General information about company

Scrip code	507747	
NSE Symbol	TTKHLTCARE	
MSEI Symbol	NOTLISTED	
ISIN	INE910C01018	
Name of the entity	TTK HEALTHCARE LIMITED	
Date of start of financial year	01-04-2024	
Date of end of financial year	31-03-2025	
Reporting Quarter Type	Yearly	
Date of Quarter Ending	31-03-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	The Company has not acquired shares or voting rights in unlisted companies during the financial year.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No	The Company has not obtained Loans / gaurantees / Comfort Letters / Securitoes etc. during the financial year.
Risk management committee	Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	t00183	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		
Remarks for Exchange (not for Website Dissemination)		

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory	
Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	RAGHUNATHAN THIRUVALLUR THATTAI	AADPR5270J	00043455	Executive Director	Chairperson related to Promoter		08-07-1952
2	Mr	RAJIV TULSHAN	AAQPT3727P	00009876	Non-Executive - Non Independent Director	Not Applicable		20-09-1957
3	Mr	KRISHNAMURTHY SHANKARAN	AAIPS7832E	00043205	Non-Executive - Non Independent Director	Not Applicable		11-11-1953
4	Mr	SUNDARAM BALASUBRAMANIAN	AADPB8034A	02849971	Non-Executive - Independent Director	Not Applicable		03-11-1942
5	Mr	RAMESH RAJAN NATARAJAN	ACSPN8579K	01628318	Non-Executive - Independent Director	Not Applicable		05-07-1957
6	Mr	VIJAYARAGHAVACHARI RANGANATHAN	ACCPR4755K	00550121	Non-Executive - Independent Director	Not Applicable		10-11-1958
7	Mr	SUBRAMANIAM KALYANARAMAN	AADPK4019Q	00119541	Executive Director	Not Applicable	CEO-MD	15-09-1962
8	Mr	MUKUND THIRUVALLUR THATTAI	AARPM8057C	07193370	Non-Executive - Non Independent Director	Not Applicable		23-12-1976
9	Mr	MURALI NEELAKANTAN	AABPN7036N	02453014	Non-Executive - Independent Director	Not Applicable		04-10-1972
10	Mrs	HASTHA SHIVARAMAKRISHNAN	AAZPH7868J	00391864	Non-Executive - Independent Director	Not Applicable		09-11-1958
11	Mrs	SUBASHREE ANANTKRISHNAN	ACEPA2765Q	10898908	Non-Executive - Independent Director	Not Applicable		30-11-1963

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active

I. Composition of Board of Directors													
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	No pro
1	NA		31-12-1998	01-11-2021		281	2	0	0	0			
2	NA		30-11-1984	24-07-2024			1	0	1	0			
3	NA		09-10-2000	25-07-2023			1	0	2	1			
4	Yes	09-08-2018	27-03-2015	27-03-2020	27-03-2025	120	2	2	2	2	Tenure Completion		
5	NA		03-02-2016	03-02-2021		109.93	6	6	8	5			
6	NA		01-06-2019	01-06-2024		70	3	3	4	3			
7	NA		22-08-2014	01-06-2024		70	1	0	0	0			
8	NA		09-09-2022	09-09-2022			2	0	0	0			
9	NA		22-08-2024	22-08-2024		7.3	2	2	0	0			
10	NA		16-10-2024	16-10-2024		5.5	1	1	0	0			
11	NA		24-01-2025	24-01-2025		2.23	1	1	1	0			

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00550121	VIJAYARAGHAVACHARI RANGANATHAN	Non-Executive - Independent Director	Chairperson	09-08-2019		Textual Information(1)
2	00043205	KRISHNAMURTHY SHANKARAN	Non-Executive - Non Independent Director	Member	06-04-2001		
3	01628318	RAMESH RAJAN NATARAJAN	Non-Executive - Independent Director	Member	22-08-2024		
4	10898908	SUBASHREE ANANTKRISHNAN	Non-Executive - Independent Director	Member	27-03-2025		
5	02849971	SUNDARAM BALASUBRAMANIAN	Non-Executive - Independent Director	Chairperson	03-02-2016	27-03-2025	Textual Information(2)

Sr Text Block	
Textual Information(1)	Mr. V Ranganathan was appointed as a Memeber of the Audit Commitee, w.e.f. 09-08-2019. He was nominated as Chairman, w.e.f. 27-03-2025, consequent upon the completion of term of office of Mr. S Balasubramanian as an Independent Director.
Textual Information(2)	Mr. S Balasubramanian was ceased to be the Chairman of the Audit Committee, consequent upon his completion of term of office as an Independent Director, w.e.f. 27-03-2025.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01628318	RAMESH RAJAN NATARAJAN	Non-Executive - Independent Director	Chairperson	09-08-2019		
2	00043205	KRISHNAMURTHY SHANKARAN	Non-Executive - Non Independent Director	Member	30-01-2002		
3	02849971	SUNDARAM BALASUBRAMANIAN	Non-Executive - Independent Director	Member	01-01-2022	27-03-2025	Textual Information(1)
4	02453014	MURALI NEELAKANTAN	Non-Executive - Independent Director	Member	22-08-2024		
5	00391864	HASTHA SHIVARAMAKRISHNAN	Non-Executive - Independent Director	Member	25-10-2024		
6	10898908	SUBASHREE ANANTKRISHNAN	Non-Executive - Independent Director	Member	27-03-2025		

Sr Text Block	
Textual Information(1)	Mr. S Balasubramanian ceases to be a Member of the Nomination and Remuneration Committee, consequent upon his completion of term of office as an Independent Director, w.e.f. 27-03-2025.

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00043205	KRISHNAMURTHY SHANKARAN	Non-Executive - Non Independent Director	Chairperson	30-01-2002		
2	00009876	RAJIV TULSHAN	Non-Executive - Non Independent Director	Member	30-10-2007		
3	00550121	VIJAYARAGHAVACHARI RANGANATHAN	Non-Executive - Independent Director	Member	22-08-2024		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00391864	HASTHA SHIVARAMAKRISHNAN	Non-Executive - Independent Director	Chairperson	25-10-2024		Textual Information(1)
2	02849971	SUNDARAM BALASUBRAMANIAN	Non-Executive - Independent Director	Chairperson	27-05-2021	27-03-2025	Textual Information(2)
3	00043205	KRISHNAMURTHY SHANKARAN	Non-Executive - Non Independent Director	Member	27-05-2021		
4	01628318	RAMESH RAJAN NATARAJAN	Non-Executive - Independent Director	Member	27-05-2021		
5	00119541	SUBRAMANIAM KALYANARAMAN	Executive Director	Member	27-05-2021		
6	99999999	Bhagavatula Venkatakanaka Durgaprasad	President - Finance	Member	27-05-2021		Textual Information(3)
7	99999999	VENGIPURAM KRISHNASWAMY SRINIVASAN	Senior Vice President - Finance	Member	27-05-2021		Textual Information(4)
8	99999999	RAMASWAMY SRIKANTH	Senior Vice President - Systems	Member	27-05-2021	27-03-2025	Textual Information(5)
9	99999999	BALAGOPAL HARIKUMAR	General Manager - IT	Member	27-03-2025		Textual Information(6)

Sr Text Block	
Textual Information(1)	Mrs Hastha Sivaramakrishnan was appointed as a Member on 25-10-2024 and nominated as Chairman w.e.f. 27-03-2025, consequent upon the completion of term of office of Mr S Balasubramanian as an Independent Director.
Textual Information(2)	Mr. S Balasubramanian ceased to be the Chairman of the Risk Management Committee, consequent upon his completion of term of office as an Independent Director, w.e.f. 27-03-2025.
Textual Information(3)	Mr Bhagavatula Venkatakanaka Durgaprasad, President - Finance (CFO) is a Company Executive and not a Director.
Textual Information(4)	Mr Vengipuram Krishnaswamy Srinivasan, Senior Vice President - Finance is a Company Executive and not a Director.
Textual Information(5)	Mr Ramaswamy Srikanth, Senior Vice President - Systems is a Company Executive and not a Director. He ceased to be a Member of the Risk Management Committee consequent to his retirement from the services of the Company.
Textual Information(6)	Mr Balagopal Harikumar, General Manager - IT is a Company Executive and not a Director. He was nominated as a Member of the Risk Management Committee, w.e.f. 27-03-2025, consequent to the retirement of Mr R Srikanth from the services of the Company.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00043455	RAGHUNATHAN THIRUVALLUR THATTAI	Executive Director	Chairperson	22-08-2014		
2	00043205	KRISHNAMURTHY SHANKARAN	Non-Executive - Non Independent Director	Member	22-08-2014		
3	00009876	RAJIV TULSHAN	Non-Executive - Non Independent Director	Member	22-08-2024		
4	02453014	MURALI NEELAKANTAN	Non-Executive - Independent Director	Member	22-08-2024		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	25-10-2024				Yes	10	9	4
2		24-01-2025	90		Yes	11	11	6
3		21-03-2025	55		Yes	11	11	6

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	24-10-2024				Yes	4	3	2	0
2	Audit Committee	23-01-2025	90			Yes	4	4	3	0
3	Audit Committee	21-03-2025	56			Yes	4	4	3	0
4	Stakeholders Relationship Committee	25-10-2024				Yes	3	3	1	0
5	Stakeholders Relationship Committee	24-01-2025	90			Yes	3	3	1	0
6	Risk Management Committee	01-08-2024				Yes	4	4	2	3

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Risk Management Committee	10-02-2025				Yes	4	4	2	3
8	Nomination and remuneration committee	16-10-2024				Yes	4	4	3	0
9	Nomination and remuneration committee	24-01-2025				Yes	5	5	4	0
10	Corporate Social Responsibility Committee	24-01-2025				Yes	4	4	1	0

Annexure 1

V. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	GOWRY A JAISHANKAR
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	The Corporate Governance for the Quarter ended December 31, 2024, was placed before the Board at its Meeting held on January 24, 2025 and the same was taken on record. There were no comments / observations / advice. The Corporate Governance Report for the Quarter ended March 31, 2025 will be placed before the Board at its ensuing Meeting.

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of LODR Regulation				
Sr				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
	As per regulation 46(2) of the LODR:			
1.1	Details of business	Yes		https://ttkhealthcare.com
1.2	Memorandum of Association and Articles of Association	Yes		https://ttkhealthcare.com/wp-content/uploads/2023/04/MOA-AOA.pdf
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes		https://ttkhealthcare.com/wp-content/uploads/2019/09/Profile-of-Directors-1.pdf
2	Terms and conditions of appointment of independent directors	Yes		https://ttkhealthcare.com/wp-content/uploads/2019/09/ID-Terms-and-Conditions.pdf
3	Composition of various committees of board of directors	Yes		https://ttkhealthcare.com/wp-content/uploads/2019/09/Composition-of-Various-Committees-wef-27032025.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		https://ttkhealthcare.com/wp-content/uploads/2019/09/Code_of_Conduct_03022017-1.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://ttkhealthcare.com/wp-content/uploads/2019/09/TTKHC-Whistle-Blower-Policy-1.pdf
6	Criteria of making payments to non-executive directors	Yes		https://ttkhealthcare.com/wp-content/uploads/2019/09/Criteria-of-making-payment-to-NEDs-2022.pdf
7	Policy on dealing with related party transactions	Yes		https://ttkhealthcare.com/wp-content/uploads/2019/09/RPT-Policy-09022022.pdf
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		https://ttkhealthcare.com/wp-content/uploads/2019/09/FAMILIARISATION-PROGRAMME-FOR-INDEPENDENT-DIRECTORS.pdf
10	Email address for grievance redressal and other relevant details	Yes		https://ttkhealthcare.com/contact-us/
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://ttkhealthcare.com/wp-content/uploads/2019/09/Contact-Information-IGR.pdf
12	Financial results	Yes		https://ttkhealthcare.com/investorlist/financial-results/
13	Shareholding pattern	Yes		https://ttkhealthcare.com/investorlist/share-holding-pattern/

14	Details of agreements entered into with the media companies and/or their associates	NA		

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of LODR Regulation				
Sr				
	As per regulation 46(2) of the LODR:			
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	NA		
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://ttkhealthcare.com/investorlist/paper-advertisements/
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Secretarial Compliance Report	Yes		https://ttkhealthcare.com/wp-content/uploads/2022/07/SESCR31032023.pdf
21	Materiality Policy as per Regulation 30 (4)	Yes		https://ttkhealthcare.com/wp-content/uploads/2019/09/Policy-for-Disclosure-of-Events-or-Information.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://ttkhealthcare.com/wp-content/uploads/2022/07/KMPs-Contact-Details-21032025.pdf
23	Disclosures under regulation 30(8)	Yes		https://ttkhealthcare.com/investors/
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		https://ttkhealthcare.com/wp-content/uploads/2019/09/Dividend-Distribution-Policy.pdf
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://ttkhealthcare.com/wp-content/uploads/2021/03/Form_MGT_7-Website.pdf
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	NA		
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://ttkhealthcare.com
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://ttkhealthcare.com

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	NA	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	Yes	
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	NA	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	GOWRY A JAISHANKAR
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	**Particulars**	**Compliance status (Yes/No/NA)**
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II		
1	Name of signatory	GOWRY A JAISHANKAR
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	GOWRY A JAISHANKAR
Designation of person	Company Secretary and Compliance Officer
Place	CHENNAI
Date	25-04-2025

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	10
No. of investor complaints disposed off during the Quarter	10
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Listing Complaince - National Stock Exchange of India	Fine / Penalty	17-03-2025	Penalty / Fine Leived of Rs. 75,000 - Waiver Request Filed	0
2	Listing Compliance - BSE Limited	Fine / Penalty	17-03-2025	Penalty / Fine Leived of Rs. 75,000 - Waiver Request Filed	0
3	GST Customs	Fine / Penalty	13-01-2025	Delay in filing - Penalty paid Rs. 5000	0
4	GST Customs	Fine / Penalty	13-01-2025	Delay in filing - Penalty paid Rs. 45000	0
5	GST Customs	Fine / Penalty	17-01-2025	Delay in filing - Penalty paid Rs. 10000	0

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Assessing Officer, Corporate Ward 3(1) CHE	01-04-2001	Disallowance value of Logo Charges, Royalty Charges, pending in High Court of Madras (Rs.2030.42 Lakhs) for AY 2001-02 to 2012-13	Same as reported in the previous Quarter.
2	Assessing Officer, Corporate Ward 3(1) CHE	15-07-2022	Disallowance of Depot Service Charges, Logo Charges pending in ITAT (Rs.255.68 Lakhs) for AY 2013-14	CIT(A) has passed order in favour of our Company (Assessee) setting aside the disallowance of Logo charges and Depot Service charges.
3	Assessing Officer, Corporate Ward 3(1) CHE	08-09-2023	Disallowance of Depot Service Charges, Logo Charges pending in ITAT (Rs.2.18 Lakhs) for AY 2014-15	CIT(A) has passed order in favour of our Company (Assessee) setting aside the disallowance of Logo charges and Depot Service charges.
4	Assessing Officer, Corporate Ward 3(1) CHE	16-03-2021	Disallowance of 37(1) (Performance Linked Incentive), E commerce Development - Capital Nature, Logo Charges pending in ITAT (Rs.162.93 Lakhs) for AY 2018-19	ITAT has directed the Company (Assessee) to submit documents to the Assessing officer w.r.t. Performance Linked Incentive. The Ecommerce development Expenses has been treated as capital in nature and only depreciation is allowed. Order passed in favour of our Company (Assessee) setting aside the disallowance of Logo charges.
5	Assessing Officer, Corporate Ward 3(1) CHE	21-09-2022	Disallowance of Depot Service Charges, Logo Charges pending in ITAT (Rs.106.71 Lakhs) for AY 2020-21	CIT(A) has passed order in favour of our Company (Assessee) setting aside the disallowance of Logo charges and Depot Service charges.
6	Assessing Officer, Corporate Ward 3(1) CHE	03-03-2025	Disallowance of Interest (Rs.323.75 lakhs) under Section 244A of Income Tax Act, 1961 for AY 2013-14. [Already disclosed vide Communication No.TTKH:SEC:GJ:057:25 dated 14.02. 2025]	The Company has filed a Writ Petition before the Hon'ble High Court of Judicature at Madras against this order. The Court has granted stay of recovery of interest already given and the matter was posted for further hearing on 21/07/2025.
7	Assessing Officer, Corporate Ward 3(1) CHE	10-02-2025	Disallowance of Interest (Rs.56.38 lakhs) under Section 244A of Income Tax Act, 1961 for AY 2014-15. [Already disclosed vide Communication No.TTKH:SEC:GJ:057:25 dated 14.02. 2025]	The Company has filed a Writ Petition before the Hon'ble High Court of Judicature at Madras against this order. The Court has granted stay of recovery of interest already given and the matter was posted for further hearing on 21/07/2025.
8	Assessing Officer, Corporate Ward 3(1) CHE	19-02-2025	Disallowance of Interest (Rs.237.17 lakhs) under Section 244A of Income Tax Act, 1961 for AY 2015-16. [Already disclosed vide Communication No.TTKH:SEC:GJ:061:25 dated 25.02. 2025]	The Company has filed a Writ Petition before the Hon'ble High Court of Judicature at Madras against this order. The Court has granted stay of recovery of interest already given and the matter was

				posted for further hearing on 21/07/2025.
9	Assessing Officer, Corporate Ward 3(1) CHE	25-03-2025	First Time Disclosure	Disallowance of Depot Service Charges, Logo Charges pending in CIT(A) (Rs.127.79 lakhs) for AY 2023-24.
10	Office of the Joint Commissioner (State Tax) No 1 Division Vijayawada	30-09-2023	Classification Issue- AWD Feed Suppliment- ACIBLAST, BLOX POWER POWDER, TEFROLI POWDER, Total Impact - Rs.59.01 lakhs (2017-18 to 2020-21)	Same as reported in the previous Quarter.
11	Office of the Assistant Commissioner of GST and Central Excise , Puducherry Division -II	01-04-2028	GST/RCM on foreign expenses and freight charges. Total Impact - Rs.44.83 Lakhs (2018-19 to 2021-22)	Same as reported in the previous Quarter.
12	Assistant State Tax Officer, Wayanad Kerala	10-09-2024	First Time Disclosure	The Assistant State Tax Officer, Squad No.1 had intercepted goods for wrong classification in Wayanad Check Post. Company's appeal before the Joint Commissioner was dismissed. Writ Appeal was filed against that in the Hon'ble High Court of Judicature at Kerala. Interim stay obtained from the said High Court deferrring the recovering proceedings till the GST Tribunal is consituted and an appeal in that forum is filed. (Impact - Rs.0.98 lakhs)
13	The Customs, Excise and Sevice Tax Appellate Tribunal Chennai	01-04-1988	Show cause notice received for erroneous refund (1988-89 to 2000-01) - Rs. 1,15,20,000	Same as reported in the previous Quarter but unlikely to be taken up.
14	The Commissioner of Central Excise (Appeals)	01-04-2002	Order pending to be received from Commissioner (Appeals) but unlikely to be taken up (2002-03) Rs. 42,000	Same as reported in the previous Quarter.
15	The Customs, Excise and Sevice Tax Appellate Tribunal Chennai	01-04-1995	1995-1996 to 2007-2008 - Rs. 2,70,000	Disputes under different head covering the said years. Status same as per previous quarter end but unlikely to be taken up.
16	The Deputy Commissioner of Central Excise Aurangabad	01-04-1994	1994 -1995 & 1995-1996 - Rs. 74,000	Goods classification issue covering two years. Status same as per previous quarter end but unlikely to be taken up.
17	The Commissioner of Central Excise (Appeals) Banglore & CESTAT Bangalore.	01-04-2005	Inadmissible CENVAT Credit issue (2005-06 to 2007-08) - Rs.3,98,000	Same as per previous quarter end.
18	Settlement Commission, Chennai	01-04-1992	Department has not replied to SETCOM with regard to Interest liability. It's now too long a period. (1992-93 to 2005-06) - Rs. 20,30,000	Same as per previous quarter end.
19	CESTAT, Chennai	01-04-2010	Latex classification issue not taken up for a long time. (2010-11 to 2011-12) - Rs. 3,50,30,000	Same as per previous quarter end.
	Department of Pharmaceuticals		The Company revised the MRP of its Orthopaedic Implants from Rs.90,000 [for a set of four components] to Rs.1,00,000/-, in September, 2014. The 10% increase would mean a revised MRP of Rs.99,000/- and for operational convenience, it was rounded off to	The Company remitted a sum of Rs.43,15,154/- [Overcharged Amount - Rs.17,44,750/- Plus Interest @15% p.a. - Rs.25,70,404/-

20	National Pharmaceutical Pricing Authority Ministry of Chemicals & Fertilizers	30-01-2025	Rs.1,00,000/-. The rounding off amount of Rs.1,000/- has been treated as overcharging under Para 20 of the DPCO, 2013 by NPPA. Demand Notice bearing No.F.No.20(8)/56/07/OC/2018/Div.III/NPPA dated January 30, 2025 was received from NPPA through E-mail dated January 30, 2025 for a sum of Rs.49,28,419/- [Overcharged Amount - Rs.19,87,300/- Plus Interest @15% p.a. - Rs.29,41,119/-] [Already disclosed vide communication No.TTKH:SEC:GJ:036:25 dated 31.01.2025].	]. [It was observed that 441 units of a component was wrongly classified under the overcharged category though they were sold under the old MRP only. Hence remittance was made after adjusting the value for 441 units and the same was also informed to NPPA].