



COMPLIANCE CERTIFICATE

[Pursuant to Regulation 13 of the Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021]

To,
The Members,
AMRUTANJAN HEALTH CARE LIMITED

I, Sriram Parthasarathy, Company Secretary in practice, have been appointed as the Secretarial Auditor vide a resolution passed at its meeting held on 9th February 2024 by the Board of Directors of **AMRUTANJAN HEALTH CARE LIMITED** (hereinafter referred to as 'the Company'), having CIN L24231TN1936PLC000017 and having its registered office at No.103, (Old No.42-45) Luz Church Road, Mylapore Chennai Tamil Nadu - 600004.

This certificate is issued under Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as "the Regulations"), for the year ended 2023-2024.

Management Responsibility:

It is the responsibility of the Management of the Company to implement the Employee Stock Option Scheme including designing, maintaining records and devising proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

It is our responsibility to certify whether the Company has complied with the applicable provisions of the Regulations and the Resolution during the year ended 31st March 2024, in implementing the Employee Stock Option Scheme on the basis of information compiled or collated by the Management and the accounting and other relevant supporting records and documents provided to us for our examination.



SPNP & ASSOCIATES
Practising Company Secretaries

No.10/28, II Floor, 3rd Cross Street, R.K. Nagar, Raja Annamalaipuram, Chennai - 600 028.
snpnassociates@gmail.com # Phone: 044 4215 3510, 4320 1250, Mobile : 95660 33011



Verification:

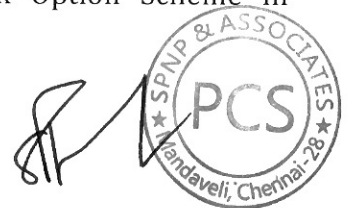
For the limited purpose of certifying the Employee Stock Option Scheme, I have examined the documents related to the Scheme like Board resolution dated 13th August 2020, Shareholders Resolution dated 23rd September 2020, Resolution passed by the Compensation Committee dated 01st October 2020 & 12th August 2022, Amrutanjan Health Care Limited Employees Stock Option Scheme, 2020 read with the SEBI Share Based Employee Benefits and Sweat Equity Regulations (SBEB & SE).

For the purpose of verifying the compliance of the Regulations, I have examined the following:

1. Scheme(s) received from/furnished by the Company;
2. Articles of Association of the Company;
3. Resolutions passed at the meeting of the Board of Directors, Shareholders resolution passed at General Meetings.
4. Minutes of the meetings of the Compensation Committee;
5. Detailed terms and conditions of the scheme as approved by Compensation Committee;
6. Exercise Price / Pricing formula;
7. Disclosures made to the Stock exchange;
8. Relevant provisions of the Regulations, Companies Act, 2013 and Rules made thereunder;

Certification:

In my opinion and to the best of my knowledge and according to the verifications as considered necessary and explanations furnished to me by the Company and its Officers, I certify that the Company has implemented the Employee Stock Option Scheme in compliance with applicable provisions, Rules and Regulations.





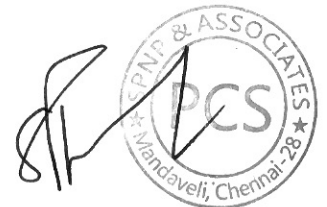
Assumption and Limitation of Scope and Review:

1. Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.
2. Our responsibility is to give certificate based upon our examination of relevant documents and information. It is neither an audit nor an investigation.
3. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
4. This certificate is solely for your information and it is not to be used, circulated, quoted, or otherwise referred to for any purpose other than for the Regulations.

Date: 03.07.2024

Place: Chennai

FOR SPNP & ASSOCIATES



P.SRIRAM

FCS No. 4862/ CP No: 3310

PEER REVIEW NO: 1913/2022

UDIN: F004862F000657461