

CORRIGENDUM TO THE NOTICE OF POSTAL BALLOT DATED MARCH 31, 2026

Dear Member(s),

This is with reference to the Notice of Postal Ballot dated March 31, 2026 (“Postal Ballot Notice”) issued to the members of Veerhealth Care Ltd (“Company”) and ongoing e-voting available from Wednesday, 01st April, 2026 at 9:00 a.m. IST to 5.00 P.M. (IST) on Thursday, 30th April, 2026.

The Postal Ballot Notice was dispatched via email to the shareholders of the Company on March 31, 2026, in due compliance with the Companies Act, 2013 (the “Act”), read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) (“Rules”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”) and relevant circulars issued by the Ministry of Corporate Affairs (“MCA”).

The Company, through this communication wishes to bring to the notice of the members, following additions/modifications in the explanatory statement forming part of the Postal Ballot Notice, as detailed below:

CHANGES TO THE EXPLANATORY STATEMENT TO ITEM NO. 1 ISSUANCE OF UPTO 1,00,00,000 FULLY CONVERTIBLE WARRANTS TO THE PERSONS BELONGING TO ‘PROMOTER & PROMOTER GROUP CATEGORY AND NON-PROMOTER CATEGORY’ ON PREFERENTIAL BASIS

I. Additional Disclosure:

In addition to the existing disclosures, the following additional disclosure shall be read as part of Point IV of explanatory statement of Item No.1:

The intent of the promoters, directors, key management personnel or senior management of the issuer to subscribe to the offer:

#	Name	Category	Designation	Type of Security	Number of Security
6	Yogesh Shah HUF	Promoter	Promoter	Warrants	9,00,000

II. Correction in the Shareholding Pattern Table

The Shareholding Pattern of the issuer before and after the preferential issue under point V to the explanatory statement of Item No.1, shall stand corrected to the extent that the portion inadvertently highlighted in yellow shall be read without any highlight, and the corrected clean version shall be considered as the final disclosure.

III. Additional Disclosure:

In addition to the existing disclosures, the following additional disclosure shall be read as part of Point IX of explanatory statement of Item No.1:

IX. The percentage of post preferential issue capital that may be held by the allottee(s) pursuant to the preferential issue.

S. No.*	Name of the Proposed Allottee**	Pre-issue Shareholding Structure		No. of Warrants to be Allotted	Post Issue Shareholding (Presuming full conversion of Warrants)#	
		No. of Shares	%		No. of Shares	%
10	Panna Pankaj Bhai Shah	11,000	0.06%	14,01,000	14,12,000	4.71

(*) Serial Number as in the Postal Ballot Notice

(**) The above revision is pursuant to identification of pre-preferential shareholding and does not impact the terms of the issue or the identity of the proposed allottee.

IV. Additional Disclosure:

In addition to the existing disclosures, the following additional disclosure shall be read as part of Point XVII of explanatory statement of Item No.1

#	Name	Category	Designation	Type of Security	Number of Security
6	Yogesh Shah HUF	Promoter	Promoter	Warrants	9,00,000

V. Correction in Day mentioned against the date 28th March, 2026 mentioned in explanatory statement:

It is clarified that wherever the day is mentioned as “Friday” against the date 28th March, 2026, the same shall be read as “Saturday” 28th March, 2026.

Save and except as set out above, all other particulars and details set out in the Postal Ballot remain unchanged. This corrigendum shall form an integral part of the original Postal Ballot Notice dated March 31, 2026 which has already been circulated to members of the Company and on and from the date hereof, the Postal Ballot Notice shall always be read in conjunction with this Corrigendum. This Corrigendum is also available on the website of the stock exchange i.e., BSE at www.bseindia.com and on the website of the Company at www.veerhealthcare.net and on the website of NSDL at www.evoting.nsdl.com.

The corrections/ rectifications set out in this Corrigendum to the Postal Ballot dated 31.03.2026 is in no way resulting in the change in management control.

Thanking you,

Yours faithfully

For Veerhealth Care Ltd

BHAVIN
SATISH SHAH
Sd/-
Bhavin S. Shah
Managing Director
DIN- 03129574



Date: April 15, 2026
Place: Mumbai

VEERHEALTH CARE LIMITED

CIN: L65910MH1992PLC067632

Regd. Office: 629-A, Gazdar House, 1st Floor, Near Kalbadevi Post Office, J.S.S. Marg, Mumbai-400 002 **Tel:** (022) 22018582 **Email:** info@veerhealthcare.net **Website:** www.veerhealthcare.net**“UPDATED NOTICE OF POSTAL BALLOT”**

[Pursuant to the provisions of Sections 110 and 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India]

E-VOTING COMMENCES ON	E-VOTING CONCLUDES ON
Wednesday, April 01, 2026 at 9:00 A.M. (IST)	Thursday, April 30, 2026 at 5:00 P.M. (IST)

Dear Member(s),

NOTICE is hereby given that pursuant to the provisions of Sections 110 and 108 of the Companies Act, 2013 (the “Act”) and other applicable provisions of the Act, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “Management Rules”) as amended, Secretarial Standard-2 on General Meetings (the “SS-2”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (“MCA”), Government of India, for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020 and subsequent circulars issued in this regard from time to time, latest being General Circular No. 03/2025 dated September 22, 2025 (“MCA Circulars”), relevant Circulars issued by SEBI in this regard (hereinafter collectively referred to as “SEBI Circulars”) and any other applicable Laws, Rules, Circulars and Regulations, if any, for seeking approval of the Members of **Veerhealth Care Limited (the “Company”)** through Postal Ballot by way of voting through electronic means (“Remote e-voting”) only.

In compliance with MCA Circulars and SEBI Circulars, this Notice is being sent only through electronic mode to those members whose name(s) appear in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on **Friday, March 27, 2026 (“Cut-off date”)** and who have registered their e-mail address(es) with the Company / Registrar and Share Transfer Agent / Depository(ies)/ Depository Participant(s). If member’s e-mail address is not registered or is required to be updated with the Company/ Registrar and Share Transfer Agent/ Depositories/ Depository Participant(s), then please follow the process provided in the Notes to receive this Notice, login ID and password for remote e-Voting. The instructions for Remote e-voting are appended to the Notice.

An explanatory statement pursuant to the provisions of Section 102 and other applicable provisions, if any, of the Act, pertaining to the resolution, setting out the material facts and the reasons/rationale thereof, is appended and forms part of this Notice.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 110 and 108 of the Act read with the Rules, the Company has engaged the services of National Securities Depository Limited (NSDL) for the purpose of providing the Remote e-voting facility to all members. The Remote e-voting period commences from 9.00 a.m. (IST) on **Wednesday, April 01, 2026**, and ends at 5.00 p.m. (IST) on **Thursday, April 30, 2026**. Once a member casts the vote on the Resolution, the member will not be allowed to change it subsequently. Assent or Dissent of the members on the resolution mentioned in the Notice would only be taken through the Remote e-voting system as per the MCA Circulars and SEBI Circulars. Members whose name(s) appear in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. Friday, March 27, 2026 and desiring to exercise their vote through the Remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the ‘Notes’ section of this Notice for casting of votes by Remote e-voting not later than 5.00 p.m. (IST) on **Thursday, April 30, 2026**. The Remote e-voting facility will be disabled by NSDL immediately thereafter. The voting rights of members shall be in proportion to their shares held in the paid-up equity share capital of the Company as on the cut-off date i.e. **Friday, March 27, 2026**.

In compliance with Regulation 44 of the SEBI Listing Regulations, as amended from time to time, and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder, the MCA Circulars and SEBI Circulars, the manner of voting on the proposed resolution is restricted only to Remote e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. In compliance with the MCA Circulars and SEBI Circulars, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email addresses are registered with the Company / Registrar and Share Transfer Agent/ Depositories/ depository participant(s) as on **Friday, March 27, 2026** (cut-off date) to enable them to cast their votes electronically.

Pursuant to the Rule 22(5) of the Management Rules, the Board of Directors of your Company appointed M/s. Nidhi Shah & Associates, Practicing Company Secretaries (Membership No. 45720, COP No. 16854) to conduct the Postal Ballot and Remote e-voting process in a fair and transparent manner.

Upon completion of the Remote e-voting process and scrutiny of the votes, the Scrutinizer will submit the report to the Chairman of the Company or any other person authorized by him within two working days from the last day of Remote e-voting. The said result along with the Scrutinizer Report shall be posted on the Company's website viz. www.veerhealthcare.net, on the website of NSDL (being the Remote e-voting service provider) i.e. www.evoting.nsdl.com and shall be simultaneously forwarded to BSE Limited, the Stock Exchange where the Shares of the Company are listed. The proposed resolution, if approved by requisite majority, shall be deemed to have been passed on the last date of Remote e-voting, i.e., **Thursday, April 30, 2026**.

SPECIAL BUSINESS

RESOLUTION 01: ISSUANCE OF UPTO 1,00,00,000 FULLY CONVERTIBLE WARRANTS TO THE PERSONS BELONGING TO 'PROMOTER & PROMOTER GROUP CATEGORY AND 'NON-PROMOTER CATEGORY' ON PREFERENTIAL BASIS

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

"RESOLVED THAT pursuant to the provisions of Sections 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Companies Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under [including any statutory modification(s) thereto or re-enactment thereof for the time being in force], enabling provisions in Memorandum and Articles of Association of the Company, provisions of the uniform listing agreement entered into by the Company with BSE Limited (BSE) where the shares of the Company are listed ("Stock Exchange"), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India ("SEBI"), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended, the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("Takeover Regulations") as amended, the Foreign Exchange Management Act, 1999 as amended and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by Ministry of Corporate Affairs, SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, Stock Exchange, and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and/or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), *the consent of the Board of Directors of the Company, subject to the approval of members of the Company*, be and is hereby accorded to create, issue, offer and allot, in one or more tranches on a preferential basis **Fully Convertible Warrants ("Warrants")** carrying a right exercisable by the Warrant holder to subscribe to one Equity Share per Warrant, to persons belonging to 'Promoter & Promoter Group' Category and 'Non-Promoter' Category, at such issue price as may be determined in accordance with the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and applicable provisions of Companies Act, 2013 and rules made

thereunder, for cash, *for an aggregate amount of up to Rs.20,25,00,000/- (Rupees Twenty Crores Twenty Five Lakhs Only)*, on such further terms and conditions as may be finalized, to the below mentioned persons ("**Proposed Allottees**"):

S. No.	Name of the Proposed Allottee	Category	Amount in Rs. (upto)
1	Ruchi Yogesh Shah	Promoter	1,38,71,250.00
2	Shruti Akash Shah	Promoter	1,40,13,000.00
3	Yogesh Mahasuklal Shah	Promoter	2,53,12,500.00
4	Yogesh Shah HUF	Promoter	1,82,25,000.00
5	Mahasuklal Shah HUF	Promoter	91,12,500.00
6	Krupa Harsh Jain	Promoter	1,13,40,000.00
7	Akash Lalabhai Patel	Non-Promoter	2,55,15,000.00
8	Kusumben Hiralal Shah	Non-Promoter	2,83,70,250.00
9	Ria Shah	Non-Promoter	2,83,70,250.00
10	Panna Pankaj Bhai Shah	Non-Promoter	2,83,70,250.00
Total			20,25,00,000.00

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of ICDR Regulations, the *Relevant Date* for determining the minimum issue price shall be *Tuesday, March 31, 2026*, being the working day immediately preceding the date which is 30 days prior to the date of the passing of the resolution by the shareholders of the Company i.e. **Thursday, April 30, 2026**.

RESOLVED FURTHER THAT the aforesaid issue of Warrants shall be subject to the following terms and conditions:

- (a) The conversion of warrants into equity shares shall happen at any time within a period of Eighteen (18) months from the date of allotment of warrants in terms of SEBI ICDR Regulations (the "**Warrant Exercise Period**").
- (b) The Proposed Allottee(s) shall, on or before the date of allotment of Warrants, pay an amount equivalent to at least 25% of the Warrant Issue Price fixed per Warrant in terms of the SEBI ICDR Regulations which will be kept by the Company to be adjusted and appropriated against the Warrant Issue Price of the Equity Shares. The balance 75% of the Warrant Issue Price shall be payable by the Warrant Holder at the time of exercising the Warrants.
- (c) Warrants being allotted to the Proposed Allottee(s) and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock-in for such period as may be prescribed under SEBI ICDR Regulations.
- (d) Warrants so allotted under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations except to the extent and in the manner permitted there under.
- (e) Warrants shall be issued and allotted by the Company only in dematerialized form.
- (f) The consideration for allotment of Warrants and/or Equity Shares arising out of exercise of such Warrants shall be paid to the Company from the bank account of the Proposed Allottee(s).
- (g) In the event the Warrant Holder(s) do not exercise Warrants within the Warrant Exercise Period, the Warrants shall lapse and the amount paid shall stand forfeited by the Company.
- (h) The Warrants by itself until converted into Equity Shares, do not give to the Warrant Holder any voting rights in the Company in respect of such Warrants."

RESOLVED FURTHER THAT the Equity Shares proposed to be so allotted upon conversion of Warrants shall rank *pari-passu* in all respects including as to dividend, with the existing fully paid-up Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Board of Directors of the Company and Mrs. Ashita Chittora, Company Secretary & Compliance Officer of the Company, be and are hereby authorized severally on behalf of the Company to take all actions and to do all such acts, deeds, matters and things and perform such actions as it may, in its absolute discretion, deem necessary, proper or desirable for such purpose, authorize any person including to issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the option in the Warrants held by the holder(s) of the Warrants, application to Stock Exchanges for obtaining of in-principle approval, listing of the equity shares allotted pursuant to conversion of warrants, filing of requisite documents with the Registrar of Companies and with any other regulatory authority as required, and to modify, accept and give effect to any modifications in the terms and conditions of the issue as they may deem fit, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue) and to authorize all such person as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilization of proceeds of the Preferential Issue, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.”

**By order of the Board of Directors
For Veerhealth Care Limited**

Date: March 31,2026
Place: Mumbai

Sd/-
Bhavin S. Shah
Managing Director
DIN- 03129574

Registered Office

629-A, Gazdar House, 1st Floor, Near Kalbadevi
Post Office J.S.S. Marg, Mumbai- 400 002
Email: info@veerhealthcare.net
Website: www.veerhealthcare.net
Tel: (022) 22072641

NOTES:

1. An Explanatory Statement pursuant to the provisions of Section 102 and 110 of the Companies Act, 2013 ('Act') read with the Companies (Management and Administration) Rules, 2014, ("Management Rules') setting out the material facts and reasons for the resolution in respect of the business set out above is annexed hereto and forms part of this Postal Ballot Notice ("Notice"). A copy of this Notice is also available on the Company's website www.veerhealthcare.net and on the website of National Securities Depository Limited ('NSDL') at www.evoting.nsdl.com and at the relevant sections of the websites of the Stock Exchanges on which the shares of the Company are listed.
2. The Portal for Remote e-voting will remain open for the Members for exercising their voting from **Wednesday, April 01, 2026 at 09:00 A.M.** India Standard Time ('IST') till **Thursday, April 30, 2026 at 05:00 P.M.** (IST) both days inclusive. The Remote e-voting needs to be exercised by 05:00 P.M. (IST) on **Thursday, April 30, 2026**. Please note that Remote e-voting module will be disabled for voting by NSDL after the said date and time. During this period, the Members of the Company holding shares (including those Members who may not have received this Notice due to non-registration of the email address with the Company /Registrar and Share Transfer Agent ("RTA")/ Depositories/ Depository Participant(s)), as on **Friday, March 27, 2026 ('cut-off date')**, may cast their vote electronically. Once vote on a resolution is cast by the member, he/ she shall not be allowed to change it subsequently or cast the vote again.
3. In terms of applicable provisions, MCA Circulars and SEBI Circulars, this Notice along with the instructions regarding e-voting is being sent only by email to all those members, whose email addresses are registered with the Company/ RTA or with the depository(ies) / depository participants and whose names appear in the register of members/list of beneficial owners as on the Cut-off date i.e., **Friday, March 27, 2026**. All the members of the Company as on the Cut-off date shall be entitled to vote in accordance with the process specified in this notice. Any person who is not a member on the Cut-off date shall treat this notice for information purpose only. As per the MCA Circulars and SEBI Circulars, physical copy of the Notice, Postal Ballot Form and pre-paid business reply envelope are not being sent to the members for this Postal Ballot.
4. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified by the Company for Remote e-voting i.e. **Thursday, April 30, 2026**. Further, resolution passed by the Members through Postal ballot (Remote e-voting) is deemed to have been passed effectively at a general meeting.
5. Voting Rights in the postal ballot cannot be exercised by a proxy.
6. The Board of Directors has appointed M/s. Nidhi Shah & Associates, Practicing Company Secretaries (Membership No. 45720, COP No. 16854), for scrutinizing the Remote e-voting process and conducting Postal Ballot process in a fair and transparent manner.
7. Upon completion of the scrutiny of the votes cast through e-voting, the Scrutinizer will submit his report to the Chairman or any person authorized by him. The results of the Postal Ballot and Remote e-voting shall be announced within two working days from the last day of Remote e-voting. The said results would be intimated to the BSE Limited where the shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website www.veerhealthcare.net and on the website of NSDL at www.evoting.nsdl.com. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.
8. As required by Rule 20 and Rule 22 of the Management Rules read with the MCA Circulars and SEBI Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the details pertaining to the dispatch of this Notice will be published in one English newspaper (in English language) and one Marathi newspaper (in vernacular language, i.e. Marathi), having a wide circulation in that district where the registered office of the Company is situated and thereafter and also be published

on the Company's website at www.veerhealthcare.net, website of the Stock Exchanges, i.e. BSE Limited at www.bseindia.com and on the website of NSDL at www.evoting.nsdl.com.

9. Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Act, the MCA Circulars and SEBI Circulars read with the Management Rules, assent or dissent of the Members in respect of the resolution contained in the Notice dated **March 28, 2026** is being taken through Remote e-voting only.
10. All the documents referred to in this Notice and the Statement pursuant to the provisions of Section 102 of the Act, will be posted on the Company's website www.veerhealthcare.net to facilitate online inspection of relevant documents from the date of circulation of this Notice until last date of Remote e-voting of this Postal Ballot i.e. April 30, 2026. Members seeking to inspect such documents can send an email to info@veerhealthcare.net
11. To support the "**Green Initiative**" Members who have not registered their e-mail addresses so far are requested to register their e-mail address with the Company's RTA or the Depository Participants/ Depositories, in respect of shares held in electronic mode respectively to enable servicing of notices / documents / Annual Reports electronically to their email address.

12. Awareness about Online Resolution of Disputes in the Indian Securities Market through Online Dispute Resolution ('ODR') Portal

- i. This is to inform you that Securities and Exchange Board of India ("SEBI") vide circular no. SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/131 dated July 31, 2023 issued guidelines for online resolution of disputes in the Indian securities market through establishment of a common ODR Portal which harnesses online conciliation and online arbitration for resolution of disputes arising between investors/clients and listed companies (including their RTAs) or specified intermediaries/regulated entities in the securities market.
- ii. SEBI vide circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023 as amended, has further clarified that the investor shall first take up his/her/their grievance with the Market Participant (listed companies, specified intermediaries, regulated entities) by lodging a complaint directly with the concerned Market Participant. If the grievance is not redressed satisfactorily, the investor may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal <https://scores.sebi.gov.in> in accordance with the process laid out. After exhausting the above options for resolution of the grievance, if the investor is still not satisfied with the outcome, he/she/they can initiate dispute resolution through the ODR Portal.
- iii. The SMART ODR Portal can be accessed at smartodr.in and same can also be accessed through the Company's website at www.veerhealthcare.net

13. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. **For Demat shareholders** - Please update your email id & mobile no. with your respective Depository Participant (DP).
2. **For Individual Demat shareholders** - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

14. INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

	<p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000

Individual Shareholders holding securities in demat mode with CDSL

Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for

- shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to nidhikshah14@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

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

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@veerhealthcare.net
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@veerhealthcare.net. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

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

Explanatory Statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013 ('Act')

RESOLUTION 01: ISSUANCE OF UPTO 1,00,00,000 FULLY CONVERTIBLE WARRANTS TO THE PERSONS BELONGING TO 'PROMOTER & PROMOTER GROUP CATEGORY AND NON-PROMOTER CATEGORY' ON PREFERENTIAL BASIS

The *Special Resolution* contained in Item No. 01 of this Notice, has been proposed pursuant to the provisions of Sections 42 and 62 of the Companies Act, 2013, read with the applicable rules made thereunder to issue and allot up to 1,00,00,000 (One Crore) Fully Convertible Warrants ("Warrants"), at an issue price of Rs. 20.25 (Rupees Twenty and Twenty Five Paise Only) each, determined by the Board in accordance with the provisions of Chapter V of SEBI ICDR Regulations, as amended, aggregating up to Rs. 20,25,00,000/- (Rupees Twenty Crores Twenty Five Lakh Only).

The proposed Preferential Issue is proposed to be issued to the persons belonging Promoter & Promoter Group and Non-Promoter Category, in terms of Chapter V of the SEBI (ICDR) Regulations, 2018 and applicable provisions of Companies Act, 2013. The said proposal has been considered and approved by the Board in their meeting held on Saturday, March 28, 2026.

The approval of the members is accordingly being sought by way of a 'Special Resolution' under Sections 42, and 62(1)(c) of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of the SEBI (ICDR), Regulations.

The details of the issue and other particulars as required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Regulation 163 of the SEBI (ICDR), Regulations are set forth below:

I. Objects of the Preferential Issue

The Company intends to utilize the proceeds raised through the issue ("Issue Proceeds") towards the following objects:

1. To purchase and installation of Plant and Machinery for expansion of manufacturing capacity of the Company
2. To purchase and installation of Electrical and Electronics for expansion of manufacturing capacity of the Company
3. To purchase and installation of Furniture & Fixture for expansion of manufacturing capacity of the Company
4. To purchase office equipment's including Computers and Software
5. For General Corporate Purpose.

The main Object Clause of the Memorandum of Association of our Company enables us to undertake the existing activities and the activities for which the funds are being raised by us through the present Preferential Issue. Further, we confirm that the activities which we have been carrying out to date are in accordance with the Object Clause of our Memorandum of Association of Company.

I. Utilization of Proceeds

As the funds to be received against issue and allotment of Fully convertible Warrants and Conversion of warrants into Equity Shares, will be in tranches and quantum of

funds required on different dates may vary therefore, the Broad Range of intended use of the Issue Proceeds of the Issue is as under:

S. No.	Particulars	Total estimated amount to be utilized	Tentative timelines for utilization of issue proceeds from the date of receipt of funds
1.	To purchase and installation of Plant and Machinery for expansion of manufacturing capacity of the Company	9,74,00,000.00	Latest by October 31, 2027
2.	To purchase and installation of Electrical and Electronics for expansion of manufacturing capacity of the Company	2,03,00,000.00	Latest by October 31, 2027
3.	To purchase and installation of Furniture & Fixture for expansion of manufacturing capacity of the Company	1,31,00,000.00	Latest by October 31, 2027
4.	To purchase office equipment's including Computers and Software	2,12,00,000.00	Latest by October 31, 2027
5.	For General Corporate Purpose.	5,05,00,000.00	Latest by October 31, 2027
Total		20,25,00,000.00	-

(*) considering 100% conversion of Warrants into Equity Shares within the stipulated time.

Note: In terms of NSE Notice No. NSE/CML/2022/56 and BSE Notice No. 20221213-47, dated December 13, 2022, the amount specified for the above-mentioned object of issue size may deviate +/- 10% depending upon the future circumstances.

Schedule of Implementation and Deployment of Funds

This preferential issue is for Fully Convertible Warrants. The issue proceeds for warrants shall be received by the Company in 18 months period from the date of allotment of warrants in terms of Chapter V of the SEBI ICDR Regulation and as estimated by our management, the entire proceeds received from the issue would be utilized for all the above-mentioned objects, in phases, as per the Company's business requirements and availability of issue proceeds, latest by October 31, 2027.

Interim Use of Proceeds

Our Company, in accordance with the policies formulated by our Board from time to time and subject to the use of proceeds as stipulated in this notice, will have the flexibility to deploy the Issue Proceeds. Pending utilization of the Issue Proceeds for the purposes described above, our Company intends to deposit the Gross Proceeds only with scheduled commercial banks included in the second schedule of the Reserve Bank of India Act, 1934.

II. Monitoring of Utilization of Funds

As the issue size does not exceed Rs. 100 Crore, the Company is not required to appoint a credit rating agency to monitor the issue in terms of the provisions of Regulation 162A of the SEBI ICDR Regulations.

III. Particulars of the offer including the maximum number of specified securities to be issued and date of passing of board resolution:

Preferential Issue of up to 1,00,00,000 (One Crore) Fully Convertible Warrants ["Warrants"], at an issue price of Rs. 20.25 (Rupees Twenty and Twenty-Five Paise Only) each, determined by the Board in accordance with the provisions of Chapter V of SEBI ICDR Regulations, as amended, aggregating up to Rs. 20,25,00,000/- (Rupees Twenty Crores Twenty Five Lakhs Only) as approved in the meeting of the Board of Directors of the Company held on March 28, 2026.

IV. The intent of the promoters, directors, key management personnel or senior management of the issuer to subscribe to the offer.

Except as following none of the promoters, directors, key management personnel or senior management of the issuer intent to subscribe to the offer.

#	Name	Category	Designation	Type of Security	Number of Security
1	Yogesh Mahasuklal Shah	Promoter	Promoter & Chairperson-(Non-Executive, Non-Independent Director)	Warrants	12,50,000
2	Shruti Akash Shah	Promoter	Executive Director	Warrants	6,92,000
3	Krupa Harsh Jain	Promoter	Promoter	Warrants	5,60,000
4	Ruchi Yogesh Shah	Promoter	Promoter	Warrants	6,85,000
5	Mahasukhlal Shah HUF	Promoter	Promoter	Warrants	4,50,000
6	Yogesh Shah HUF	Promoter	Promoter	Warrants	9,00,000

v. The Shareholding Pattern of the issuer before and after the preferential issue.

The shareholding pattern of the Company before and after the proposed preferential issue to 'Non- Promoter' is likely to be as follows:

Category	Pre- issue Shareholding Structure		No. of Warrants to be allotted	Post Issue Shareholding Structure (#)	
	No. of Shares	%		No. of Shares	%
(1) Indian					
(a) Individuals & HUF	6299294	31.50	4537000	10836294	36.12
(b) Bodies Corporate	-	-	-	-	
Sub Total (A)(1)	6299294	31.50	4537000	10836294	36.12

(2) Foreign promoters	-	-	-	-	
Total Promoter shareholding A=A1 +A2	6299294	31.50	4537000	10836294	36.12
B1) Institutional Investors	29914	0.15	-	29914	0.10
B2) Central Govt./Stat Govt./POI	-	-	-	-	
B3) Non-Institutional Investors			-	-	
Individuals	10892708	54.47	5463000	16355708	54.52
Body Corporate	934056	4.67	-	934056	3.11
Others (Including HUF, LLP & NRI)	1842504	9.22	-	1842504	6.14
Total Public Shareholding B=B1+B2+B3	13699182	68.51		19162182	63.88
C) Non-Promoter - Non-Public	-	-		-	-
Grand Total (A+B+C)	19998476	100		29998476	100

(#) These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis, which may vary depending upon any other corporate action in between.

Notes:

1. The pre-issue shareholding pattern is as on Friday, March 27, 2026.
2. The Warrants to be converted over a period of 18 months from the date of allotment.

VI. Proposed time limit within which the allotment shall be complete:

In terms of SEBI (ICDR) Regulations, preferential allotment of said Warrants will be completed within a period of 15 (fifteen) days from the date of passing of special resolutions at Item No. 01. Provided that where the allotment is pending on account of pendency of any application for approval or permission by any regulatory authority, if applicable, the allotment would be completed within 15 (fifteen) days from the date of such approval or within such further period as may be prescribed or allowed by SEBI, stock exchange(s) or other concerned authorities.

VII. Number of persons to whom allotment on a preferential basis has already been made during the year, in terms of the number of securities as well as price:

Not Applicable, since the Company has not made preferential issue of any Security during the year.

VIII. The identity of the natural persons who are the ultimate beneficial owners of the securities proposed to be allotted and/or who ultimately control the proposed allottee(s):

Identity of the ultimate beneficial owners of the securities proposed to be allotted:

S. No.	Name of the Proposed Allottee	Category	Name of the Beneficial Owners
1	Ruchi Yogesh Shah	Promoter	Not Applicable
2	Shruti Akash Shah	Promoter	Not Applicable
3	Yogesh Mahasuklal Shah	Promoter	Not Applicable
4	Yogesh Shah HUF	Promoter	Mr. Yogesh Mahasuklal Shah
5	Mahasuklal Shah HUF	Promoter	Mr. Yogesh Mahasuklal Shah
6	Krupa Harsh Jain	Promoter	Not Applicable
7	Akash Lalabhai Patel	Non-Promoter	Not Applicable
8	Kusumben Hiralal Shah	Non-Promoter	Not Applicable
9	Ria Shah	Non-Promoter	Not Applicable
10	Panna Pankaj Bhai Shah	Non-Promoter	Not Applicable

Note: Where the Proposed Allottee is a natural person the Ultimate Beneficial Owner disclosure is not applicable.

IX. The percentage of post preferential issue capital that may be held by the allottee(s) pursuant to the preferential issue.

S. No.	Name of the Proposed Allottee	Pre-issue Shareholding Structure		No. of Warrants to be Allotted	Post Issue Shareholding (Presuming full conversion of Warrants)#	
		No. of Shares	%		No. of Shares	%
1	Ruchi Yogesh Shah	6,65,124	3.33	6,85,000	13,50,124	4.50
2	Shruti Akash Shah	657800	3.29	692000	1349800	4.50
3	Yogesh Mahasuklal Shah	2445070	12.23	1250000	36,95,070	12.32
4	Yogesh Shah HUF	841114	4.21	900000	1741114	5.80
5	Mahasuklal Shah HUF	215000	1.08	450000	665000	2.22
6	Krupa Harsh Jain	790062	3.95	560000	1350062	4.50
7	Akash Lalabhai Patel	-	-	1260000	1260000	4.20
8	Kusumben Hiralal Shah	-	-	1401000	1401000	4.67
9	Ria Shah	-	-	1401000	1401000	4.67
10	Panna Pankaj Bhai Shah	11,000	0.06%	14,01,000	14,12,000	4.71

(#) These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis, which may vary depending upon any other corporate action in between.

X. Consequential changes in the Voting Rights, change in control and change in the Management, if any, in the issuer consequent to the preferential issue:

As a result of the proposed preferential issue of Warrants, there will be no change in the control or management of the Company. However, voting rights will change in tandem with the shareholding pattern.

XI. Lock-in Period:

- (a) Fully Convertible Warrants and the Equity Shares to be allotted upon conversion of the warrants, shall be subject to lock-in in accordance with Chapter V of the SEBI ICDR Regulations.
- (b) The entire pre-preferential allotment shareholding, if any, of the Proposed Allottees, shall be locked-in as per Chapter V of the SEBI ICDR Regulations.

XII. Issue price and Relevant Date:

In terms of Regulation 161 of SEBI (ICDR) Regulations, 2018 the Relevant Date has been reckoned as Tuesday, March 31, 2026, for the purpose of computation of issue price.

In compliance with SEBI ICDR Regulation, the minimum issue price per Warrant is higher of the price determined through the following methods:

- a. The Equity shares of the Company are listed on the BSE Limited ("BSE") are frequently traded as per provisions of SEBI ICDR Regulations. In terms of the provisions of Regulation 164 of the ICDR Regulations, the minimum price at which the Warrants may be issued computes to Rs. 20.10 per warrant.
- b) In terms of the provisions of Regulation 166A of the SEBI ICDR Regulations, as the proposed allotment is of more than 5% of the post issue fully diluted share capital of the Company, to certain allottees or to allottees acting in concert, the price has been determined by the Valuation Report issued by the Independent Registered Valuer with IBBI. Accordingly, the minimum price is determined through the Valuation Report of Mr. Arpit Basla, (Registration No.: IBBI/RV/03/2020/13260), having office at 164, North Vijay Vihar, Near Vijay Vihar Post Office, Agra, Uttar Pradesh-282004, i.e., Rs. 20.10 per warrant. The said report is available on the website of the Company at www.veerhealthcare.net.
- c) Method of determination of price as per the Articles of Association of the Company - *Not applicable* as the Articles of Association of the Company are silent on the determination of a floor price/ minimum price of the shares issued on a Preferential basis.

The price of the Warrants to be allotted on a preferential basis is Rs. 20.25 (Rupees Twenty and Twenty-Five Paise Only) each to the proposed allottees, which is higher than the above-mentioned prices. The issue price is not lower than the price determined under Regulation 164 and Regulation 166A of SEBI ICDR Regulations

XIII. Undertakings:

- None of the Company, its Directors or Promoters are categorized as willful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.
- None of its Directors or Promoters is fugitive economic offenders as defined under the SEBI ICDR Regulations.
- As the equity shares have been listed on a recognized Stock Exchange for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable. Consequently, the undertaking required under Regulation 163(1)(g) and Regulation 163(1)(h) is not applicable.
- None of the allottees have sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.

XIV. **Disclosures specified in Schedule VI of ICDR Regulations, if the issuer or any of its promoters or directors is a willful defaulter or fraudulent borrower:** Not Applicable

XV. **The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter:**

S. No.	Name of The Proposed Allottees	Current Status	Post Status
1	Ruchi Yogesh Shah	Promoter	Promoter
2	Shruti Akash Shah	Promoter	Promoter
3	Yogesh Mahasuklal Shah	Promoter	Promoter
4	Yogesh Shah HUF	Promoter	Promoter
5	Mahasuklal Shah HUF	Promoter	Promoter
6	Krupa Harsh Jain	Promoter	Promoter
7	Akash Lalabhai Patel	Non-Promoter	Non-Promoter
8	Kusumben Hiralal Shah	Non-Promoter	Non-Promoter
9	Ria Shah	Non-Promoter	Non-Promoter
10	Panna Pankaj Bhai Shah	Non-Promoter	Non-Promoter

XVI. **Practicing Company Secretary's Certificate:**

The certificate from **M/s. Nidhi Shah & Associates, Company Secretaries in Practice (Membership No. 45720 and COP No. 16854)**, Practicing Company Secretaries, certifying that the preferential issue of Warrants is being made in accordance with requirements of Chapter V of SEBI ICDR Regulations has been obtained considering the said preferential issue. The copy of said certificate shall be available for inspection by the members and the same may be accessed on the Company's website at the link: www.veerhealthcare.net

XVII. Details of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution:

Except as follows none of the other Directors or key managerial personnel or their relatives are in any way concerned or interested, financially or otherwise, in the above referred resolution.

S. No.	Name	Category	Designation	Type of Security	Number of Security
1	Yogesh Mahasuklal Shah	Promoter	Promoter & Chairperson Non-Executive, Non-Independent Director)	Warrants	12,50,000
2	Shruti Akash Shah	Promoter	Executive Director	Warrants	6,92,000
3	Krupa Harsh Jain	Promoter	Promoter	Warrants	5,60,000
4	Ruchi Yogesh Shah	Promoter	Promoter	Warrants	6,85,000
5	Mahasukhlal Shah HUF	Promoter	Promoter	Warrants	4,50,000
6	Yogesh Shah HUF	Promoter	Promoter	Warrants	9,00,000

The Board of Directors recommends the resolutions as set out in Item No. 1 of this notice for the issue of Warrants, on a preferential basis, to the persons belonging to the promoter and promoter group category and non-promoter category by way of *Special Resolution*.

The Board, recommends passing of this Special Resolution as set out at Item No. 01 of this Notice, for your approval.

Except Mr. Yogesh Shah, Mrs. Shruti Shah, Bhavin Shah and their relatives, none of the other Directors, Key Managerial Personnel of the Company and / or their relatives are in any way concerned or interested in the said resolution save and except to the extent of their directorship / shareholding, if any.

**By order of the Board of Directors
For Veerhealth Care Limited**

Sd/-
Bhavin S. Shah
Managing Director
DIN- 03129574

Date: March 31, 2026
Place: Mumbai

Registered Office

629-A, Gazdar House, 1st Floor, Near
Kalbadevi Post Office J.S.S. Marg,
Mumbai- 400 002

Email: info@veerhealthcare.net

Website: www.veerhealthcare.net

Tel: (022) 22072641