

SEE THE DIFFERENCE.

DR. AGARWAL'S EYE HOSPITAL LIMITED

27TH ANNUAL REPORT | 2020 - 2021



Dr. Agarwal's
EYE HOSPITAL



The background is a solid blue color with a fine white dot pattern. In the upper half, there are several stylized clouds in light blue and green. In the lower half, there are stylized plants with thin white stems and green leaves. From left to right, the plants have an orange fruit, a red apple, a green leaf, and a tall orange carrot. The plants are growing out of rounded, cloud-like shapes in yellow, green, and light blue at the bottom.

OUR VISION

To become a global
healthcare organization with
best practices from different
sectors and functions.



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CORPORATE INFORMATION

DIRECTORS

Dr. Amar Agarwal (DIN: 00435684)

Dr. Athiya Agarwal (DIN: 01365659)

Dr. Adil Agarwal (DIN: 01074272)

CA Sanjay Anand (DIN: 02501139)

Mr T. R. Ramasubramanian (DIN: 08207929)

Mrs. Lakshmi Subramanian (DIN: 00001439)

Chairman Cum Managing Director

Whole-time Director

Director

Independent Director

Independent Director

Independent Director

CHIEF FINANCIAL OFFICER

Mr. B Udhay Shankar (From December 07, 2020)

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Jully H. Jivani (till August 13, 2021)

AUDITORS

M/s. Deloitte Haskins & Sells. Chartered Accountants,
ASV N Ramana Towers, 52, Venkatanarayana Road,
T.Nagar, Chennai – 600 017.

Ph: 044-6688500

BANKERS TO THE COMPANY

HDFC Bank, Nungambakkam, Chennai.

REGISTERED OFFICE

3rd Floor, Buhari Towers,
No. 4 Moores Road, Off Greaves Road,
Chennai- 600 006

Website: www.dragarwal.com

CIN NO: L85110TN1994PLC027366

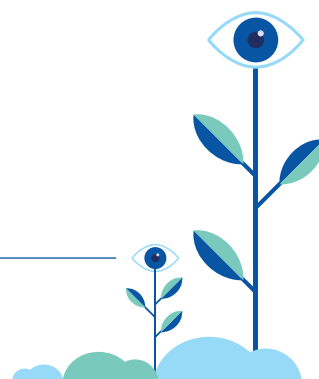
Telephone: 91-044-43787777, Email: investor@dragarwal.com

SHARE TRANSFER AGENTS

Integrated Registry Management Services Private Limited.

2nd floor, Kences Towers,
No.1 Ramakrishna Street, North Usman Road,
T Nagar, Chennai – 600 017

Tel - 044 2814 0801-03, Email: corpserv@integratedindia.in



CHAIRMAN'S DESK

Dear Shareholders,

Hope you and your family are well and safe.

We started our journey 60 years ago, with a challenge to build an organization that would offer high quality eye care at affordable prices. This continued effort over the years, has helped us earn the trust of millions of people across the world, while staying true to our vision of being a truly global healthcare organization which imbibes the best practices from different sectors while relying on continuous innovation and cutting-edge technology.


Our Centers continue to differentiate themselves through clinical excellence, high standards of quality, and skilled, experienced doctors. Dr Agarwal's has risen to the challenge of delivering quality eye care during this COVID era as well. I would at this time, like to acknowledge the efforts of our doctors and support staff who have shown fierce determination and dedication in performing their duties. This gives me the confidence that we can overcome any challenge that may come our way and enable us to serve the interests of all our stakeholders.

For FY 2020-21, we clocked INR 139.81 Crores as revenue from operations, with Profit Before tax at 5.73 Crores. Our performance was greatly affected in the first half of the year due to the impact of COVID-19 crisis and things started returning to normal in the latter half of the year. We relocated our Salem branch (in Quarter 3), to a bigger premise to address the market demands, and the center showed significant traction after re-location. During the Financial Year 2021-22, we focus on building additional capacity with an aim to create a world class facility at Chennai. While affirming our faith that innovation and technology will be at the forefront of our growth, we will also be investing more on bio-medical equipments and Infrastructure this year. We have also strengthened our compliance process, and will continue to do so.

As we move ahead on the path of value creation for all our stakeholders, I would like to commend the effort of our management and staff. I thank all the Directors for their valued insights and directions imparted to the Company. The trust and confidence of the Shareholders fuel us on the path of excellence, and I look forward to this continued support.

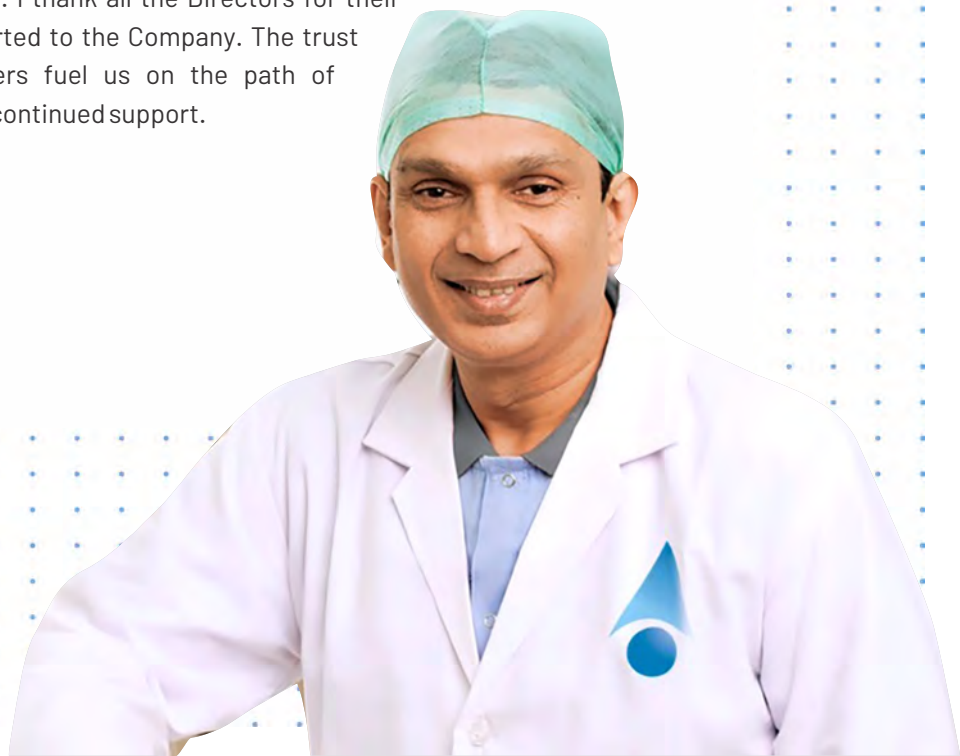
Regards,

Dr Amar Agarwal



Chairman and Managing Director

Dr Agarwal's Eye Hospitals Limited



BOARD OF DIRECTORS



PROF. DR. AMAR AGARWAL
CHAIRMAN CUM MANAGING DIRECTOR

Prof. Dr. Amar Agarwal – Chairman cum Managing Director (M.S. FRCS, FRC Ophth) is a widely respected Ophthalmic Surgeon

Various Scientific Contributions

- Developed the Phakonit procedure for Cataract Surgery – First to remove Cataracts through a 1mm incision
- Developed “no anesthesia” Cataract Surgery and FAVIT – a new technique to removed Dropped Nuclei
- First in the world to implant a Glued IOL. First to use Trypan Blue for staining Epiretinal Membranes
- Performed the first innovative PDEK surgery technique (in 2013)
- Discovered a new refractive error called Aberropia
- Trains doctors from all over the world on Phaco, Bimanual Phaco, LASIK and Retina
- Authored 50+ books published in various languages

Awards & Associates

- Voted #2 on the “100 most influential people in ophthalmology” by “the Ophthalmologist” (leading international publication) published in its 2014 & 2015 “Power List”
- Has received many awards in ophthalmology including “GOLDEN APPLE AWARD”, “BARRAQUER AWARD” and the “KELMAN AWARD”
- Has received the “BEST DOCTOR AWARD” from the Govt. of Tamilnadu in 2014

Positions held

- He was the President of International Society of Refractive Surgery (ISRS), partner of the American Academy of Ophthalmology
- He is the Secretary General and Chairman of the Scientific Committee of the Intraocular Implant & Refractive Society (IIRSI), India and Professor of ophthalmology at Ramachandra Medical College in Chennai.



DR. ATHIYA AGARWAL
WHOLE-TIME DIRECTOR

Dr. Athiya Agarwal is one of the leading Anterior Segment Surgeons and Ocular Pathologists in India. She was trained in Ophthalmology and Pathology in the world famous Moorfields Eye Hospital in London
An Active Member of the All India Ophthalmology Society and conducts training programs for the post graduate students in modern surgical procedures.

She heads the research activities of the Group.



BOARD OF DIRECTORS



DR. ADIL AGARWAL
DIRECTOR

Dr. Adil Agarwal is an eye surgeon and has specialized in Vitreo-Retinal Surgery. Has performed more than 5000 Cataract surgeries and over 500 retinal surgeries.

Has an MS in Ophthalmology (Gold Medalist) and has completed a stint in Bascom Palmer Eye Institute, Miami, USA. Has an MBA from Stanford Graduate School of Business.

Drives Strategic Initiatives, Investor Relations, M&A, New Business Development and heads Brand/Marketing.

Joined the Group in 2006 as a consultant and took over as Vice President – Strategy in 2010 for 2 years before pursuing his MBA. Rejoined the Group in June 2014.



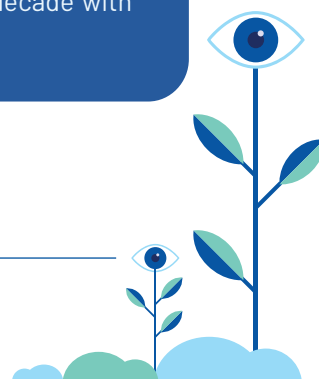
CA SANJAY ANAND
INDEPENDENT DIRECTOR

CA Sanjay Anand is an Independent Director with the Dr. Agarwal's Group since 2009. A Chartered Accountant having an excellent academic record right from School, (Delhi Public School, Delhi, DAV Chennai), Bachelor of Commerce, University of Madras, has achieved distinction from Academy of Accountings at SIRC, ICAI.

He has one of the largest organized business of office supplies- "Office #1"- a leading entity in the organized office supplies and Consumables. He is the founder promoter of IIGM Private Limited, the largest in the Industrial Garments Machines manufacturers in India.

He has four decades of advisory expertise in capital- stock markets & specializes in Equity Investments.

He has been in the Directorship of Dr. Agarwal's group over a decade with immense experience in Health Care and Hospitality Industry.



BOARD OF DIRECTORS



MR. T.R. RAMASUBRAMANIAN
INDEPENDENT DIRECTOR

Mr. T.R. Ramasubramanian has over 40 years of experience in sales and marketing, working with diverse consumer brands. Areas of work include strategic planning, competitive analysis, market positioning, new business development, new product introduction, extensive growth of distribution network, production planning, staff training and development, building strategic partnerships, and building/maintaining stakeholder relationships.

EXPERTISE PROFILE

Sales Development, Production Planning, Marketing Strategy & Business Strategy. First person in India to introduce "product to product free scheme" which is still a success story of many companies between 1997 and 2000, in Butterfly, cultivated effective retailer relationships to build a model for making advance payment for goods, while the rest of the market was using a credit based purchasing system. Have lead teams ranging from 50 - 1000 people consistently generated high revenues Brand penetration in 80% of target markets, zero attrition of sales team.



MRS. LAKSHMI SUBRAMANIAN
INDEPENDENT DIRECTOR

Mrs. Lakshmi Subramanian is a Practicing Company Secretary. She has done her graduation from S.I.E.T College, Chennai. She founded Lakshmi Subramanian & Associates (LSA) in 2001.

She provides IPO services like drafting of prospectus, due diligence to the issue and has handled Several Merger, De-Merger, Acquisition and Take Over cases.

She has extensive knowledge in all Corporate Law Matters and also provides advisory services at the Board level. She is assisting in the concept of On-line Live Portal "GOAL" covering all corporate laws.

RECOGNITIONS

LSA was ranked 3rd in India amongst IPO issue advisory firms by Bloomberg (2011), Peer Reviewed Firm (2015-16), Excellent Performance Award by leading Corporate on Due Diligence (2017), Philanthropic award by Trust for the best "CSR support to Society" (2016-2018) and ICSI certificate for supporting the initiative of Institute for education of the Daughters of Martyrs.



10 YEARS FINANCIAL HIGHLIGHTS

INR Crores

For the year ended	2020-21	2019-20	2018-19	2017-18	2016-17
Total Income	140.62	178.60	172.03	155.62	150.2
EBITDA	31.18	48.87	30.92	25.73	23.05
EBITDA %	22%	27%	18%	17%	15%
Depreciation	19.10	21.23	10.91	9.78	8.74
PBT	5.73	19.94	17.43	13.36	10.97
PBT%	4.08%	11.16%	10.13%	8.59%	7.30%
PAT	-1.44	13.67	11.21	6.5	7.07
PAT %	-1.02%	7.65%	6.52%	4.18%	4.71%
Equity Share Capital	4.70	4.70	4.70	4.70	4.70
Reserves	49.96	51.4	40.88	30.36	24.7
Net Worth(NW)	54.66	56.10	45.58	35.06	29.4
Loan Funds	14.90	13.18	18.75	17.67	21.73
Capital Employed (CE)	106.63	101.20	65.02	52.73	51.13
Return on Networth %	-2.63%	24.37%	24.59%	18.54%	24.05%
Return on Capital Employed %	29.24%	48.29%	47.55%	48.80%	45.08%
Debt/Equity Ratio	0.40	0.31	0.52	0.5	0.74
Dividend	NIL	NIL	15%	12%	15%
Earnings per share	-3.06	29.11	25.35	15.05	13.84

INR Crores

For the year ended	2014-15	2013-14	2012-13	2011-12	2010-11
Total Income	118.37	115.94	109.73	105.68	104.01
EBITDA	14.73	13.22	13.39	13	13.77
EBITDA %	12%	11%	12%	12%	13%
Depreciation	6.15	6.05	5.38	5.56	6.15
PBT	5.36	3.72	4.43	2.92	3.6
PBT%	4.53%	3.21%	4.04%	2.76%	3.46%
PAT	5.7	2.43	3.14	1.6	2.05
PAT %	4.82%	2.10%	2.86%	1.51%	1.97%
Equity Share Capital	4.70	4.70	4.50	4.50	4.50
Reserves	19.06	14.28	11.14	8.63	7.02
Net Worth(NW)	23.76	18.98	15.64	13.13	11.52
Loan Funds	18.81	18.89	19.55	20.99	24.16
Capital Employed (CE)	42.57	37.87	35.19	34.12	35.68
Return on Networth %	23.99%	12.80%	20.08%	12.19%	17.80%
Return on Capital Employed %	34.60%	34.91%	38.05%	38.10%	38.59%
Debt/Equity Ratio	0.79	1	1.25	1.6	2.1
Dividend	12%	12%	12%	0	12%
Earnings per share	12.12	5.25	6.98	3.56	4.55



NOTICE TO THE MEMBERS

NOTICE IS HEREBY GIVEN that the 27th Annual General Meeting of the Shareholders of the Company will be held on Wednesday the 29th day of September 2021 at 10.30 AM through Video Conferencing ("VC")/other Audio Visual Means ("OAVM"), to transact the following business.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2021, along with the Report of the Board of Directors and Auditors thereon.
2. To appoint a director in the place of Dr. Athiya Agarwal (DIN 01365659) who retires by rotation and being eligible offers herself for re-appointment.

SPECIAL BUSINESS:

3. Ratification of Remuneration to Cost Auditor for the Year 2020-21.

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of Rs. 50,000/- (Rupees Fifty Thousand only) plus applicable taxes and re-imbursement of out of pocket expenses incurred by them and payable for the year 2020-2021 to M/s. BY & Associates, Cost Accountant in practice (Firm Registration No: 003498) appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2020-21, be and is hereby ratified and confirmed".

4. To consider and approve revision of remuneration for Dr. Athiya Agarwal, Whole-time Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

"RESOLVED THAT in supersession of the earlier resolution passed by the Members at the Annual General Meeting held on September 24, 2019, in accordance with the provisions of Section 196, 197, 203, other applicable provisions of the Companies Act, 2013 (The Act) read with Schedule V of the Act, The Companies (Appointment and Remuneration to Managerial Personnel) Rules, 2014

(including any statutory modification(s) or re-enactment thereof, for the time being in force) and Rules made thereunder to the extent applicable, on the recommendation of the Nomination & Remuneration Committee as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such other approvals as may be required, approval of the Members of the Company be and is hereby accorded for increase in the remuneration of Dr. Athiya Agarwal, Whole-time Director with effect from April 1, 2021 till the expiry of her current tenure (i.e. upto September 30, 2022) on the following terms and conditions:

(a) Salary:

Rs. 92,40,000 /- (Ninety-Two Lakh Forty Thousand only)
Per annum

(b) Perquisites:

Use of car with driver, travel reimbursements and use of telephone and internet reimbursement will be provided in accordance with the policies of the Company and the same will be evaluated as per the Income Tax Rules. Leave Encashment shall be provided as per the Company's policy from time to time.

(c) Contribution to funds:

Company's contribution to Provident Fund and Super Annuation Fund to the extent these singly or put together are not taxable under the Income Tax Act, 1961 and Gratuity at the rate not exceeding 15 days salary for every completed year of service, subject to prevailing rules and regulations

(d) Annual performance commission:

The annual performance Commission and increment shall be recommended by the Nomination & Remuneration Committee and approved by The Board of Directors from time to time which will be in addition to the salary, perquisites and contributions etc. mentioned above".

"RESOLVED FURTHER THAT in the event of inadequacy or absence of profits in any financial year during the currency of the tenure of the Whole-Time Director, the above remuneration, and annual performance commission if any, excluding the perquisites mentioned under Section IV of Part II of Schedule V of the Act shall be treated as minimum remuneration, subject to limits mentioned under Section II of Part II of Schedule V of the Act or such other

