later than five years	287.67	-
	523.05	180.24
Less: future finance costs		
(i) not later than one year	26.57	13.03
(ii) later than one year and not later than five years	75.69	4.91
(iii) later than five years	100.56	-
Closing balance	320.23	162.30

(All amounts are in Rupees Lakhs unless otherwise stated)

Note 38 : Disclosures on financial instruments

Capital Management

The Company manages capital risk in order to maximize shareholders' profit by maintaining optimal capital structure.The funding requirements are met through a mixture of equity, internal fund generation and other non-current borrowings. The Company's policy is to use current and non-current borrowings to meet anticipated funding requirements.

The Company entered into fresh borrowing commitments in this period to support strategic capital expenditures, fund future business expansion, and optimize working capital management in alignment with its capital risk management strategy. The Company monitors capital on the basis of the gearing ratio.

The following table summarizes the capital structure and gearing ratio of the Company:

S.No	Particulars	As at March 31, 2026	As at March 31, 2025
(a)	Long term borrowings (Note No. 16 & 17)	1,300.96	202.67
(b)	Short term Borrowings (Note No. 19 & 20)	282.41	140.35
(c)	**Total Borrowings**	**1,583.37**	**343.02**
(d)	Cash and Cash equivalents (Note No. 11)	180.83	201.11
(e)	Bank Balances other than cash and cash equivalents other than the above (Note No. 12)	191.78	196.68
(f)	**Total Cash**	**372.61**	**397.79**
(g)	**Net Debt = (c)-(f)**	**1,210.76**	**(54.77)**
(h)	Equity (Note No. 14)	2,079.63	2,079.63
(i)	Other Equity (Refer Note No. 15)	3,934.13	3,920.40
(j)	**Total Equity**	**6,013.76**	**6,000.04**
(k)	**Net Debt to Equity Ratio = (g)/(j)*100**	**20.13%**	**-0.91%**

Note:

i) Equity includes all reserves of the Company including other comprehensive income.
ii) Debt is defined as long term and short term borrowings as stated in Note Nos. 16 and 19.
iii) Borrowings include lease liabilities.
iv) Net debts are non-current and current debts as reduced by cash and cash equivalents, other bank balances.
v) Bank balances are adjusted for Unspent CSR Account and unpaid dividend.

Financial assets and liabilities

The following table presents the carrying amounts and fair value of each category of financial assets and liabilities as at March 31, 2026.

Financial assets

Sr. No	Particulars	Cash, and other financial assets at amortised cost	Total carrying value	Total fair value
(a)	Trade receivables	120.78	120.78	120.78
(b)	Cash and cash equivalents	180.83	180.83	180.83
(c)	Bank balances other than above	201.83	201.83	201.83
(d)	Other financial assets - non-current	254.92	254.92	254.92
		758.36	**758.36**	**758.36**

Financial liabilities

Sr. No	Particulars	Other financial liabilities (at amortised cost)	Total carrying value	Total fair value
(a)	Borrowings- non current	1,017.40	1,017.40	1,017.40
(b)	Borrowings- current	125.57	125.57	125.57
(c)	Lease liabilities- non current	283.56	283.56	283.56
(d)	Lease liabilities- current	156.84	156.84	156.84
(e)	Trade payables- current	324.80	324.80	324.80
(f)	Other financial liabilities - non-current	10.69	10.69	10.69
(g)	Other financial liabilities - current	256.83	256.83	256.83
		2,175.68	**2,175.68**	**2,175.68**

The following table presents the carrying amounts and fair value of each category of financial assets and liabilities as at March 31, 2025.

Financial assets

Sr. No	Particulars	Cash, and other financial assets at amortised cost	Total carrying value	Total fair value
(a)	Trade receivables	132.30	132.30	132.30
(b)	Cash and cash equivalents	201.11	201.11	201.11
(c)	Bank balances other than above	213.97	213.97	213.97
(d)	Other financial assets - non-current	238.78	238.78	238.78
		786.16	**786.16**	**786.16**

Financial liabilities

Sr. No	Particulars	Other financial liabilities (at amortised cost)	Total carrying value	Total fair value
(a)	Borrowings- non current	-	-	-
(b)	Borrowings- current	-	-	-
(c)	Lease liabilities- non current	202.67	202.67	202.67
(d)	Lease liabilities- current	140.35	140.35	140.35
(e)	Trade payables- current	336.29	336.29	336.29
(f)	Other financial liabilities - non-current	12.21	12.21	12.21
(g)	Other financial liabilities - current	182.45	182.45	182.45
		873.97	**873.97**	**873.97**

Note 38 : Disclosures on financial instruments (Continued)

Credit risk

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks.

Financial instruments that are subject to concentrations of credit risk, principally consist of investments classified as fair value through profit and loss, trade receivables, loans and advances and derivative financial instruments. The Company strives to promptly identify and reduce concerns about collection due to a deterioration in the financial conditions and others of its main counterparties by regularly monitoring their situation based on their financial condition. None of the financial instruments of the Company result in material concentrations of credit risks.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk is Rs. 758.37 Lakhs as at March 31,2026 and Rs. 786.16 Lakhs as at March 31, 2025, respectively, being the total of trade receivables, cash & cash equivalents, other bank balances and non-current financial assets.

Financial assets that are neither past due nor impaired

None of the Company's cash equivalents or other bank balances are past due or impaired. Regarding trade receivables that are neither impaired nor past due, there were no indications as at March 31, 2026 and March 31, 2025, that defaults in payment obligations will occur.

Credit quality of financial assets and impairment loss

The quality of financial assets can be assessed by way of ageing analysis of trade receivables discussed in "Note No. 10 Trade Receivables".

Liquidity risk

Liquidity risk refers to the risk that the Company will encounter difficulty to meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements.

The Management monitors rolling forecasts of the Company's cash flow position and ensures that the Company is able to meet its financial obligation at all times including contingencies.

Undrawn borrowing facilities

Further, the Company has access to contractually committed, unutilized borrowing facilities at the end of the reporting period to secure its liquidity positions. The unutilised balances available for future operations and capital deployments are as follows:

S.No	Particulars	As at March 31, 2026	As at March 31, 2025
i)	Expiring within one year	1,174.50	-
ii)	Expiring beyond one year	-	-
		1,174.50	**-**

Maturities of financial liabilities as at March 31, 2026

Particulars	Due in 1st year	Due in 2nd to 5th year	Due after 5th year	Total
Borrowings	125.57	708.76	308.64	1,142.97
Trade payables	324.79	-	-	324.79
Lease liabilities	156.85	96.45	187.10	440.40
	607.19	**805.21**	**495.74**	**1,908.15**

Maturities of financial liabilities as at March 31, 2025 **(Amount in Rs. Lakhs)**

Particulars	Due in 1st year	Due in 2nd to 5th year	Due after 5th year	Total
Borrowings	-	-	-	-
Trade payables	336.29	-	-	336.29
Lease liabilities	140.36	202.67	-	343.03
	476.65	**202.67**	**-**	**679.32**

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates.The Company's management monitors the interest fluctuations, if any, and accordingly, takes appropriate measures to mitigate the associated risks.

Interest rate risk exposure:

(Amount in Rs. Lakhs)

S.No	Particulars	As at March 31, 2026	As at March 31, 2025
1	Fixed rate borrowing	-	-
2	Variable rate borrowing	1,142.97	-
	Total	**1,142.97**	**-**

Sensitivity Analysis

The following table demonstrates the sensitivity to a reasonably possible change (100 basis points) in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on variable rate borrowings, as follows:

(Amount in Rs. Lakhs)

S.No	Particulars	As at March 31, 2026	As at March 31, 2025
	Interest sensitivity		
1	Interest rates – increase by 100 basis points	3.58	-
2	Interest rates – decrease by 100 basis points	3.58	-

Foreign currency exchange rate risk:
Since the Company did not have any cash inflows or outflows during the financial year, there is no foreign currency exchange rate risk.

(All amounts are in Rupees Lakhs unless otherwise stated)

Note 39 : Related party disclosures

A. Name of the related parties and their relationship

Name	Relationship
Key Management personnel	
Dr. Kavetha Sundaramoorthy	Chairperson
Ms. Sangeetha Sundaramoorthy	Managing director
Dr. Kuttapalayam Songappan Ramalingam	Non Executive Director (Chief Executive Officer & Whole Time Director up to May 29, 2025)
Dr. Sengodagounder Natesan	Non- Executive - Independent director
Mr. Gopalakrishnan Karthik Veeramani	Non- Executive - Independent director
CA Perumalsamy Mahendran	Non- Executive - Independent director
CA Reghunathan Ramanujam	Chief Financial Officer
CS Achuth Menon	Company Secretary (upto February 12, 2026)
CS Prathish S	Company Secretary (from February 13, 2026)
Dr. D R Kaarthikeyan	Non- Executive - Independent Director (upto September 24, 2024)
Dr. Yogesh Shah	Non- Executive - Independent Director (upto September 24, 2024)
CA M Alagiriswamy	Non- Executive - Independent Director (upto September 24, 2024)

Enterprises owned or significantly influenced by Key Management Personnel or their relatives - (with whom transactions have been taken place)

M/s. Lotus Vision Research Trust

M/s. Coimbatore Kidney Care And Research Limited

M/s. Eyeda Meds LLP

B. Related party transactions

Name	Nature of transaction	Transaction		Outstanding Balances	
		For the year ended March 31, 2026	For the year ended March 31, 2025	As at March 31, 2026	As at March 31, 2025
Ms. Sangeetha Sundaramoorthy	Remuneration	42.00	42.00	-	(2.58)
	Rent paid	-	1.57	-	(0.85)
Dr. Kavetha Sundaramoorthy	Director sitting fee	0.40	0.90	-	-
Dr. Kuttapalayam Songappan Ramalingam	Remuneration	12.00	12.00	(1.00)	(1.00)
Dr. D R Kaarthikeyan	Director sitting fee	-	1.00	-	-
Dr. Yogesh Shah	Director sitting fee	-	1.00	-	-
CA Perumalsamy Mahendran	Director sitting fee	0.95	1.40	-	-
CA M Alagiriswamy	Director sitting fee	-	1.00	-	-
Dr. Sengodagounder Natesan	Director sitting fee	0.95	1.40	-	-
Mr Gopalakrishnan Karthik Veeramani	Director sitting fee	0.95	1.40	-	-
CA Reghunathan Ramanujam	Remuneration	22.80	22.65	(1.65)	(1.45)
CS Achuth Menon	Remuneration	10.96	12.26	-	(1.00)
CS Prathish S	Remuneration	1.15	-	(0.83)	-
M/s. Lotus Vision Research Trust	Rent received	45.37	43.95	-	-
M/s. Lotus Vision Research Trust	Rent paid	67.33	65.21	-	-
M/s. Lotus Vision Research Trust	Rent paid - Equipment	13.77	7.42	-	-
M/s. Lotus Vision Research Trust	Purchase of goods	16.85	-	-	-
M/s. Lotus Vision Research Trust	Electricity Charges	18.37	19.52	(1.47)	-
M/s. Coimbatore Kidney Care And Research Limited	Medical services	1.89	0.61	-	(0.00)
M/s. Eyeda Meds LLP	Purchase of goods	70.22	-	(4.70)	-
M/s. Lotus Vision Research Trust	CSR paid	6.07	-	-	-

Notes:

(i) Outstanding balances represents (payables)/receivables.

(ii) The related party has been identified as per Section 203 of Companies Act, 2013 and Ind AS 24 - Related Party Disclosures.

(iii) The remuneration to Key Management Personnel does not include the provision made for Gratuity as they are determined on an actuarial basis for the Company as a whole.

(iv) The transaction values are gross amounts exclusive of taxes.

Note 40 : Earnings per share (EPS)

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a)	Net profit attributable to equity shareholders	8.04	73.93
b)	Weighted average number of equity shares for calculation of basic and diluted per share	2,079.63	2,079.63
c)	Profit per share basic and diluted [a/b*10] (in Rs.)	0.04	0.36

Note 41 : Employee Benefits

A. Defined contribution plan

The Company makes contributions towards provident fund and employees state insurance as a defined contribution retirement benefit fund for qualifying employees. The provident fund is operated by the regional provident fund commissioner. The Employees state insurance is operated by the Employees State Insurance Corporation. Under these schemes, the Company is required to contribute a specific percentage of the payroll cost as per the statue.

The total expenses recognized during the year in the statement of profit and loss was Rs. 79.36 lakhs (previous year : Rs. 77.74 lakhs), and it represents contributions payable to these plans by the Company.

B. Defined benefit plans
Gratuity

The Company operates post-employment defined benefit plan that provide gratuity. The gratuity plan entitles an employee, who has rendered at least five years of continuous service, to receive one-half month's salary for each year of completed service at the time of retirement/exit. The Company's obligation in respect of the gratuity plan, which is a defined benefit plan, is provided for based on actuarial valuation carried out by an independent actuary using the projected unit credit method. The Company recognizes actuarial gains and losses immediately in the statement of profit and loss. The Company accrues gratuity as per the provisions of the Payment of Gratuity Act, 1972 as applicable as at the balance sheet date.
The Company contributes all ascertained liabilities towards gratuity to the Fund. The plan assets have been invested 100% in insurer managed funds. The Company provides for gratuity, a defined benefit retiring plan covering eligible employees. The Gratuity plan provides a lump sum payment to the vested employees at retirement, death, incapacitation or termination of employment based on the respective employees salary and tenure of the employment with the Company.

Disclosures of Defined Benefit Plans based on actuarial valuation reports

The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. Plan investment is a mix of investments in government securities, and other debt instruments.
Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.

(All amounts are in Rupees Lakhs unless otherwise stated)

Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The expected contributions for Defined Benefit Plan for the next financial year will be in line with financial year 2025-26.

On November 21, 2025, the Government of India notified the four Labour Codes consolidating existing labour laws.The Company has assessed the impact of these Codes and does not expect any incremental liability arising on account of the Labour Codes to be material. The Company continues to monitor developments relating to the finalisation of Central and State Rules and would provide appropriate accounting effect on the basis of such developments as and when required.

Change in defined benefit obligation

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a)	Present value of defined benefit obligation as at the beginning of the year	131.44	110.78
b)	Current service cost	14.80	11.62
c)	Interest cost	8.00	7.13
d)	Remeasurement (gains)/losses on account of change in actuarial assumptions	(6.67)	17.55
e)	Benefits paid and Charges deducted	(10.44)	(15.64)
f)	Present value of defined benefit obligation as at the end of the year	**137.13**	**131.44**

Changes in fair value of plan assets

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a)	Fair value of plan assets as at the beginning of the year	119.79	113.24
b)	Expected return on plan assets	7.86	7.90
c)	Contribution less Risk premium	18.70	13.00
d)	Contribution to meet direct benefit payments	-	4.27
e)	Benefits paid and charges deducted	(10.44)	(11.37)
f)	Direct benefit payments	-	(4.27)
g)	Actuarial Gain/(loss) on plan assets	1.22	(2.98)
h)	Fair value of plan assets as at the end of the year	**137.12**	**119.79**

Actual return on plan assets

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a)	Expected return on plan assets	7.86	7.90
b)	Actuarial gain / (loss) on plan assets	1.22	(2.98)
c)	Estimated actual return on plan assets	**9.08**	**4.92**

(All amounts are in Rupees Lakhs unless otherwise stated)

Acturial gains and losses recognized

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a)	Actuarial gain / (loss) for year - obligation	6.67	(17.55)
b)	Actuarial gain / (loss) for year - plan assets	1.22	(2.98)
c)	Subtotal	7.89	(20.53)
d)	Actuarial (gain) / loss recognized	(7.89)	20.53
e)	Unrecognized actuarial gains / (losses) at the end of the period	-	-

Amount recognised in balance sheet

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a)	Present value of the obligation	137.13	131.44
b)	Fair value of Plans	137.12	119.79
c)	Amount determined under Para 63 and IND AS 19	0.01	11.65
d)	Net Defined benefit liability recognised in the Balance Sheet	0.01	11.65
e)	Present value of future reduction in contribution under Para 65 of IND AS 19	-	-
f)	Net Defined Benefit Asset recognised under para 64 of Ind AS 19	-	-

Expenses recognised in statement of profit and loss

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a)	Current service cost	14.80	11.62
b)	Past service cost and (gain)/loss from settlements	-	-
c)	Return on plan assets (excluding amounts included in	-	-
d)	Net interest expense	0.15	(0.77)
e)	Total expenses/ (income) recognised in profit or loss	**14.95**	**10.85**

Expenses recognised in other comprehensive income

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a)	Remeasurement on the net defined benefit liability:	-	-
b)	Remeasurement (gains)/losses on account of plan obligations	(6.67)	17.55
c)	Difference on return on plan assets vs received	(1.22)	2.98
d)	Total of remeasurement (gain) / loss recognised in other comprehensive income (OCI)	**(7.89)**	**20.53**

(All amounts are in Rupees Lakhs unless otherwise stated)

Movements in the balance sheet

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a)	Present value of defined benefit obligation as at the beginning of the year	11.65	(2.47)
b)	Amount recognised in profit and loss	14.95	10.85
c)	Amount recognised in other comprehensive income	(7.89)	20.53
d)	Contribution paid	(18.70)	(17.27)
e)	Adjustments to the opening balance	-	-
f)	Net liability arising from defined benefit obligation as at the end of the year	**0.01**	**11.65**

Amount for the current period

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a)	Present value of obligation	137.13	131.44
b)	Plan assets	137.12	119.79
c)	Surplus/(Deficit)	(0.01)	(11.65)
d)	Experience adjustments on plan liabilities - (loss)/gain	4.71	(11.99)
e)	Impact of change in assumptions on plan liabilities - (loss)/gain	1.96	(5.56)
f)	Experience adjustments on plan assets - (loss)/gain	**1.22**	**(2.98)**

Major categories of plan assets (as percentage of total plan assets)

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a)	Government of India securities	0.00%	0.00%
b)	State government securities	0.00%	0.00%
c)	High quality corporate bonds	0.00%	0.00%
d)	Equity shares of listed companies	0.00%	0.00%
e)	Property	0.00%	0.00%
f)	Special deposit scheme	0.00%	0.00%
g)	Funds managed by insurer	100.00%	100.00%
h)	Others	0.00%	0.00%
i)	Total	**100.00%**	**100.00%**

Significant actuarial assumptions

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a)	Discount rate(s)	6.18%	6.34%
b)	Expected rate(s) of salary increase	5.00%	6.00%
c)	Attrition rate	40.50%	43.11%
d)	Expected rate of return on plan assets	6.18%	6.34%
e)	Retirement age	58 years	58 years
f)	Pre-retirement mortality	Indian Assured Lives Mortality (2012-14) Ultimate	

(All amounts are in Rupees Lakhs unless otherwise stated)

Category of assets

The fair value of the plan assets as at the end of the reporting period for each category, are as follows

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a)	Insurer managed funds	137.12	119.79

Sensitivity Analysis

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(i) Discount Rate + 50 BP	6.68%	6.84%
Defined Benefit Obligation [PVO]	135.86	130.29
Current Service Cost	16.26	14.63
(ii) Discount Rate - 50 BP	5.68%	5.84%
Defined Benefit Obligation [PVO]	138.44	132.61
Current Service Cost	16.68	14.97
(iii) Salary Escalation Rate + 50BP	5.50%	6.50%
Defined Benefit Obligation [PVO]	138.76	132.92
Current Service Cost	16.72	15.01
(iv) Discount Rate - 50 BP	4.50%	5.50%
Defined Benefit Obligation [PVO]	135.53	129.98
Current Service Cost	16.22	14.60
(BP Denotes basis "points")		

Note 42 : Corporate Social Responsibility (CSR) expenditure

Sr. No	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a)	Amount required to be spent by the company during the year	-	-
b)	Amount of expenditure incurred	6.07	-
c)	Shortfall at the end of the year	-	-
d)	Total of previous years shortfall	7.28	7.28
e)	Reason for shortfall	Pretains to ongoing projects	Pretains to ongoing projects
f)	Nature of CSR activities	Promotion of Health care for needy people	Promotion of Health care for needy people
g)	Details of related party transactions The above CSR expenditure is incurred through M/s. Lotus Vision Research Trust	6.07	-
h)	Where a provision is made with respect to liability incurred by entering into contractual obligation	1.21	7.28

(All amounts are in Rupees Lakhs unless otherwise stated)

Note 43 : Financial Ratios

S.no.	Ratio	Formula	Unit of Measure	FY 2025-26	FY 2024-25	% change YoY	Reason for Variance (>25 %)
1	Current Ratio	Current Ratio = Current Assets / Current Liabilities	Times	1.22	1.56	-21.88%	No significant variance
2	Debt-Equity Ratio	Debt-Equity Ratio = Borrowings / Shareholders' Fund	Times	0.26	0.06	360.54%	Due to addition of borrowings during the year
3	Debt service coverage Ratio	Debt service coverage Ratio = Earning available for Debt Service/ Interest + Principal repayments + lease payments	Times	0.78	2.58	-69.80%	Due to addition of borrowings during the year
4	Return on Equity	Return on Equity = Net Profit after taxes - Preference dividend / Shareholder's Equity	Percentage	0.13	1.23	-89.15%	Due to decrease in profitability
5	Inventory Turnover Ratio	Inventory Turnover Ratio = Net Sales / Average Inventory	Times	14.02	14.08	-0.42%	No significant variance
6	Trade Receivables Turnover Ratio	Trade Receivables Turnover Ratio = Net Credit Sales / Average Accounts Recievables	Times	6.85	6.21	10.18%	No significant variance
7	Trade Payable Turnover Ratio	Trade Payable Turnover Ratio = Net Credit Purchases / Average Accounts Payables	Times	5.04	4.71	7.00%	No significant variance
8	Net Capital Turnover Ratio	Net Capital Turnover Ratio = Net Sales / Working Capital	Times	26.45	11.96	121.24%	Due to increase in creditors and other liabilites.
9	Net Profit Ratio	Net Profit Ratio = Net Profit / Net Sales	Percentage	0.15	1.49	-89.97%	Due to decrease in profitability
10	Return on Capital Employed	Return on Capital Employed = Earnings before interest and taxes / Capital Employed	Percentage	1.06	2.90	-63.35%	Due to decrease in profitability and increase in capital employed

Notes :

1 Return on Investment Ratio is not applicable as the Company does not have any investments.
2 The entire net profit belongs to the equity shareholders as the Company has not issued any preference shares.

Note 44: Other Statutory Information

(i) Benami property:

The Company does not have any Benami property where any proceedings have been initiated or pending under the Benami Transactions (Prohibition) Act, 1988 during the year.

(ii) Borrowings :

The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.

The Company has borrowings from Banks or Financial Institutions on the basis of security of current assets during the year. As per the sanctioned terms, there is no requirement of submission of stock statements to Banks.

The Company has not been sanctioned working capital limits in excess of INR 5 crores, in aggregate, at any point of time during the year from banks or financial institutions on the basis of security of assets. Hence, the Company is not required to file quarterly returns or statement of current assets with banks or financial institutions.

(iii) Wilful Defaulter :

The Company has not been declared as a wilful defaulter by any Bank or Financial Institution during the year.

(iv) Relationship with Struck off Companies :

The Company did not have any transaction with the companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.

(v) Registration of Charges :

All charges have been duly verified. The Company does not have any charges or satisfaction yet to be registered with ROC beyond the statutory period, as at March 31, 2026.

(vi) Layers of Companies :

The Company does not hold any subsidiaries. Hence, compliance with the number of layers prescribed under Section 2(87) of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017 is not applicable.

(vii) Scheme of arrangements :

No scheme of arrangements has been approved by the Competent Authority in terms of Section 230 to 237 of the Companies Act, 2013.

(viii) Utilisation of Borrowed funds and share premium :

(A) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall: (a) 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 (b) Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(B) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall: (a) 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 (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ix) Undisclosed Income :

The Company does not have any transaction which 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.)

(x) Crypto / Virtual Currency :
The Company has not traded or invested in Crypto/Virtual Currency during the year.

(xi) Loans to Related Parties and others

The Company had not granted any loans or advances in the nature of loans to promoters, directors, KMP's and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that: a) are repayable on demand or b) without specifying any terms or period of repayment.

Note 45: Contingent Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Claims against the Company, disputed by the Company, not acknowledged as debt		
(i) Income tax	55.40	55.40
(ii) Kerala VAT	26.77	26.77
(iii) Medical related	17.06	-

Notes:

(i) An order has been received from the Income-tax department for FY 2009-10 and FY 2016-17 for an amount of Rs. 0.13 Lakhs and Rs. 55.27 Lakhs. The demand of Rs. 0.13 Lakhs has been disagreed by the Company. The demand of Rs. 55.27, Lakhs was for depositing specified bank notes during the demonetisation period. The Company has filed an appeal against the said demand before Commissioner of Income-tax (Appeals), Coimbatore. The liability has been considered contingent until the conclusion of the appeal.

(ii) An order has been received from Kerala sales tax department for an amount of Rs. 26.77 Lakhs. The Company has filed an appeal against the said demand before Kerala Value Added Tax Appellate Tribunal and High Court of Kerala for an amount of Rs. 5.16 Lakhs and Rs. 21.61 Lakhs. The liability has been considered contingent until the conclusion of the appeal.

(iii) A Customer has filed a complaint against the Company under Section 22(c) of the Legal Service Authority Act, 1987 for an amount of Rs.17.06 Lakhs towards compensation. The liability has been considered contingent until the conclusion of the appeal.

(iv) The Company believes that none of the above matters, either individually or in aggregate, are expected to have any material adverse effect on its financial statements. The cash flows in respect of above matters are determinable only on receipt of judgements/decisions pending at various stages/forums.

(v) There are no bank and corporate guarantee given by the Company.

Note 46: Corresponding figures for the previous year presented have been regrouped / rearranged wherever necessary to conform to the current year presentation.

For Anbarasu and Jalapathi Chartered Accountants Firm Registration No.: 010795S	For and on behalf of the Board of Directors of **Lotus Eye Hospital and Institute Limited**	
CA. K. Jalapathi Partner Membership no: 214823	**Ms. Sangeetha Sundaramoorthy** Managing Director DIN: 01859252	**Dr. Kuttapalayam Songappan Ramalingam** Director DIN: 01016571
Coimbatore, May 26, 2026.	**CA Reghunathan Ramanujam** Chief Financial Officer	**CS Prathish S** Company Secretary

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