

LOTUS



LOTUS EYE HOSPITAL & INSTITUTE LIMITED

2020 - 2021



24th ANNUAL REPORT

Our Founder
Late Dr. S. K. SUNDARAMOORTHY
21.08.1944 - 22.01.2020



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

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

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

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

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COMPANY OVERVIEW

CORPORATE STATEMENT

‘Goal oriented approach’ is the backbone of the organization. The efforts, endeavour and aspiration are pandered to the needs of our Stakeholders. The intention is to idealize the set objectives by making tangible perceivable indentations to the needs of the stakeholders & the community alike.

Our collective goal is to be the pioneers in bringing the technological advancement and innovation in eye care to the masses in India, and be the first ones to do so. The track record for the past and continuing years epitomizes the strength put in to produce the same. In order to do so, the great impetus lies on the quality of a superior and transcendent medical team, which your organization is outwardly proud of. The organization is lead with animus and purpose to correlate the different sectors of the business environment into unanimity and produce results that are reflective of the same. The greater push comes in strengthening the very and every process that mutilates to different needs, finally culminating into the greater goal of stakeholder satisfaction.

COMPANY PROFILE

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

- 👁️ Founded in 1990 by renowned ophthalmic surgeon Late Dr. S.K. Sundaramoorthy
- 👁️ Lotus Eye Hospitals operates 7 Eye Care centers in Tamil Nadu and Kerala
- 👁️ 5 Centres in Tamil Nadu: Coimbatore (Peelamedu & RS puram), Salem, Tirupur & Mettupalayam
- 👁️ 2 Centres in Kerala: Kochi and Mulanthuruthy Listed at NSE and BSE in 2008; current market capitalization of INR 100 Crores

500+

Qualified Staff's

2 Lakh+

Surgeries

10 Lakh+

Procedures

1 Crore+

Eyes Screened



VISION, MISSION & VALUES



“To become world’s leading eye care provider with happy and satisfied patients and stake holders”



- ③ *To be the center of excellence in India by providing quality eye care of highest levels with skill competence and concern.*
- ③ *To be adopting latest technologies, techniques and ethical practice in ophthalmology.*
- ③ *To be setting up basic and clinical research into eye diseases and vision threatening conditions.*
- ③ *To be focusing on Education, Training, Product Development and rehabilitation*



LEARNING **O**VERCOME **T**ENACIOUS **U**NYIELDING **S**URMOUNT

LOTUS

RANGE OF SERVICES



REFRACTIVE

- SMILE
- LASIK/ Bladeless LASIK
- Epizyoptix & Epizyoptix Ultimate
- Zyoptix & Zyoptix Ultimate
- Paediatric refraction and Special Kertometer
- Synaptophore
- Lasik for Anisometropia correction for different image size and Amblyopia



CORNEA

- LRCS
- SICS
- Phaco
- MICS
- Cataract Surgery
- SF IOL
- Corneal Patch graft
- Corneal Scleral Repair
- Corneal Scrapping + AMG
- Corneal Suture
- Corneal Tattooing
- Corneal Tear Suturing
- Cortical Drop Removal
- Pertygium Exc. With AG
- C3R
- Penetrating Keratoplasty (PKP)
- TPK & DALK
- DASE



RETINA

- Vitrectomy
- Membrane Peeling
- Endolaser
- ERM Removal
- Silicon Oil & Removal
- Vitrectomy Lavage
- FGE & C3F8
- LPFC & CYCLO CRYO
- Scleral Buckling & Belt Buckle
- Injections
- Inj. Ivta
- Inj. Avastin
- Inj. Razumab
- Inj. Ozurdex
- Inj. Zybev
- Inj. Eyelea
- Inj. Lucentis
- Inj. Accentrix



GLAUCOMA

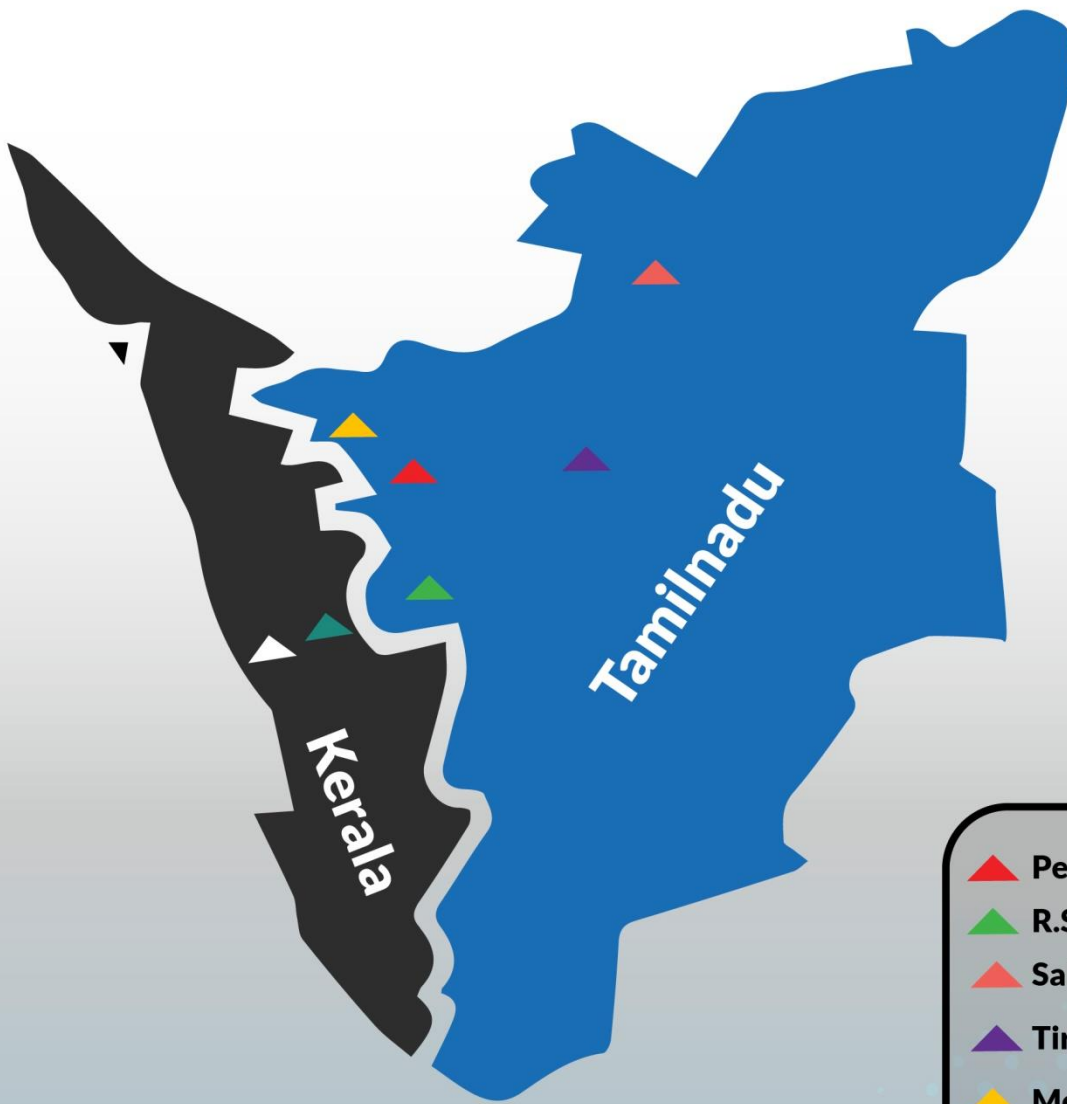
- Trabeculectomy



OCULOPLASTY

- Enucleation
- Evisceration
- DCR & DCT
- PTOSIS
- Lateral Tarsorrhaphy

PRESENCE IN INDIA



- ▲ Peelamedu
- ▲ R.S. puram
- ▲ Salem
- ▲ Tirupur
- ▲ Mettupalayam
- ▲ Kochi
- ▲ Mulanthuruthy

AWARDS & RECOGNITION

- 1993 – Best President of Lions Club, Coimbatore.
- 2002 – Dr. Sivareddy Award for Best paper in Kerala Ophthalmic Conference.
- 2006 – Eye Care Excellence Award by Rotary Club.
- 2006 – Kannoli Kavalar Award to Dr. S.K. Sundaramoorthy by Lions Clubs International District Region H.
- 2006 – Best Performer Award by Bausch & Lomb (Highest number of Lasik surgeries performed in the year in India)
- 2007 – Limca Book of Records Award for conducting International Ophthalmic Conference on Arabian Sea.
- 2008 – Indian Achievers Award for Health Excellency offered to Dr. S.K. Sundaramoorthy.
- 2010 – IPL Award to Dr. S.K. Sundaramoorthy by Tamilnadu Ophthalmic Associations.
- 2012 – Life Time Achievement Award to Dr. S.K. Sundaramoorthy by the Tamilnadu Dr. M.G.R. Medical University.
- 2013 – Kannoli Vallal Award to Dr. S.K. Sundaramoorthy by Shri. Shanthalinga Ramasamy Adikalar Perur Aadhinam.
- 2013 – Dr. Suryakandhi Oration Award to Dr. S.K. Sundaramoorthy by IMA 2012.
- 2013 – BEACONS for Exemplary Commitment and Impactful Positive Contribution to Tamilnadu – The Times Group, Chennai.
- 2013 – Life Time Achiever's Award from Guide Trust, Gobi.
- 2014 – Honour Award to Dr. S.K. Sundaramoorthy by Rotary International.
- 2014 – Consumer protection award to Dr. S.K. Sundaramoorthy by R T I Council, KL
- 2014 – International Ophthalmologist Education Award for MII Ret Cam Smartphone based retinal camera by American Academy of Ophthalmology
- 2015 – Life time Achievement Award by Indian Medical Association, Coimbatore.
- 2016 – Occasion Excellence Award to Dr. S.K. Sundaramoorthy by Rotary Club of Metropolis, Tirupur.
- 2018 – Janmabhumi Legend Healthcare Award from MP V. Muraleedharan & Union Minister Mr. Rajyavardan Singh Rathod at Kochi.
- 2019 – Health Care Leadership Award from World Peace Congress
- 2019 – Life Time Achievement Award from TNOA Conference 2019
- 2020 – Lotus Eye Hospital Salem ranked 1st Runner up in Salem Business Awards 2020
- 2021 – Budding Entrepreneur – Healthcare Award for our Managing Director Ms. Sangeetha Sundaramoorthy in Times Power Awards 2021



Chairman's Message

Dear Shareholders,

The fiscal year 2020-21 embellished and etched itself into the bereavement of challenges and hurdles one after the other. The unprecedented challenge of the global pandemic had made the unsavoury ripples into the industry as well as your organization. Despite the challenges presented, the management through their relentless drive was able to overcome the imposing impediments.

A deep appreciation and gratefulness is extended and acknowledged to the ambition of the management with the co-operation of the employees, to produce such an evident turnaround. The quarter ends of the financial year 2020-21 were the primary facilitator of reduced Covid-19 cases and the new leadership team taking the forefront. The substantiating of profits in the remainder of the year epitomizes the determination of all the stakeholders that were vested in the growth of your organization.

The challenge of Covid – 19 still persists and their eminence in the forecasted waves pose a certain challenge, but your management and their operational team are well equipped and determined to surmount its predicament. LOTUS embodies the grit that is required to meet the stakeholder's expectations and improve upon them.

As we strive to excel and expand in our industry, much appreciation is extended to my colleagues on the Board, whose constant guidance and motivation has helped us tremendously in achieving our goals.



Dr. Kavetha Sundaramoorthy
(Chairman)

Managing Director's Message

Dear Shareholders,

The year 2020-21 was inconceivable and anomalous in terms of the monumental challenges we confronted and the impactful results we delivered. As the country comes out of the crippling and debilitating second wave of Covid- 19, there is a sort of normalcy restored to the operations of your company from the second quarter.

As the challenges have grown multi-fold in the past year, our determination and commitment of staying true to our goals have matched pace with the same. Delivering the results as surmised and achieving the target set has been the testament of the efforts of your organization a whole.

Reformation and resurgence were the theme behind the third and fourth quarters of the year 2020-21. The profits stood at Rs. 46.10 lakhs as on 31.12.2020, wiping off the loss of Rs. (59.24) lakhs at the half-yearly stage. The persistent and unremitting vigour of the talent at your organization were pushed, which resulted into the fiscal year profit of Rs 156.80 lakhs.

Becoming a goal oriented organization at all levels is the key behind staying on this accelerated growth path. Purposeful and diligent processes are being put in place to achieve the same. The stakeholder wealth creation is the cognizant thought behind every decision and strategy implementation.

The year has not been merciful to the people all around, which does instigate a more humane approach in implementing certain decisions, but it is the adversity that brings an array of opportunity for your organization to explore. The achievements and turnaround were remarkable for the year 2020-21, and it amounts to a distinct sense of gratitude towards the management, the Board, the medical team and most importantly our stakeholders, who's constant support and countless encouraging words have kept us motivated throughout.



Ms. Sangeetha Sundaramoorthy
(Managing Director)

CEO & Executive Director's Message

Dear Shareholder,

I started working as CEO in the month of August 2020. We were coming out of the effect of Covid 19 first wave then. We were also recovering from the shock of sudden loss of our founder in the month of January 2020. The top most administration was firmly placed in the form of our chairman Ms. Kavetha Sundaramoorthy and our managing director Ms.Sangeetha Sundaramoorthy.

One of the immediate concerns was to improve the business affected by Covid and meet all the financial targets and requirements. We paid special attention to improve usage of high value equipments earning high revenue. We improved promotion and public knowledge of treatments done using these equipments. These efforts paid rich dividends. We concentrated then on individual patient satisfaction. We approached all our old patients helping them to come back to us readily if they needed treatments or follow up.

We also made significant changes in the supervision and guidelines of centre heads and accountability of middle level administrators in all the centres' and in the corporate office.. As we were doing all these in various centres the general patient numbers and revenue went up.

To our satisfaction the business and revenue of 2020-2021 was good and resulted in a significant profit. Thus we completed the financial year 2021 on a positive note. As you know by now the board decided to pay dividend out of these profits.

As we were continuously and actively trying to improve our performance the Covid 19 second wave struck us in the month of May 2021. The impact of this Covid second wave on our business was much less than the previous wave. The second wave resulted in overall financial loss during the first quarter but it was less than the financial loss during the first wave. We managed to give infection free treatment to the patients who came. It is now nearly six weeks since near normalcy has returned. The patient numbers and the revenue has been good during these six weeks.

We have restarted the pre Covid improvement efforts. We are very hopeful that our effort will bear fruit. We hope to show you improved work and improved profits in all centres and on the whole in the group, in the months to come. We strive to achieve and maintain the following basic goals.

To build an excellent, very trusted brand value with the highly talented doctors, and modern equipments, offering pleasant treatment experience at the correct cost.

We are very positive that we will achieve and maintain these goals. We will see that you, shareholders and owners of this company, are proud to be part of this company.



Dr. K.S. Ramalingam, MD
(CEO & Executive Director)

BOARD OF DIRECTORS AND COMMITTEES

LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

CIN : L85110TZ1997PLC007783

Regd. Office & Corporate Office : SF No. 770/12, Avinashi Road, Civil Aerodrome Post, Coimbatore – 641 014

E-mail : companysecretary@lotuseye.org | Website : www.lotuseye.org

Phone : 0422 4229900 | Fax : 0422 4229933

KEY PEOPLE

Chairman-Dr. Kavetha Sundaramoorthy

Managing Director-Ms. Sangeetha Sundaramoorthy

Executive Director & CEO-Dr. K.S. Ramalingam (subject to ratification at AGM)

Directors -Mr. D. R. Kaarthikeyan

-Dr. Yogesh Shah

-CA R. Subramanian

-CA M. Alagiriswamy

-Dr. S. Natesan (subject to ratification at AGM)

Chief Financial Officer-Mr. A. Ganesh

Company Secretary & Compliance Officer-CS Aakanksha Parmar



AUDITORS

Statutory Auditors - M/s. Anbarasu and Jalapathi
Chartered Accountants
30C, Alagesan Road, Saibaba Colony,
Coimbatore - 641 011

Internal Auditors - CA P. Vishnu Adithan,
Chartered Accountant, Coimbatore

Secretarial Auditor - P. Eswaramoorthy & Company
Company Secretaries
Ramanathapuram, Coimbatore - 641 045



REGISTRAR

Registrar and Share Transfer Agent -



M/s. S.K.D.C. Consultants Limited
Surya, 35 Mayflower avenue behind
Senthil nagar, sowripalayam road
Coimbatore - 641 028

BANKERS



HDFC Bank Ltd
Axis Bank Ltd
The Federal Bank Ltd
ICICI Bank Ltd
Indusind Bank Ltd
Canara Bank

COMMITTEES

Audit Committee - CA R. Subramanian, Chairman
Mr. D.R. Kaarthikeyan
Dr. Kavetha Sundaramoorthy
CA M. Alagiriswamy

Nomination & Remuneration Committee - Mr. D.R. Kaarthikeyan, Chairman
Dr. Kavetha Sundaramoorthy
Dr. Yogesh Shah
Dr. S.Natesan

Stakeholders' Relationship Committee - CA R. Subramanian, Chairman
Mr. D.R. Kaarthikeyan
Dr. Kavetha Sundaramoorthy
CA M. Alagiriswamy



Registered Office -S.F. No. 770/12, Avinashi Road
Civil Aerodrome Post, Coimbatore - 641 014

NOTICE TO THE MEMBERS

NOTICE IS HEREBY GIVEN THAT THE 24TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF LOTUS EYE HOSPITAL AND INSTITUTE LIMITED WILL BE HELD ON FRIDAY THE 17TH DAY OF SEPTEMBER AT 4.00 P.M. THROUGH VIDEO CONFERENCING ('VC')/OTHER AUDIO VISUAL MEANS ('OVAM') FACILITY TO TRANSACT THE FOLLOWING:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021, including the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss, Statement of Changes In Equity and the Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Dr. Kavetha Sundaramoorthy (holding DIN: 02050806) who retires by rotation and being eligible, offers herself for re-appointment.
3. To declare Final Dividend on equity shares for the financial year ended March 31, 2021.

SPECIAL BUSINESS:

4. Appointment of Dr. S. Natesan (DIN: 09012904) as an Independent Director.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Rules made there under read with Schedule IV to the Act, (including any statutory modification(s) or re-enactment thereof for the time being in force), the relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) as amended and as per the recommendations of the Nomination and Remuneration Committee, Dr. S. Natesan (DIN: 09012904) who was appointed as an Additional Director (Independent) of the Company by the Board of Directors with effect from 02nd January, 2021 and whose term of office expires at this Annual General Meeting ('AGM') and in respect of whom the Company has received a Notice in writing from a Member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013 and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR, be and is hereby appointed as an "Independent Director" of the Company to hold office for a term of 5 (five) consecutive years commencing from 02nd January, 2021 to 01st January, 2026 and is not liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members be and is hereby accorded to the continuation of directorship of Dr. S. Natesan (DIN: 09012904) after he attains the age of 74 years as an Independent Director of the Company.

5. Appointment of Dr. K.S. Ramalingam [DIN: 01016571] as a Whole - Time Director cum Chief Executive Officer.

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 of the Companies Act, 2013 (“Act”) read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) and enactment(s) thereof for the time being in force), and as recommended by Nomination and Remuneration Committee (“Committee”) and approved by the Board of directors of the Company, the consent of the members of the Company be and is hereby accorded for the appointment of Dr. K.S. Ramalingam (DIN 01016571) as a Whole Time Director cum Chief Executive Officer of the Company for a period of 5 years commencing from 10th February, 2021 to 09th February 2026 (both days inclusive), on the following terms and conditions

Duration and Term	five years commencing from 10 th February, 2021 to 09 th February 2026
Remuneration	Rs. 12 lakhs per annum
Sitting Fees	Not applicable
Provident Fund	As per the rules
Duties and Responsibilities	Dr. K.S. Ramalingam is Key Managerial Personnel (KMP) as defined in Section 2(51) of the Companies Act, 2013 and Listing Regulations. He will be the Chief Executive Officer of the Company and will perform the duties and exercise the powers which from time to time may be assigned to or vested in him by the Board. He shall be responsible for the day to day affairs of the Company.

RESOLVED FURTHER THAT the Board of Directors (including Committee) entrusted with liberty to alter and vary the terms and conditions of the said appointment / remuneration in such manner as deemed fit necessary.

RESOLVED FURTHER THAT in the event of any loss or inadequacy of profits in any financial year during the aforesaid period, the above proposed terms of remuneration and perquisites will be admissible as the minimum remuneration payable to Dr. K.S. Ramalingam as Executive Director & Chief Executive Officer, subject to compliance with the applicable provisions of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Place: Coimbatore
Date: 30.06.2021

By Order of the Board
For LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

(Sd.) Aakanksha Parmar
Company Secretary

Notes:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated 5 May 2020 read with circulars dated 8 April 2020 and 13 April 2020 (collectively referred to as 'MCA Circulars') and SEBI circular dated 12 May 2020 permitted holding of the annual general meeting ('AGM') through VC/OAVM facility, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and MCA Circulars, the AGM of the Company is being conducted through VC/OAVM.
2. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Institutional/Corporate shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (pdf/jpg format) of its board or governing body's resolution/authorization, etc., authorizing their representative to attend the e-AGM on its behalf and to vote through remote e-voting. The said resolution/authorization shall be sent to the scrutinizer by email through its registered email address to eswarfcs@gmail.com with a copy marked to companysecretary@lotuseye.org.
5. The Register of Members and Share Transfer Books of the Company will remain closed from 11th September, 2021 to 17th September, 2021 (both days inclusive).
6. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Secretarial Standard on General Meetings (SS-2) which sets out details relating to Special Business at the meeting, is annexed hereto. Additional Information pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in relation to Directors seeking appointment / re-appointment at the AGM are provided in the said Statement.
7. Members are requested to communicate their change of address, if any, quoting their folio numbers to our Registrars and Share Transfer Agents, M/s. SKDC Consultants Limited, "Surya", 35, Mayflower Avenue Behind Senthil Nagar Sowripalayam Road Coimbatore - 641028. Similarly members holding shares in Demat form, shall intimate the change of address, if any, to their respective Depository Participants.
8. Shareholders holding shares in the physical form and wish to avail Electronic Clearing Services (ECS) facility (subject to availability of the facility) may authorize the Company with ECS mandate in the prescribed form and the same should be lodged with the Registrars and Share Transfer Agents M/s. SKDC Consultants Limited for payment of dividend in future through ECS, if eligible.
9. Members who require any clarifications on accounts or operations of the Company are requested to write their queries to the Company Secretary so as to reach her at least one week before the meeting. The queries will be answered accordingly.

10. Members may also note that the Notice of the 24th Annual General Meeting and the Annual Report for 2020-21 will also be available on the Company's website www.lotuseye.org for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. For any communication, the shareholders may also send requests to the Company's investor email id: companysecretary@lotuseye.org
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their respective Depository Participants. Members holding shares in physical form can submit their PAN to the Company/RTA.

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

The voting period begins on 14th September, 2021 at 10.00 A.M. and ends on 16th September, 2021. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 10th September, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 1) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 2) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

v. Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1. The shareholders should log on to the e-voting website www.evotingindia.com.
2. Click on “Shareholders” module.
3. Now enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- vi. After entering these details appropriately, click on “SUBMIT” tab.
- vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- x. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xi. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- xii. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xiii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xv. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvi. Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; companysecretary@lotuseye.org , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

Dividend related information:

The Finance Act, 2020 has abolished the Dividend Distribution Tax (DDT) and has introduced the system of dividend taxation in the hands of the shareholders with effect from 1 April 2020. Accordingly, the Company would be required to deduct Tax at Source ('TDS') in respect of approved payment of dividend to its shareholders (resident as well as non-resident).

Resident Shareholders:

Tax shall be deducted at source under section 194 of the Income Tax Act, 1961 ('Act') @ 10% on the amount of dividend declared and paid by the Company during financial year 2021-22, subject to the following:

Sr. No.	Particulars	Rate of TDS applicable	Section under the Act
1.	PAN is not available/ Invalid PAN	20%	206AA
2.	Non-linking of PAN with Aadhaar, if allotted (Refer Note 1)	20%	206AA
3.	Non-filing of return of income tax for any of the last two financial years (i.e. FY 2018-19 and FY 2019-20); and TDS as well as TCS deduction in each of these years in case of the shareholder is ` 50,000 or more (Refer Note 2)	20%	206AB

Note 1: As per section 139AA(2) of the Act read with Rule 114AAA of the Income Tax Rules, 1962, currently, PAN is mandatorily required to be linked with Aadhaar by 30th June 2021. If PAN is not linked with Aadhaar by 30th June 2021 (unless such due date is extended), such PAN will be deemed inoperative and tax at source will be required to be deducted at higher rates under section 206AA of the IT Act.

Note 2: Provisions of section 206AB of the Act are applicable with effect from 1st July 2021, unless such date of applicability is extended.

No tax shall be deducted at source on the dividend payable to a resident individual if the total dividend to be received by the said resident individual from the Company during a financial year does not exceed ` 5,000; or if an eligible resident shareholder provides a valid declaration in Form 15G/ Form 15H or other documents as may be applicable to different categories of shareholders.

Further, if a shareholder has obtained a lower or Nil withholding tax certificate from the tax authorities and provides a copy of the same to the Company, tax shall be deducted on the dividend payable to such shareholder at the rate specified in the said certificate.

Non-resident Shareholders:

Tax is required to be deducted at source in the case of non-resident shareholders in accordance with the provisions of section 195 of the Act at the rates in force. As per the relevant provisions of the Act, the TDS on dividend shall be @ 20% or applicable rate plus applicable surcharge and health & education cess on the amount of dividend payable to the non-resident shareholders. For FII/ FPI shareholders, section 196D provides for TDS @ 20% or applicable rate plus applicable surcharge and health & education cess.

However, as per section 90 of the Act, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA) read with applicable Multilateral Instrument (MLI) provisions if they are more beneficial to them.

No communication on the tax determination/ deduction shall be entertained after 17th September, 2021. The above referred documents submitted by you will be verified by us and we will consider the same while deducting the appropriate taxes, if any, provided that these documents are in accordance with the provisions of the Act

In addition to the above, please note the following:

In case you hold shares under multiple accounts under different status/ category but under a single PAN, the highest rate of tax as applicable to the status in which shares held under the said PAN will be considered on the entire holding in different accounts.

In case of joint shareholding, the withholding tax rates shall be considered basis the status of the primary Beneficial shareholder.

For deduction of tax at source, the Company would be relying on the above data shared by SKDC Consultants as updated up to the record date.

It may be further noted that in case tax on dividend is deducted at a higher rate in the absence of receipt of any of the aforementioned details/ documents from the shareholders, the shareholders may consider filing their return of income and claiming an appropriate refund, as may be eligible. No claim shall lie against the Company for such taxes deducted.

In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the Shareholder/s, such Shareholder/s will be responsible to indemnify the Company, and also provide the Company with all information/ documents and co-operation in any assessment/ appellate proceedings before the Tax/ Government authorities.

PROCEDURE FOR SUBMISSION OF FORMS FOR AVAILING EXEMPTION FROM TDS/LOWER DEDUCTIONS:

Shareholders who are exempted from TDS/Lower deductions if any are requested to send the above mentioned documents to green@skdc-consultants.com from their registered mail id or may forward the forms to Company's Registered Office Address: Lotus Eye Hospital and Institute Ltd, 770/12 Avinashi Road, Civil Aerodrome Post, Coimbatore - 641014, not later than 17th September, 2021.

In case of joint holding, the shareholder named first in the Register of Members is required to furnish the requisite documents for claiming any applicable beneficial tax rate.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013 ANNEXED TO THE NOTICE:

Item No. 4

Dr. S. Natesan was appointed as an Additional Director (Non- Executive, Independent Director) by the Board of Directors of the Company ('the Board') on January 02, 2021 and he will hold office as an Additional Director up to the date of the forthcoming Annual General Meeting ("AGM").

Considering the qualifications, positive attributes, experience, expertise and independence of Dr. S. Natesan the Board and its Nomination & Remuneration Committee have recommended his appointment as an Independent Director, not liable to retire by rotation, for a term of five (5) consecutive years up to January 01 2026 in terms of the provisions of the Act.

Further, in terms of Section 149(13) of the Act, an Independent Directors so appointed shall not be liable to retire by rotation under Section 152 of the Act.

Dr. S. Natesan brief resume is given in the Annexure to this Notice. Dr. S. Natesan has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act. In the opinion of the Board, he fulfils the conditions specified in the Act and the Rules framed thereunder for appointment as an Independent Director and is Independent of the Management.

Copy of the draft letter of appointment of Dr. S. Natesan, setting out the terms and conditions of appointment as an Independent Director is available for inspection by members electronically.

The Company has received notice in writing under the provisions of Section 160 of the Act from a Member proposing the candidature of Dr. S. Natesan as an Independent Director of the Company.

Dr. S. Natesan may be deemed to be concerned or interested in the resolution under Item No. 4 of the accompanying Notice in respect of his aforesaid appointment. None of the other Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested in the said resolution. The Board recommends the Special Resolution as set out at Item No. 4 of the Notice for approval of the Members.

Item No. 5

At the Board meeting held on 09th February, 2021 the Board appointed Dr. K.S. Ramalingam as the Additional Director (Executive) subject to the ratification at the A.G.M. Prior to this he was executing the duties of Chief Executive officer of the company.

He has 40 plus years of rich experience and is the founder of Coimbatore Kidney Centre. Dr. K.S. Ramalingam has had both top & bottom line and organization development responsibilities in his capacity as founder and director at Coimbatore Kidney Centre

As a key member of the Top Management Committee, he has been deeply involved in strategic planning and business transformation initiatives across all facets of the business.

Considering his experience and profile, the Nomination and Remuneration Committee and the Board of Directors at their meeting held on 09th February, 2021, subject to shareholders approval, appointed Dr. K.S. Ramalingam as "Executive Director & Chief Executive Officer" for a period of five years commencing from 10th February, 2021 as per the terms and conditions set out in the resolution.

The resolution seeks the approval of the members in terms of Sections 196, 197, 198 & 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, and the Rules made thereunder for the appointment of Dr. K.S. Ramalingam as “Executive Director & Chief Executive Officer” for a period of five years commencing 10th February 2021. The Board of Directors recommends the Special resolution.

The details provided in the resolution and explanatory statement may be treated as written memorandum setting out the terms of the appointment of Dr. K.S. Ramalingam under section 190 of the Companies Act 2013. Dr. K.S. Ramalingam may be deemed to be concerned or interested, financially or otherwise, to the extent of his remuneration as a Director. Save and except the above, none of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions.

DETAILS OF DIRECTORS SEEKING APPOINTMENT/REAPPOINTMENT AT THE ANNUAL GENERAL MEETING (PURSUANT TO REGULATION 36(3) OF THE SEBI (LODR) REGULATION 2015) AND SECRETARIAL STANDARD -2

Director Name	Dr. Kavetha Sundaramoorthy	Dr. S. Natesan	Dr. K.S. Ramalingam
Age	45	74	72
Director Identification No.	02050806	09012904	01016571
Date of Appointment	30/05/2016	02/01/2021	09/02/2021
Expertise in Specific Function Area	She has been associated with the company, since its inception. She has over decades of experience in various facets of healthcare Industry	He has over four decades of experience in various facets of healthcare industry	He has over four decades of experience in various facets healthcare industry
Qualification	M.B.B.S, M.D.	M.B.B.S	M.B.B.S, M.D.
List of outside Directorship	NIL	NIL	Coimbatore kidney Center
Chairman / Member of Committees of the Board of Directors of the Company	Member: Audit Committee Nomination and Remuneration Committee Stakeholder Relationship Committee	Member: Nomination and Remuneration Committee	NIL
Chairman / Member of the Committees of other Companies in which he is a Director.	NIL	NIL	NIL
Number of Shares held in the Company as on 31st March 2021	11269970 Shares (54.19% to the paid-up capital)	NIL	168,818 Shares (0.86% to the paid-up capital)
No of Board Meetings attended during the year	4/5	1/1	5/5
Relationship with other Directors	Sister of Ms. Sangeetha Sundaramoorthy	NIL	NIL
Terms of Appointment	Being ordinary Business, not applicable	Provided in the concerned resolution and explanatory statement	Provided in the concerned resolution and explanatory statement
Remuneration sought to be paid	Being ordinary Business, not applicable	He is appointed as Non-Executive director. He is eligible for the sitting fees and remuneration under section 197(1) (ii) of the Companies Act 2013.	Provided in resolution

Directors' Report

Dear Shareholders,

Your directors have pleasure in presenting the 24th Annual Report of your Company together with the audited accounts for the year ended 31st March 2021.

FINANCIAL RESULTS

(Rs. in Lakhs)

PARTICULARS	31.03.2021	31.03.2020
	(Current year)	(Previous year)
Income from Operations and other income	3311.15	4145.33
Less: Expenses	3120.04	3930.54
Add/Less: Exceptional Items	8.11	(69.25)
Profit / (Loss) before Tax	199.22	145.55
Less: Provision for Taxes:		
Current tax	46.96	63.11
Deferred Tax	(4.54)	(24.02)
Profit / (Loss) after tax	156.80	106.46

REVIEW OF OPERATIONS AND PERFORMANCE:

Your company has reported a negative growth of 20.12 % with a turnover of Rs. 3311.15 Lakhs during the financial year 2020-21 compared to the turnover of Rs 4145.33 Lakhs in the previous financial year 2019-20, the reduction in turnover was due to COVID- 19 pandemic. Your Company has a net profit of Rs. 156.80 lakhs for the financial year 2020-21 as compared to Rs. 106.46 Lakhs for the financial year 2019-20, representing the growth of profit of 47.29%

Your Directors are making all efforts to increase the turnover and net profit so that the Company can meet the expectations of the stakeholders.

DIVIDEND:

The Board has proposed a final dividend of 5% i.e Rs 0.50 per share for the financial year 2020-21.

SHARE CAPITAL:

The Paid up equity share capital as on 31st March, 2021 was 2,079.63 Lakhs. During the year under review, the Company has not issued any shares to the shareholders. The company has neither issued shares with differential voting rights nor granted stock options or sweat equity shares.

FINANCE:

Cash and cash equivalents as on 31st March, 2021 was 989.24 Lakhs. The Company continues to focus on judicious management of its working capital, receivables, inventories and other financial parameters which are kept under strict check through continuous monitoring.

TRANSFER TO RESERVE:

Consequent to inadequate profits, your company has not transferred any amount to reserve.

DEPOSITS:

During the year under review, your company has not accepted any deposits from public covered under Sections 73 to 76 or any other relevant provisions of the Act and rules framed thereunder.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

During the year under review, your Company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

The detail of the investments made by the company is given in the notes to the financial statements.

OUTLOOK FOR THE CURRENT YEAR:

As all of you are aware, the year was marked with the effect of the COVID-19 for the first two quarters. Some normalcy and standardisation returned to the last quarters of the financial year 2020-21 wherein your company was able to overcome and make up for the loss of the previous two quarters.

The management implemented several measures to ensure smooth functioning from the lower most level. Your company plans to accomplish supremacy in all centres.

The company is managing the second wave of COVID efficiently. The management is acquainted with its possible impact and consequences and has measures in place to withstand and overcome the same. It also has plans to meet the third wave, if it happens.

CORPORATE SOCIAL RESPONSIBILITIES:

Your company does not fall within the bracket as prescribed by Section 135 of the Companies Act, 2013 and rules framed thereunder. Hence this clause is not applicable.

DIRECTORS:**Directors retiring by rotation:**

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

Information regarding the Directors seeking appointment/re-appointment:

Resume and other information regarding the Directors seeking appointment /re-appointment as required by Regulation 36 of the SEBI (LODR) Regulations, 2015 has been given in the Notice convening the ensuing Annual General Meeting and in the Statement pursuant to Section 102 of the Act.

Declaration by Independent Directors:

All Independent Directors have given declaration that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013 and regulation 16(b) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Familiarisation Programme:

Your Company has adopted policy on Familiarization programme of Independent Directors. During the year under review one programme was conducted by the company. Details of such programme for familiarisation of the Independent Directors are put on the website of the Company at the following web-link: <https://www.lotuseye.org/investors>

Statutory Disclosure:

None of the Directors of the Company is disqualified as per the applicable provisions of the Act.

BOARD EVALUATION:

Pursuant to the provisions of Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Board has carried out an evaluation of its own performance, the Directors performance individually as well as evaluation of the working of its Audit Committee and Nomination and Remuneration Committee.

The criteria for performance evaluation are as under:

Performance Evaluation of Board:

Key Parameters: Degree of fulfillment of key responsibilities; Board structure and composition; Establishment and delineation of responsibilities to Committees; Effectiveness of Board processes, information and functioning; Board Culture and Dynamics; Quality of relationship between the Board and the Management; Efficacy of communication with external stakeholders, etc.

Self Assessment of the Performance by Individual Directors (including Independent Director):

Key Parameters: Attendance at meetings; contribution at meetings; independence of judgment; direction / guidance to senior management, etc.

Self Assessment of the Performance by the Board Level Committees:

Key Parameters: Degree of fulfillment of key responsibilities; Adequacy of Committee Composition; Effectiveness of meetings; Committee dynamics; Quality of relationship of the committee with the Board and the management, etc.

The Directors have expressed their satisfaction with the evaluation process.

REMUNERATION POLICY:

The Policy on Board Diversity and Nomination & Remuneration Policy as recommended by the Nomination & Remuneration Committee has been approved by the Board of Directors. The said policies are available on the Company's website at the following link: <https://www.lotuseye.org/investors>

MEETINGS:

During the year, five Board Meetings, four Audit Committee Meetings, four Nomination and Remuneration Committee Meetings were convened and held. One Stakeholder Relationship Committee Meetings was held for the financial year 2020-21. The details of those are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

COMMITTEES OF THE BOARD:

Currently the Company has three Committees i.e. Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee. All the committees are Independent under the Chairmanship of an Independent Director. The details of the compositions, terms of reference, meetings, etc., of the said Committees are given in the Report on Corporate Governance which forms part of this Report.

DIRECTORS' RESPONSIBILITY STATEMENT:

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

- I. In the preparation of the annual accounts the applicable accounting standards have been followed.
- II. Appropriate accounting policies have been selected and applied consistently, and judgments and estimates that have been made are reasonable and prudent so as to give a true and fair view of the company at the end of the financial year and of the company for that period.

- III. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the companies Act, 2013 for safeguarding the assets of the company and for the preventing and detecting fraud and other irregularities.
- IV. Annual accounts have been prepared on going concern basis.
- V. Internal financial controls to be followed by the company were followed and those internal financial controls are adequate and were operating effectively.
- VI. Devised proper systems to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

RELATED PARTY TRANSACTIONS:

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict of interest of the company at large. Accordingly, no transactions are being reported in Form AOC-2 in terms of Section 134 of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014.

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

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

SUBSIDIARY COMPANIES:

The Company does not have any subsidiary company.

CHANGE IN NATURE OF BUSINESS, IF ANY

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

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments affecting financial position of the Company which have occurred between the end of the financial year of the Company to which the Financial Statements relate and date of this report.

CODE OF CONDUCT:

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings / behaviors of any form and the Board has laid down the directives to counter such acts. The code laid down by the Board is known as "Code of Conduct" which forms an Appendix to the Code. The Code has also been posted on the Company's website at the following link: <https://www.lotuseye.org/investors>

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

KEY MANAGERIAL PERSONNEL

The details of the Key Managerial Personnel of the Company, their appointment / cessation during the year under review and remuneration are given in the Extract of Annual Return annexed hereto and forming a part of this Report.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

Your Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior.

Your Company is committed to developing a culture where it is safe for any Whistle Blower to raise concerns about any poor or unacceptable practice and any event of misconduct. The alleged misconduct may be classified in many ways; namely, violation of a law, rule, regulation and / or a direct threat to public interest, such as health and safety violations and corruption.

Your Company will not tolerate any form of victimization and will take appropriate steps to protect a bona fide whistle blower and shall treat any retaliation as a serious disciplinary offence that merits disciplinary action. The Company will protect the identity of the whistle blower, if so desired, provided that the whistle blower will need to attend any disciplinary hearing or proceedings as may be required for investigation of the complaint. The mechanism provides for a detailed complaint and investigation process. If circumstances so require, the employee can make complaint directly to the Chairman of the Audit Committee. The said mechanism can also be availed by the Directors of the Company.

'Whistle Blower Policy' of your Company is available on the website of the Company at the following link: <https://www.lotuseye.org/investors>

PREVENTION OF INSIDER TRADING:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

The same Code is available in the website of your Company at the following link: <https://www.lotuseye.org/investors>

All Board of Directors and the designated employees have confirmed compliance with the Code.

AUDITOR'S REPORT:

The observation made in the Auditors' Report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

AUDITORS:

M/s. Anbarasu & Jalapathi, Chartered Accountants are your statutory auditors, who shall hold office till the conclusion of 25th Annual General Meeting.

INTERNAL AUDITORS:

CA P Vishnu Adithan, Practicing Chartered Accountant was appointed as the Internal Auditors of the Company for the financial year 2020-21 pursuant to Section 138(1) of the Act.

SECRETARIAL AUDIT/AUDITORS:

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed Mr.P.Eswaramoorhy (CP No. 7069) Company Secretary in Practice to undertake the Secretarial Audit of the Company.

As required under section 204 (1) of the Companies Act, 2013 the Company has obtained a secretarial audit report. The Company Secretary in Practice has made his observation in Secretarial Audit Report. **(MR-3)** which is annexed herewith as **"Annexure - II"**

With regards to the observation/ remarks contained in Secretarial Audit Report, the management wished to respond/state as under:

Shares which were sold in physical mode have not been lodged for transfer; The whereabouts of the respective promoters are hard to pin down. Nevertheless, the company and the management will apprehend the matter and close the same as soon as possible.

EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual Return in form MGT-9 is available at www.lotuseye.org

BUSINESS RISK MANAGEMENT:

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

Your Directors have constituted a Risk Management Committee which has been entrusted with the responsibility to assist the Board in:

- a) Overseeing and approving the Company's enterprise wide risk management framework and processes;
- b) Identifying risks;
- c) Optimizing risk situations; and
- d) Strengthening the risk management system through continuous learning and development.

PARTICULARS OF EMPLOYEES:

Statements containing the details as required in terms of the provisions of Section 197 of the Act read with Rule 5(1), (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached to this Report as **Annexure -I**. During the year under review , no complaint /case was filed pursuant to Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013.

CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORT:

The Corporate Governance and Management Discussion & Analysis Report, which form an integral part of this Report, is set out as separate Annexure, together with the Certificate from the Auditors of the Company regarding compliance with the requirements of Corporate Governance as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Refer **"Annexure - IV"** and **"Annexure - V"**)

CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO, BIO- MEDICAL WASTE:

The details of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo, Bio Medical wastes are as under:

a) Conservation of Energy:

Steps taken for conservation	Plug in fluorescent lamps replaced where ever light emitting diode (LED) lamps were used.
Steps taken for utilizing alternate sources of energy	Nil
Capital investment on energy conservation equipments	In view of the nature of activities carried on by the Company, there is no capital investment on energy conservation equipments.

b) Technology Absorption:

Efforts made for technology absorption	Nil
Benefits derived	Nil
Expenditure on Research & Development, if any	Nil
Details of technology imported, if any	Nil
Year of import	Nil
Whether imported technology fully absorbed	Nil
Areas where absorption of imported technology has not taken place, if any	Nil

c) Foreign Exchange Earnings/ Outgo (Rs. In Lakhs):

Earnings	Nil
Outgo	Nil

d) Bio Medical Waste

On an average the following quantity of waste is disposed off by the company, red waste 1 kg, yellow waste 0.27 kg and blue waste 0.7 kg.

ACKNOWLEDGEMENTS:

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

For and on behalf of the Board

Place: Coimbatore
Date: 30.06.2021

(Sd.) Ms. Sangeetha Sundaramoorthy
Managing Director

Annexure -I

STATEMENT OF DISCLOSURE OF REMUNERATION UNDER SECTION 197 OF COMPANIES ACT, 2013 AND RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

(i) Ratio of the remuneration of each director¹ to the median remuneration of the employees of the Company for the financial year 2020-21:

Sl. No.	Name	Designation	Ratio
1.	Ms. Sangeetha Sundaramoorthy*	Managing Director	5.64:1
2.	Dr. K.S. Ramalingam~	CEO & Executive Director	4.53:1

NOTE:

* Ms. Sangeetha Sunadaramoorthy was appointed as the Managing Director w.e.f 24.09.2020.
~ Dr. K.S. Ramalingam was appointed as Executive Director w.e.f 09.02.2021.

(ii) Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary and Manager in the financial year 2020-21:

Sl. No.	Name	Designation	% increase in remuneration
1.	Ms. Sangeetha Sundaramoorthy	Managing Director	Nil
2.	Dr. K.S. Ramalingam	CEO & Executive Director	Nil
3.	CA A. Ganesh ¹	Chief Financial Officer	Nil
5.	CS Aakanksha Parmar	Company Secretary	28.82

NOTE:

Mr. A. Ganesh was appointed as Chief Financial Officer w.e.f. 11.11.2020

(iii) The percentage increase in the median remuneration of employees in the financial year 2020-21:
0.02% increase in salaries in 2020-21 over 2019-20 based on the median remuneration.

(iv) The number of permanent employees on the rolls of Company:

There were 323 numbers of permanent employees on the rolls of the Company as on 31.03.2021.

(v) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The average increase in the salary of employees during the year was 0.02% while there is no increment reported in managerial remuneration.

(vi) Affirmation that the remuneration is as per the remuneration policy of the Company:

It is hereby confirmed that the remuneration paid during the year 2020-21 is as per the Nomination & Remuneration Policy of the Company.

STATEMENT OF DISCLOSURE OF REMUNERATION UNDER SECTION 197 OF COMPANIES ACT, 2013 AND RULE 5(2) AND 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Since no employee is drawing salary more than prescribed as per above provision. Hence it is not applicable.

Annexure -II

Form No. MR - 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

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

To

The Members of Lotus Eye Hospital and Institute Limited
[CIN: L85110TZ1997PLC007783]
SF No.770/12, Avinashi Road, Civil Aerodrome Post,
Coimbatore - 641 014

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Lotus Eye Hospital and Institute Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the Audit period covering the Financial Year ended **31st March, 2021**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

- i. I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the period ended 31st March, 2021 according to the provisions of:
- ii. The Companies Act, 2013 (the Act) and the rules made thereunder;
- iii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iv. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- v. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- vi. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 [Not applicable as the Company has not issued Capital during the Financial Year under review];
 - d) The Securities and Exchange Board of India (Share based Employee benefits) Regulations, 2014 [Not applicable as the Company does not have any Scheme for share based employee benefits during the Financial Year under review];
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 [Not applicable as the Company has not issued and listed any debt securities during the Financial Year under review];
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client [Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the Financial Year under review];
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 [Not applicable as the Equity Shares of the Company have not been delisted during the Financial Year under review];
 - h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 [Not applicable as the Company has not bought back / proposed to buy back any of its securities during the Financial Year under review]
 - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- vi. Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

I have relied on the representation made by the Company and its officers, relating to systems and mechanisms framed by the Company, for ensuring compliance with the other Laws and Regulations as applicable to the Company.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, and Standards wherever mentioned above subject to the following observations.

- a) *As per Regulation 31(2) of SEBI (LODR) Regulations, 2015, the listed entity shall ensure that Hundred percent of shareholding of promoter(s) and promoter group is in dematerialized form and the same is maintained on a continuous basis in the manner as specified by the Board, whereas 200 Equity Shares of the Company's promoter(s) group has not been dematerialized, which are still in physical form.*

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate Notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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

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

P. ESWARAMOORTHY AND COMPANY
Company Secretaries

Place: Coimbatore
Date: 30.06.2021
UDIN: F006510C000551285
Peer review Cert. No.933/2020

P. Eswaramoorthy
Proprietor
FCS No.: 6510, CP No.: 7069

***Note:** Due to COVID – 19 Pandemic and travel restrictions are imposed, I have electronically examined the books, papers, minute books, forms and returns filed and other records shared and maintained by the Company for the purpose of conduct of Secretarial Audit and issuance of this report.*

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

To

The Members

Lotus Eye Hospital and Institute Limited

[CIN: L85110TZ1997PLC007783]

SF No.770/12, Avinashi Road, Civil Aerodrome Post,

Coimbatore - 641 014

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

1. Maintenance of Secretarial Records, devising proper system to ensure compliance with the provisions of all applicable laws and regulations and ensuring that systems are adequate and operate effectively, are the responsibilities of the Management of the Company. My responsibility is to express an opinion on these Secretarial Records based on Audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial Records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of Management. My examination was limited to the verification of procedures on a test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

P. ESWARAMOORTHY AND COMPANY
Company Secretaries

Place: Coimbatore

Date: 30.06.2021

UDIN: F006510C000551285

Peer review Cert. No.933/2020

P. Eswaramoorthy

Proprietor

FCS No.: 6510, CP No.: 7069

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To

The Members of Lotus Eye Hospital and Institute Limited
[CIN: L85110TZ1997PLC007783]
SF No.770/12, Avinashi Road, Civil Aerodrome Post,
Coimbatore - 641 014

As required by Regulation 34(3) read with Part C (10) (i) of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby certify that none of the Directors on the Board of Lotus Eye Hospital and Institute Limited have been debarred or disqualified from being appointed or continuing as Directors of Companies by the SEBI/Ministry of Corporate Affairs or any such statutory authority.

P. ESWARAMOORTHY AND COMPANY
Company Secretaries

Place: Coimbatore
Date: 30.06.2021
UDIN: F006510C000551065
Peer review Cert. No.933/2020

P. Eswaramoorthy
Proprietor
FCS No.: 6510, CP No.: 7069

Annexure- III

The extract of Annual Report - MGT-9 is available on the company's website www.lotuseye.org under the "Investor" section

Annexure -IV

Management Discussion and Analysis

Indian Economy: 2020-21

India's Gross Domestic Product (GDP) contracted 7.3% in 2020-21 marginally better than the 8% contraction in the economy projected earlier. GDP growth in 2019-20, prior to the COVID-19 pandemic, was 4%. The fourth quarter of 2020-21 recorded a growth of 1.6% in GDP, the second quarter of positive growth, after the country had entered a technical recession in the first half of the year. The Gross Value Added recorded 3.7% growth in Q4, compared to 1% in Q3. GVA had contracted 22.4% and 7.3% in the first and second quarters of 2020-21. GDP had contracted 24.4% in the April to June 2020 quarter, followed by 7.4% shrinkage in the second quarter. It had returned to positive territory in the September to December quarter with a marginal 0.5% growth.

Predicted future

IMF projected an impressive 12.5 percent growth rate for India in 2021 last year during the COVID-19 pandemic. The Indian economy is expected to grow by 6.9 per cent in 2022. Notably in 2020, India's economy contracted by a record eight per cent, the International Monetary Fund (IMF) said as it projected an impressive 12.5 per cent growth rate for the country in 2021.

The recent COVID-19 pandemic has emphasized the importance of the healthcare sector and its inter-linkages with other key sector of the economy. The ongoing pandemic has showcased how a healthcare crisis can get transformed into an economic and social crisis.

The ongoing COVID-19 pandemic has helped showcase the role of technology-enabled platforms as an alternate distribution channel for remote delivery of healthcare services. These technology-enabled platforms offer a promising new avenue to address India's last-mile healthcare access and delivery challenges. These technology platforms coupled with digitization and the promise of artificial intelligence at-scale, have led to a drastic uptake in the utilization of telemedicine for primary care

Global Industry Structure and Development:

The global "vision care market size" is expected to reach USD 192.85 billion by 2026, exhibiting a CAGR of 5.6% during the forecast period. Increasing awareness regarding ocular diseases in emerging nations is expected to aid the growth of the market. The increasing adoption of vision care products will boost the vision care market growth in the forthcoming year. In addition, the growing cases of cataracts will create growth opportunities for the market. For instance, according to the World Health Organization, 51% of the world's blindness is caused by cataracts. In addition, the increasing risks of cataract incidence predominantly in developing countries will fuel demand for vision care.

Eye care products like lenses might become cheaper. With increase in life expectancy it is likely that population will have more old people. This would make it necessary to carry out more cataract and other eye treatments.

So overall, the eye care demand would grow. The profession and business of organized eye care would have a large need and necessity.

Public participated companies like ours with organized structure, delivering both basic and advanced eye care in many cities with a brand name, would help the patient very

Segment-wise or product-wise performance

Your Company operates in only one segment i.e. Eye Care and Related Activities.

Risk and Concerns

1. Competitors

There are large numbers of private practitioners in ophthalmology with their own ophthalmic diagnosis and treatment equipment. There are a few with small hospitals with more advanced equipment's. Apart from these there are large ophthalmic hospitals both philanthropic and run as commercial business entities.

Your company can counter this challenge by providing focused eye care delivery and by deploying the state of the art equipments backed by panel of expert doctors.

2. COVID 19

COVID 19 had a very major impact on 20-21. The ongoing pandemic made most of the it's dent, during the first two quarters of the financial year 20-21, a recovery made was during the last leg of financial year 21 before the second wave gripped us.

The company is being pro-active to take all necessary actions and negate the ill effects of Covid-19 and ensure functioning, but at the same time are being cautious of the pandemic in the future.

3. Profitable and Proficient optimal use of Latest Technologies and Trends.

The biggest task of any organization is to harness the technological advancement taking place at every nanosecond and cultivate the same in such a manner that produces profitability for the organization and maximizes the shareholders wealth simultaneously.

We are aware of this and plan to improve.

4. Health Status Issues

The difference between rural and urban indicators of health status and the wide interstate disparity in health status are well known. Clearly the urban rural differentials are substantial and clearly impact the spending power and in turn the variety of high end options made available to them.

We plan to organize our centers with this fact in mind.

5. Investment:

The health care sector is a capital intensive sector and need significant funding to grow.

6. Regulatory Risk

The evolution of the global regulatory environment has resulted in increased regulatory scrutiny that has raised the minimum standards to be maintained. This signifies the alignment of corporate performance objectives, while ensuring compliance with regulatory requirements.

Internal control systems and their adequacy

Your company has established internal control systems to ensure optimum use in protecting its resources and ensuring adherence to its policies, procedures and statutes. There is proper and adequate system of internal control for the company and its branches. The company has appointed Internal Auditor to review the adequacy of the internal control systems, procedures and policies. The internal auditor evaluates the adequacy of the internal control systems by testing the control mechanism and gives their recommendations to the management.

Discussion on financial performance with respect to operational performance

Financial performance with respect to operational performance has been dealt with in the Directors' Report which should be treated as forming part of this Management Discussion and Analysis Report.

Material developments in Human Resources / Industrial Relations front, including number of people employed

There were 323 numbers of permanent employees on the rolls of the Company as on 31.03.2021. During the year under review your company enjoyed cordial relationship with the employees at all levels.

Cautionary Statement

The Management Discussion and Analysis Report contains forward looking statements based upon the data available with the Company, assumptions with regard to global economic conditions, the government policies etc. Actual results might differ materially from those either expressed or implied.

Annexure -V

REPORT ON CORPORATE GOVERNANCE (Annexure to the Twenty Fourth Directors' Report 2020-21)

Introduction

Corporate Governance is an excellent means of implementing sound vigorous practices and policies enveloping in a veil of transparency with its direct entrust on the management. The growing impetus to bring more definition and perspicuity into the operative dynamics of the company is just a constant endeavor to bring more absolute enlightenment to the stakeholders of the company. The constant change in the business and economic environment have probed and propelled companies to move towards adoption of clearer and just policies for the public in general to understand the key activities, beliefs and conducts of the company. The regulatory framework in the country is bringing more robust policies, to improve and implement governance regulations for the betterment for the Indian companies and the adapting of the same by the companies are the testament of the fact that Indian companies with regards to the corporate governance are moving in the right direction with regards to corporate governance

Date of Report

The information provided in this Report on Corporate Governance for the purpose of uniformity is as on March 31, 2021. This Report is updated as on the date of the Report wherever applicable.

The Company's philosophy on Corporate Governance

The Fundamental object of corporate governance policies is based on the highest levels of transparency, accountability in terms of responsibility towards shareholders, creditors, employees and society at large. Your company is committed to ensure high standards of corporate governance on a sustained basis.

Board of Directors

Composition

As on 31st March 2021, the strength of the Board is Eight Directors. As per SEBI Regulations if the Chairman is an Executive Director, at least half of the Board should comprise of independent directors and there should be a woman director. The chairman of the company is a Non-Executive Director. There are five Independent Directors, two Executive Directors in our Board and two Women- Director. The composition of Board is in compliance with the requirements of Regulation 17(1) of the SEBI (LODR) Regulations, 2015.

Name of the Director	Category	No. of Directorship*	Membership and / or Chairperson of Committees#	
			Member	Chairman
Dr.Kavetha Sundaramoorthy	Non-Executive - Promoter	1	2	-
Ms.Sangeetha Sundaramoorthy	Executive - Promoter	1	-	-
Mr.D.R.Kaarthikeyan	Non-Executive - Independent	4	3	2
Mr.R.Subramanian	Non-Executive - Independent	2	3	3
Dr.Yogesh Shah	Non-Executive - Independent	1	-	-
Mr.M.Alagiriswamy	Non-Executive - Independent	1	1	-
Dr. S. Natesan	Non-Executive - Independent	1	-	-
Dr. K.S. Ramalingam	Executive	2	-	-

*Excluding private limited companies, foreign companies, companies under Section 8 of the Companies Act, 2013 and alternate directorships but including Lotus Eye Hospital and Institute Limited.

Includes only positions held in Audit Committee and Stakeholders' Relationship Committee in Indian public limited companies including Lotus Eye Hospital and Institute Limited.

Except Dr. Kavetha Sundaramoorthy and Ms. Sangeetha Sundaramoorthy, no other director of the Company is related to any other director on the Board of the Company.

Except Dr. Kavetha Sundaramoorthy (Non-Executive - Promoter) who is holding 11,269,970 (One crore twelve lakhs sixty nine thousand nine hundred and seventy only) Shares representing 54.19% of total shareholding, no other Non-Executive Director is holding any shares in the Company.

Meetings

The Board met five times during the year under review i.e. on 30th June, 2020, 31st August, 2020, 24th September, 2020, 11th November, 2020, and 09th February, 2021.

Attendance details of each director at the Board Meetings, Committee Meetings and at the last Annual General Meeting are set out below.

Name of the Directors	Board Meeting (5)	Audit Committee (4)	Nomination and Remuneration Committee (4)	Stakeholder Relationship Committee (1)	Annual General Meeting
Mr.D.R.Kaarthikeyan	4	4	3	1	No
CA R.Subramanian	5	4	4	1	No
Dr.Yogesh Shah	5	-	4	-	Yes
Ms.Sangeetha Sundaramoorthy ¹	5	2	-	-	Yes
Dr.Kavetha Sundaramoorthy ²	4	2	2	1	Yes
CA M.Alagiriswamy	5	4	-	-	Yes
Dr. S. Natesan ³	1	-	-	-	No
Dr. K.S. Ramalaingam ⁴	1	-	-	-	Yes

The figures within brackets denote the number of meetings held during the period 1st April 2020 to 31st March 2021.

Note:

1. Ms. Sangeetha Sunadarmoorthy was appointed as Managing Director w.e.f 24.09.2020.
2. Dr. Kavetha Sundaramoorthy was appointed as Chairman w.e.f 11.11.2020.
3. Dr. S. Natesan was appointed as Additional (Independent) Director (subject to the approval of shareholders) w.e.f. 02.01.2021.
4. Dr. K.S. Ramalingam was appointed as Additional (Executive) Director (subject to the approval of shareholders) w.e.f 09.02.2021.

Familiarisation Programme

Your Company has adopted policy on Familiarization programme of Independent Directors. During the year under review one programme was conducted by the company details of such programme for familiarisation of the Independent Directors are put on the website of the Company at the following web-link: <https://www.lotuseye.org/investors>

3. Audit Committee

Terms of Reference

Terms of reference of the Audit Committee includes overseeing the financial reporting process, reviewing of financial statements, ensuring compliance with the regulatory guidelines, reviewing of internal audit reports, recommending appointment and remuneration of auditors to the Board of Directors and reviewing adequacy of internal control systems and internal audit function and other matters specified for Audit Committee under Section 177 of the Companies Act, 2013 and the Part C of the Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All recommendations made by the audit committee during the year were accepted by the Board. The details of terms of reference of audit committee can be found on your company's website at the following link: <https://www.lotuseye.org/investors>.

Composition & Meetings:

There were four meetings held during the year i.e. on 30th June, 2020, 31st August, 11th November, 2020, and 09th February, 2021.

CFO, Representative of Statutory Auditors and Internal Auditors attended the meeting as Invitees. Company Secretary of the Company also acts as the Secretary to the Committee.

Composition of the Audit Committee is as follows:

Sl. No.	Name of the Members	Category	Meetings Attended
1	CA R.Subramanian	Chairman - Independent - Non-Executive	4
2	Mr.D.R.Kaarthikeyan	Member - Independent - Non-Executive	4
3	Ms.Sangeetha Sundaramoorthy	Member - Non Independent - Executive	2*
4	CA M.Alagiriswamy	Member - Independent - Non-Executive	4
5	Dr. Kavetha Sundaramoorthy	Member - Non Independent - Non-Executive	2*

Note:

*The Audit Committee was re-constituted on 24.09.2020, wherein Dr. Kavetha Sunadarmoorthy was inducted and Ms. Sangeetha Sunadarmoorthy was removed owing to her appointment as Managing Director.

Nomination and Remuneration Committee

Terms of Reference

The terms of reference of the Nomination & Remuneration Committee cover all the areas mentioned under Section 178 of the Companies Act, 2013 and Part D of the Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The broad terms of reference of the Committee includes:

- Formulating the criteria for determining qualifications, positive attributes and independence of a Director;
- Recommending to the Board a policy relating to the remuneration for the directors, key managerial personnel and other employees of the Company;
- Identifying persons who are qualified to become directors and who may be appointed in senior management;
- Evaluating the performance of all Directors.

Composition & Meetings:

There were four meetings held during the year i.e. on 30th June, 2020, 24th September, 2020, 11th November, 2020, and 09th February, 2021.

Company Secretary of the Company also acts as the Secretary to the Committee.

Composition of Nomination and Remuneration Committee is as follows:

Sl. No.	Name of the Members	Category	Meetings Attended
1	Mr. D.R.Kaarthikeyan	Chairman - Independent - Non-Executive	3
2	Dr.Yogesh Shah	Member - Independent - Non-Executive	4
3	CA R.Subramanian	Member - Independent - Non-Executive	4
4	Dr. Kavetha Sundaramoorthy (inducted on 24.09.2020)	Member - Non Independent - Non-Executive	2

Performance Evaluation Criteria for Independent Directors

Performance of each of the Independent Directors are evaluated every year by the entire board with respect to various factors like attendance at meetings; contribution at meetings; independence of judgment; direction / guidance to senior management, etc.

5. Remuneration Policy

The Policy on Board Diversity and Nomination & Remuneration Policy as recommended by the Nomination & Remuneration Committee have been approved by the Board of Directors. The said policies are annexed to the Board's Report and are also available on the Company's website at the following link: <https://www.lotuseye.org/investors>

The Non-Executive Independent Directors of the Company do not have any other material pecuniary relationships or transactions with the Company or its directors, senior management, subsidiary or associate, other than sitting fees.

During financial year 2020-21 Non-Executive Independent Directors were paid sitting fee at the rate of Rs. 50000/- for attending meeting(s) (w.e.f. 11.11.2020) prior to which it was Rs.10000/- per meeting of the Board and Committees thereof.

Details of the Sitting fees paid and Commission payable to the Non-Executive Directors of the Company for Financial year 2020-2021 are as under:

<i>(Rs. In Lakhs)</i>	
Name of the Directors	Sitting Fees Paid
Mr.D.R.Kaarthikeyan	1.20
CA R.Subramanian	1.20
MR.Yogesh Shah	1.20
Dr. Kavetha Sundaramoorthy	0.70
CA M.Alagiriswamy	1.20
Dr. S. Natesan	0.50
Total	6.00

6. Stakeholder's Relationship Committee

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

Committee met once for the year under review i.e. on and 09th Feb, 2021.

Sl. No.	Name of the Members	Category	Meeting Attended
1	CA R.Subramanian	Chairman - Independent - Non-Executive	1
2	D.R. Kaarthikeyan	Member - Independent - Non-Executive	1
3	CA M.Alagiriswamy	Member - Independent - Non-Executive	1
4	Dr. Kavetha Sundaramoorthy (inducted on 24.09.2020)	Member - Non Independent - Non-Executive	1

Company Secretary of the Company is the Compliance Officer. Details of the same can be found on the website of the company at the following link: <https://www.lotuseye.org/profile/investors-grievances>
During the year the company has not received any complaints from the investors and there were no outstanding complaints as on 31.03.2021.

7. Annual General Meeting

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

Financial year	Details of Meeting	Date and time of Meeting	Venue	Special Resolutions
2019-20	23 rd AGM	28.11.2020 – 04.00 P.M.	Through video conferencing ('vc')/other audio visual means ('ovam').	No
2018-19	22 nd AGM	24.09.2019 – 11.00 A.M.	Chenthur Park, 10, 1-9 Avinashi Road, Sitra, Madhusudhan Layout, Coimbatore – 641 014.	Yes
2017-18	21 st AGM	24.09.2018 – 02.00 P.M.	Kasthuri Sreenivasan Trust Culture Centre Avinashi Road, Coimbatore – 641 014.	Yes

No Special Resolutions was required to be put through postal ballot during the financial year under review.

No Special Resolutions on matters requiring postal ballot are placed for Shareholders' approval at the ensuing annual General Meeting.

8. Means of Communication

Your Company has promptly reported all material information including declaration of quarterly financial results, etc. to all Stock Exchanges where the securities of the Company are listed. Such information is also simultaneously displayed immediately on the Company's website www.lotuseye.org. The quarterly, half yearly and annual financial results and other statutory information were generally communicated to the shareholders by way of an advertisement in an English newspaper and in a vernacular language newspaper as per requirements of the Listing Regulations.

9. General Shareholders Information:

a. AGM Date, Time and Venue	:	17 th September, 2021 – 4.00 p.m. Through video conferencing (VC)/ Other Audio Visual Means (OVAM)
b. Financial Calendar	:	1 st April 2020 to 31 st March 2021
c. Date of Book Closure	:	11 th September, 2021 to 17 th September, 2021 (both days inclusive)
d. Listing of	:	BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 National Stock Exchange of India Limited (NSE), Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051.
i) Equity Shares	:	
ii) Listing Fees	:	Annual Listing fees for the year 2020-21 have been paid to all the above mentioned Stock Exchanges and there is no fee outstanding as on date.
e. Custodial Fees	:	Custodial fees paid to the CDSL and NSDL and there is no fees outstanding as on date.
f. Stock Exchange Security Code For Equity Shares	:	BSE - Scrip Code : 532998 NSE - - Scrip Name : LOTUSEYE
g. Demat ISIN Numbers in NSDL & CDSL for Equity Shares	:	INE 947101017
h. Address of the Registered Office/ Address for Correspondence	:	<ol style="list-style-type: none"> 1. 770/12, Avinashi Road, Civil Aerodrome Post, Coimbatore – 641 014. 2. M/s.S.K.D.C Consultants Limited, "Surya", 35, Mayflower Avenue Behind Senthil Nagar Sowripalayam Road Coimbatore – 641028.
i. Hospital Branches	:	<ol style="list-style-type: none"> 1. 155B, East Perisamy Road, Opposite to Chinthamani, North Coimbatore, R.S.Puram, Coimbatore – 641 002. 2. No.5 (2), Gajalakshmi Theatre Road, Near Valarmathi Bus Stop, Tirupur – 641 601. 3. 86, Brindhavan Road, Fairlands, Salem – 636 016. 4. No.140, Coimbatore Main Road, Opp.Bus Stand, Mettupalayam – 641 031 5. No.53/33A – 33F, Thejas Towers, SA Road, Kadavanthara, Cochin – 682 020. 6. 229A, Kurisingal House, Mulanthuruthy Post, Cochin – 682 314.

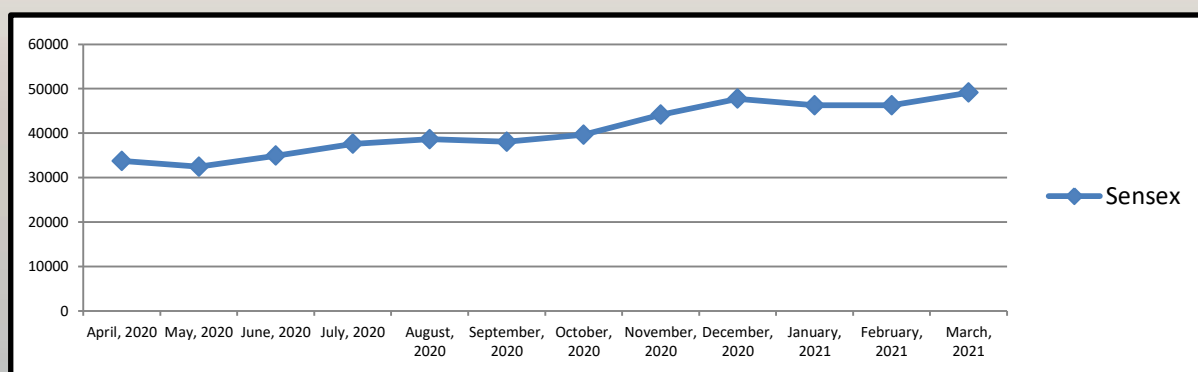
a. Market Price Data:

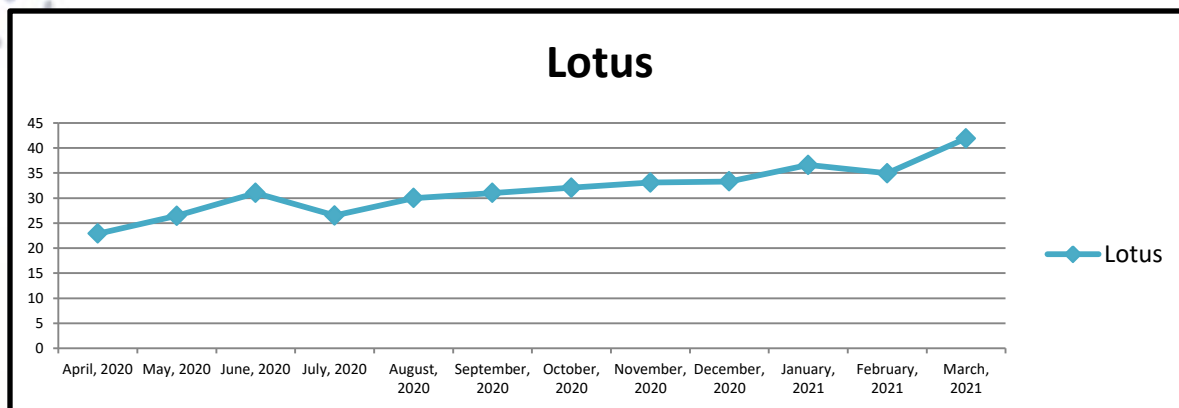
Monthly Average High & Low Prices of shares traded on BSE & NSE for the period from April 2020 to March 2021 (Shares listed on 11.07.2008)

Month	Share Price in Rs.			
	BSE		NSE	
	High	Low	High	Low
April, 2020	26	19.75	25.03	22.63
May, 2020	27.05	21.45	25.05	24.1
June, 2020	35	23	29.57	27.21
July, 2020	35.95	26	31.46	29.90
August, 2020	39.85	26.2	32.02	29.08
September, 2020	32.4	27.55	31.07	29.15
October, 2020	32.4	28.05	31.58	29.84
November, 2020	33.2	29.7	31.98	30.52
December, 2020	35.5	30.25	32.89	31.43
January, 2021	43.8	32.95	36.94	35.13
February, 2021	37.4	33.5	36.19	34.46
March, 2021	54.6	34.2	41.98	38.64

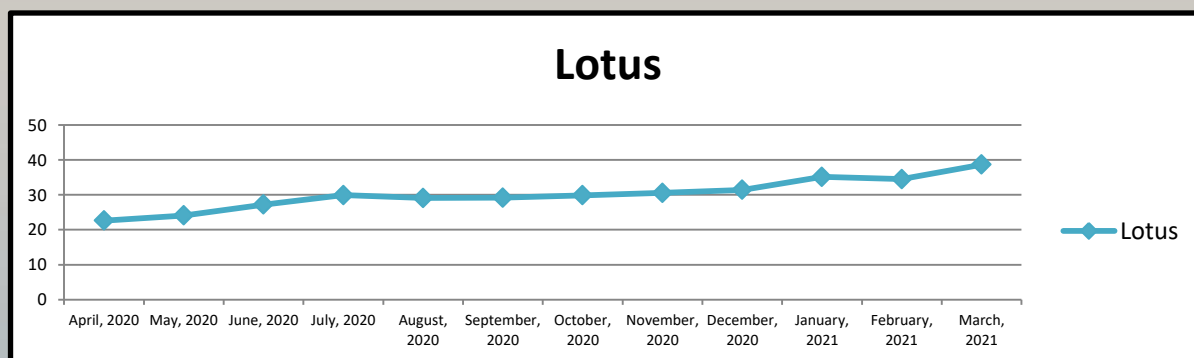
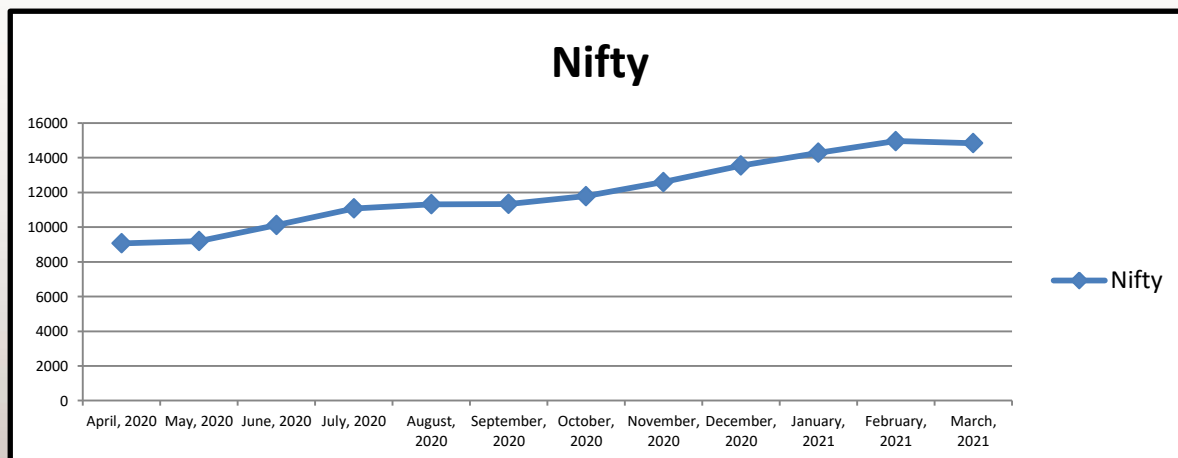
b. Performance and comparison to broad based indices such as BSE Sensex etc.

CLOSING MONTHLY PRICE VS CLOSING MONTHLY SENSEX(AVG)





ii. CLOSING MONTHLY PRICE VS CLOSING MONTHLY FIFTY



- c. **Registrar & Share Transfer / Demat Agents:** M/s.S.K.D.C Consultants Limited,
 “Surya”, 35, Mayflower Avenue Behind Senthil Nagar
 Sowripalayam Road Coimbatore – 641028.
 Tel. No. 0422 – 6549995 & 2539835
 Fax No. 0422 - 2539837
 E-mail. info@skdc-consultants.com

d. **Share Transfer System:**

99.99% of the Company’s paid-up equity capital is held in dematerialized form (only 907 shares are held in the physical form). However, the transfer requests are processed within 15 days from the date of such request, subject to the documents being valid and complete in all respects. Based on a SEBI directive, the equity shares of the Company are permitted to be traded only in dematerialized form.

e. **Category of Shareholder & Distribution of Shareholding**

- i. Categories of Shareholders as on 31.03.2021

S. No	Category	No. of Share holders	No. of Shares held	% of paid up Share Capital
1	Promoters and Promoters group	5	12007739	57.68
2	Individuals	5710	5679938	27.31
3	Others	248	3108653	15.01
	Total	5963	20796330	100.00

f. **Dematerialization of Shares and liquidity:**

The Company has already entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to enable members of the Company to select the Depository of their choice for holding and dealing in shares in electronic form.

The Shareholders are requested to make use of such facility for maximizing their convenience in dealing with Company’s shares. The ISIN (International Securities Identification Number) of the Company is INE 947101017.

As on 31st March 2021, 99.99% of the Company’s paid-up equity capital was held in dematerialized form (only 907 shares were held in the physical form).

- g. **Outstanding ADRs/GDRs or warrants or any convertible instruments, conversion date and likely impact on equity:** Not Applicable
- h. **Commodity price risk or foreign exchange risk and hedging activities:** Not Applicable

10. Other Disclosures:

a. Related Party Transactions

Details of related party transactions are disclosed in 30th Notes on Accounts forming part of the Accounts, as required under Accounting Standard 18 of The Institute of Chartered Accountants of India and all related party transactions are negotiated, on an arm's length basis. There were no materially significant related party transactions with directors, promoters, management, relatives or related companies etc. which had potential conflict, with the interests of the Company at large.

Transactions, in which directors may have substantial interest, are submitted to the Board and the interested directors, neither participates in the discussion, nor do they vote in such matters. Details of related party transactions are reviewed by the Audit Committee periodically.

The policy for related party transaction can be viewed at the following link:
<https://www.lotuseye.org/investors>

b. Compliance by the Company

The company has fairly complied with the requirements of the Stock Exchanges and SEBI. During the last three years, however there are some non - compliances which were observed in the Secretarial Audit Report. *(Please refer MR-3)*

c. Details of establishment of vigil mechanism, whistle blower policy, and affirmation that no personnel has been denied access to the audit committee

The Whistle Blower & Vigil Mechanism Policy approved by the Board has been implemented and no personnel have been denied access for making disclosure or report under the Policy to the Vigilance Officer and/or Audit Committee.

d. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements:

The Company has fairly complied with all mandatory requirements of the Listing Regulation. The status of compliance with non-mandatory requirements of SEBI Listing Regulations are as detailed hereunder:

- i. **Audit Qualification** - The financial statements of the Company are unqualified.

e. Accounting Treatment

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

f. Risk Management

The management continuously evaluates business risk and review the probable risks, that may have an adverse impact on the operations and profitability of the Company and gives suitable solutions to mitigate such risks.

g. Insider Trading Policy

The code of conduct for prevention of Insider Trading, as suggested under the SEBI (Prohibition of Insider Trading) Regulations, 2015 has been introduced with effect from 15.05.2015. The Company Secretary has been designated as the Compliance Officer for this purpose. The Board monitors the adherence to the various requirements as set out in the code. No violation of the code has taken place during the year.

h. CEO / CFO Certification

Pursuant to the provisions of Regulation 17(8) read with part B of the Schedule II of the Listing Regulations with the Stock Exchanges, the Managing Director and Chief Executive Officer have issued a Certificate to the Board as required for the Financial Year ended 31st March 2021. The Managing Director and the Chief Executive Officer of the Company also gives quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33(2) of Listing Regulations.

i. Code of Conduct

The Company's Board has laid down code of conduct for the employees at all levels including Senior Management and Directors of the Company. All Board Members and Senior Management Personnel have affirmed compliance with the code of conduct.

j. Compliance with Corporate Governance Norms

The Company has complied with all the mandatory requirements of Corporate Governance norms as specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46.

k. Management

The Management Discussion and Analysis Report forms a part of the Directors' Report.

11. Declaration by the Managing Director with regards to adherence to the Code of Conduct

To The Members of Lotus Eye Hospital & Institute Limited

In accordance with Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 with the Stock Exchanges, I hereby confirm that, all the Directors and the Senior Management personnel including me, have affirmed compliance to their respective Codes of Conduct, as applicable for the Financial Year ended 31st March, 2021.

Place: Coimbatore
Date : 30.06.2021

For and on behalf of the Board/-
(Sd.) Sangeetha Sundaramoorthy
Managing Director

CEO / CFO CERTIFICATE

As required by Regulation 17(8) read with part B of the Schedule II of the Listing Regulations

We hereby certify that:

- a) We have reviewed the financial statements for the year ended 31st March 2021 and that to the best of our knowledge and belief:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - i. these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violate any of the company's code of conduct.
- c) We accept the responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the auditors and the audit committee that there are no:
 - i. significant changes in internal control over financial reporting during the year;
 - ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

For and on behalf of the Board

Sd/-
Ms. Sangeetha Sundaramoorthy
Managing Director

Sd/-
Dr. K.S. Ramalingam
Executive Director & CEO

Place: Coimbatore
Date: 30.06.2021

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

To

The Members of Lotus Eye Hospital and Institute Limited
[CIN: L85110TZ1997PLC007783]
SF No.770/12, Avinashi Road, Civil Aerodrome Post,
Coimbatore – 641 014

I have examined all the relevant records of **Lotus Eye Hospital and Institute Limited** (“hereinafter called as the “Company”) for the purpose of certifying compliance with the conditions of Corporate Governance stipulated in Chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year ended **31st March, 2021**. I have obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purpose of certification.

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

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

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

P. ESWARAMOORTHY AND COMPANY

Company Secretaries

Place: Coimbatore
Date: 30.06.2021
UDIN: F006510C000551384
Peer review Cert. No.933/2020

P. Eswaramoorthy
Proprietor
FCS No.: 6510, CP No.:7069

Independent Auditors' Report

To the Members of Lotus Eye Hospital and Institute Limited Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Lotus Eye Hospital and Institute Limited ("the Company"), which comprises the balance sheet as at March 31, 2021 and the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the cash flow statement for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole and in forming our opinion thereon and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How the matter was addressed in our audit
<p>Evaluation of uncertain tax positions</p> <p>The Company operates in multiple jurisdictions and is subject to periodic challenges by local tax authorities on a range of tax matters during the normal course of business including direct & indirect tax matters and forum. These involve significant management judgment to determine the possible outcome of the uncertain tax positions, consequently having an impact on related accounting and disclosures in the financial statements. (Refer Note 1(B)(19) and Note 31 to the financial statements)</p>	<p>Our audit procedures include the following substantive procedures:</p> <ul style="list-style-type: none"> • Obtained understanding of key uncertain tax positions; • Read and analyzed select key correspondences including responses to the tax authorities; • Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions and the possible outcome of the disputed cases. <p>We agreed with the management's evaluation.</p>

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, for example, Corporate Overview, Statutory Section (such as Directors' Report to the Shareholders, Corporate Governance Report and Business Review (such as Management Discussion and Analysis) but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Management's Responsibility for the Financial Statements

The Company's management and the board of directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- (a) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- (b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- (c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- (d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- (e) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of section 143 (11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules 2014;
 - e. On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164(2) of the Act;
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements (Refer Note 31 to the financial statements).
 - ii. The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

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

(sd.) **CA. S.Anbarasu**
Partner

Membership No.: 212299
UDIN: 21212299AAAHO6907

Coimbatore
June 30, 2021

Annexure "A" to the Independent Auditors' Report

(Referred to in Paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report)

- (i) a. The Company is in the process of updating its records showing full particulars, including quantitative details and situation of fixed assets. However, an item wise list of fixed assets containing the particulars for calculation of depreciation is maintained.
- b. All the fixed assets have not been physically verified by the management during the year but there is a phased program of verification based on the item wise list maintained for computation of depreciation which, in our opinion, needs to be strengthened having regard to the size of the company and nature of its assets. As explained to us, no material discrepancies were noticed on such verification. However, in the absence of complete information in fixed asset register as stated in clause (a) above, we are unable to comment on the discrepancies.
- c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable properties included in the fixed assets are held in the name of the Company. (Except with respect to the buildings on leasehold premises).
- (ii) As explained to us, the inventories (excluding stocks with third parties and goods-in-transit) have been physically verified by the management during the year and there were no material discrepancies noticed on physical verification carried out during the year. In our opinion, the frequency of such verification is reasonable.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, reporting under clause 3(iii) of the Order is not applicable to the company.
- (iv) According to the information and explanations given to us, the Company has not granted any loans, made investments, provided any guarantee or security, and hence reporting under clause 3(iv) of the Order is not applicable to the company.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits covered under Section 73 to 76 of the Act. Accordingly, paragraph 3(v) of the Order is not applicable to the company.
- (vi) We have broadly reviewed the cost records maintained by the company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended prescribed by the Central Government under section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) (a) According to the information and explanations provided to us, the company has been generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, goods and service tax, customs duty, excise duty, cess and any other material statutory dues applicable to it with the appropriate authorities.
- (b) As explained to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, goods and service tax, customs duty, excise duty, cess and any other material statutory dues applicable to it, were outstanding, at the year end, for a period of more than six months from the date they became payable.

(c) Details of dues which have not been deposited as on March 31, 2021 on account of disputes are given below:

Name of Statute	Nature of dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount (Rs. in lakhs)
Income Tax Act, 1961	Income Tax	Commissioner of Income-tax (Appeals), Coimbatore	2016-17	55.40
Kerala Value Added Tax Act, 2003	Value Added tax	High Court of Kerala	2011-12	21.61
Kerala Value Added Tax Act, 2003	Value Added Tax	Kerala Value Added Tax Appellate tribunal	2012-13, 2013-14	7.05

(viii) According to the information and explanations given to us, the Company has not defaulted in repayment of dues to any financial institution or a bank. The Company has no debentures or loans and borrowings payable to government during the year. Accordingly reporting under clause 3(viii) of the Order is not applicable to the company.

(ix) According to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and any term loans during the year. Accordingly reporting under clause 3(ix) of the Order is not applicable to the company.

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

(xi) According to the information and explanations given to us and based on our examination of the records of the Company, the managerial remuneration has been paid or provided by the Company in accordance with the provisions of Section 197 read with Schedule V to the Act.

(xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable to the company.

(xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.

(xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause 3(xiv) of the Order is not applicable to the Company.

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

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

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

(sd.) **CA. S.Anbarasu**
Partner

Membership No.: 212299
UDIN: 21212299AAAAHO6907

Coimbatore
June 30, 2021

Annexure “B” to the Independent Auditors’ Report

(Referred to in paragraph 2(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report)

Report on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of Lotus Eye Hospital and Institute Limited (“the Company”) as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing specified under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

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

(sd.) **CA. S.Anbarasu**
Partner
Membership No.: 212299
UDIN: 21212299AAAAHO6907

Coimbatore
June 30, 2021

Lotus Eye Hospital and Institute Limited
(CIN: L85110TZ1997PLC007783)

Balance Sheet

(Rs. in Lakhs)

Particulars	Note	As at 31 March 2021	As at 31 March 2020
Assets			
1. Non-current assets			
(a) Property, plant and equipment	2	4,037.49	4,244.79
(b) Intangible assets	2	16.31	21.86
		4,053.80	4,266.65
(c) Deferred tax assets (net)	3	77.33	84.96
(d) Other non-current assets	4	431.38	406.66
Total Non-current assets (A)		4,562.51	4,758.27
2. Current assets			
(a) Inventories	5	177.95	211.28
(b) Financial assets			
(i) Trade receivables	6	74.10	66.01
(ii) Cash and cash equivalents	7	518.07	446.81
(iii) Bank balances other than above	8	473.25	254.82
(c) Other current assets	9	117.03	73.45
Total Current assets (B)		1,360.40	1,052.37
Total Assets (A + B)		5,922.91	5,810.64
Equity and Liabilities			
1. Equity			
(a) Equity share capital	10	2,079.63	2,079.63
(b) Other equity	11	3,190.04	3,046.02
Total Equity (C)		5,269.67	5,125.65
2. Liabilities			
Non-current liabilities			
(a) Financial liabilities	12	13.59	39.87
(b) Provisions	13	40.26	42.91
(c) Other non-current liabilities	14	17.63	15.52
Total Non-current liabilities (D)		71.48	98.30
Current liabilities			
(a) Financial liabilities			
(i) Trade payables	15	283.07	289.31
(ii) Other financial liabilities	16	26.28	34.37
(b) Other current liabilities	17	272.41	263.01
Total Current liabilities (E)		581.76	586.69
Total Liabilities (D+E)		653.24	684.99
Total Equity and Liabilities (C+D+E)		5,922.91	5,810.64

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

As per our report of even date attached

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

(sd.) **C A. S. Anbarasu**
Partner
Membership No.: 212299
UDIN: 21212299AAAAHO6907

Coimbatore
June 30, 2021

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

(sd.) **Ms. S. Sangeetha**
Managing Director
DIN: 01859252

(sd.) **C A. M. Alagiriswamy**
Director
DIN: 02112350

(sd.) **C A. A. Ganesh**
Chief Financial Officer

(sd.) **Mr. D.R. Kaarthikeyan**
Director
DIN: 00327907

(sd.) **Dr. K.S. Ramalingam**
Chief Executive Officer

(sd.) **C S. Aakanksha Parmar**
Company Secretary

Lotus Eye Hospital and Institute Limited

(CIN: L85110TZ1997PLC00783)

Statement of Profit and Loss

(Rs. in Lakhs)

Sr.No	Particulars	Note	For the year ended 31 March 2021	For the year ended 31 March 2020
I.	Income			
	(a) Revenue from operations	18	3,236.90	4,055.31
	(b) Other income	19	74.25	90.02
	Total income (I)		3,311.15	4,145.33
II.	Expenses			
	(a) Cost of materials consumed	20	508.83	568.07
	(b) Purchases of stock-in-trade	21	476.02	610.56
	(c) Changes in inventories of finished goods, W.I.P & stock-in-trade	22	(8.38)	7.63
	(d) Service expenses	23	542.62	657.77
	(e) Employee benefits expense	24	697.18	893.99
	(f) Finance costs	25	6.49	7.05
	(g) Depreciation and amortization expense	2	233.01	249.65
	(h) Other expenses	26	664.26	935.81
	Total expenses (II)		3,120.04	3,930.54
III.	Profit before exceptional items and tax (I - II)		191.11	214.79
IV.	Exceptional items	27	8.11	(69.25)
V.	Profit before tax (III + IV)		199.22	145.55
VI.	Tax expenses			
	(a) Current tax	28	46.96	63.11
	(b) Deferred tax	28	(4.54)	(24.02)
			42.42	39.09
VII.	Profit for the period (V - VI)		156.80	106.46
VIII.	Other comprehensive income			
	A. Items that will not be reclassified to profit or loss			
	- Re-measurements of the defined benefit plans		(17.71)	10.28
	- Income tax on the above item		4.93	(2.86)
	B. Items that will be reclassified to profit or loss		-	-
	Total other comprehensive income (VIII)		(12.78)	7.42
	Total comprehensive income for the period (VII + VIII)		144.02	113.88
	Earnings per equity share (Nominal value of share of Rs. 10each)			
	Basic and diluted (<i>in Rs.</i>)	32	0.75	0.51

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

As per our report of even date attached

For Anbarasu and Jalapathi
Chartered Accountants
Firm Registration No.: 0107955

(sd.) C.A. S. Anbarasu
Partner
Membership No.: 212299
UDIN: 21212299AAAAHO6907

Coimbatore
June 30, 2021

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

(sd.) Ms. S. Sangeetha
Managing Director
DIN: 01859252

(sd.) Mr. D.R. Kaarthikeyan
Director
DIN: 00327907

(sd.) C.A. M. Alagiriswamy
Director
DIN: 02112350

(sd.) Dr. K.S. Ramalingam
Chief Executive Officer

(sd.) C.A. A. Ganesh
Chief Financial Officer

(sd.) CS. Aakanksha Pamar
Company Secretary

Lotus Eye Hospital and Institute Limited
(CIN: L85110TZ1997PLC00783)
Statement of Changes in Equity

A. Equity share capital	(Rs. in Lakhs)
Particulars	Amount
Balance as at 31 March 2019	2,079.63
Changes in equity share capital during the year	-
Balance as at 31 March 2020	2,079.63
Changes in equity share capital during the year	-
Balance as at 31 March 2021	2,079.63

B. Other Equity

Particulars	Reserves and surplus		Items of other comprehensive Income	Total
	Securities premium	Retained earnings	Remeasurement of post employment benefit obligations	
Balance as on 31 March 2019	2,514.14	407.96	10.05	2,932.14
Add : Profit after tax	-	106.46	-	106.46
Add : Remeasurement of post-employment benefit obligations (net of tax)	-	-	7.42	7.42
Less : Dividends paid (incl. DDT)	-	-	-	-
Balance as on 31 March 2020	2,514.14	514.41	17.47	3,046.02
Add : Profit after tax	-	156.80	-	156.80
Add : Remeasurement of post-employment benefit obligations (net of tax)	-	-	(12.78)	(12.78)
Less : Dividends paid (incl. DDT)	-	-	-	-
Balance as on 31 March 2021	2,514.14	671.21	4.69	3,190.04

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

As per our report of even date attached

For **Anbarasu and Jalapathi**
Chartered Accountants
Firm Registration No.: 0107955

(sd.) **CA. S.Anbarasu**
Partner
Membership No.: 212299
UDIN: 21212299AAAAHO6907

Coimbatore
June 30, 2021

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

(sd.) **Ms. S.Sangeetha**
Managing Director
DIN: 01859252

(sd.) **CA. M.Alagiriswamy**
Director
DIN: 02112350

(sd.) **CA. A.Ganesh**
Chief Financial Officer

(sd.) **Mr. D.R.Karthikeyan**
Director
DIN: 00327907

(sd.) **Dr. K.S.Ramalingam**
Chief Executive Officer

(sd.) **CS. Aakanksha Parmar**
Company Secretary

Lotus Eye Hospital and Institute Limited
(CIN: L85110TZ1997PLC007783)
Cash Flow Statement

	(Rs. in Lakhs)	
Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Cash flows from operating activities		
Profit before tax and exceptional item	191.11	214.79
<i>Adjustments:</i>		
Depreciation and amortisation	233.01	249.65
Interest income	(39.10)	(44.29)
Rental income	(21.50)	(30.00)
Finance costs	6.49	7.05
Operating cash flows before working capital changes	370.01	397.20
Working capital movements:		
Inventories	33.33	4.25
Trade receivables	(8.09)	10.36
Other assets (current and non-current)	(68.29)	44.05
Trade payables	(6.24)	24.54
Provisions	(20.35)	10.92
Other liabilities (current and non-current)	3.41	32.73
Cash generated from operating activities	303.78	524.05
Income tax paid	(29.87)	(26.89)
Net cash generated from operating activities (A)	273.91	497.16
Cash flows from investing activities		
Acquisition of fixed assets	(47.57)	(242.01)
Proceeds from the sale of fixed assets	35.52	99.44
Interest received	39.10	44.29
Rental income	21.50	30.00
Net cash generated from/ (used in) investing activities (B)	48.55	(68.28)
Cash flows from financing activities		
Finance costs	(6.49)	(7.05)
Repayment of long term borrowings	-	(9.16)
Increase in Finance Lease Obligations	(26.28)	29.68
Net cash (used in)/ generated from financing activities (C)	(32.77)	13.47
Net increase/(decrease) in cash and bank balances (A+B+C)	289.69	442.35
Cash and bank balances at the beginning of the year	699.55	257.20
Cash and bank balances at the end of the year	989.24	699.55
Cash on hand	8.54	1.47
Balance with banks	980.70	698.08

Note:
Cash and bank balances do not include balance maintained in Unpaid dividend account Rs.2.08 lakhs but which has been shown under 'Cash & cash equivalents' in Balance sheet

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

As per our report of even date attached

For **Anbarasu and Jalapathi**
Chartered Accountants
Firm Registration No.: 0107955

(sd.) C A. S.Anbarasu
Partner
Membership No.: 212299
UDIN: 21212299AAAHO6907

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

(sd.) Ms. S.Sangeetha
Managing Director
DIN: 01859252

(sd.) Mr. D.R.Kaarthikeyan
Director
DIN: 00327907

(sd.) C A. M.Alagiriswamy
Director
DIN: 02112350

(sd.) Dr. K.S.Ramalingam
Chief Executive Officer

Coimbatore
June 30, 2021

(sd.) C A. A.Ganesh
Chief Financial Officer

(sd.) C S. Aakanksha Parmar
Company Secretary

Note 1:

A. Corporate information

The company was incorporated as “Kalaivani Health Centre Pvt Ltd” on 14 March 1997 as a private limited company under the Companies Act, 1956. The name of the company was changed to “Lotus Eye Care Hospital Pvt Ltd” on 23 January 2001 and later on the company was converted into Public Limited Company on 16 October 2007 and subsequently the name was changed to “Lotus Eye Hospital and Institute Limited” on 12 April 2013. The Company is having registered office at Coimbatore, India. CIN of the Company is L85110TZ1997PLC007783.

The Company is engaged in the field of ophthalmology (Eye) and its related operation. The Company has seven centre’s at Peelamedu, R.S. Puram, Mettupalayam, Tirupur, Salem, Cochin and Mulanthurthy. The Company’s equity shares are listed from 03 August 2008 on Bombay Stock Exchange Limited and National Stock Exchange of India Ltd, Mumbai.

Application of new and revised Indian Accounting Standards

The Company has applied all the Indian Accounting Standards (hereinafter referred to as 'Ind AS') notified by the Ministry of Corporate Affairs (MCA) to the extent applicable to the Company.

B. Significant accounting policies

1. Statement of compliance

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

2. Basis of preparation

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

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

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

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

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

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

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

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

Level 3 - inputs are unobservable inputs for the asset or liability

3. Current and non-current classification

The assets and liabilities reported in the balance sheet are classified on a "current/ non-current basis".

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting date, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

4. Use of Estimates

The preparation of financial statements is in conformity with generally accepted accounting principles which require the management of the Company to make judgments, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future period. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Application of accounting policies that require significant accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed separately under the heading "Significant accounting Judgments, estimates and assumption".

5. Segment reporting

The company is engaged in the business of Healthcare activities. Hence, there is only one reportable segment.

6. Revenue recognition

Rendering of Eye care Services

The Company generally follows the mercantile system of accounting and recognize the Income and Expenditure on an accrual basis except those with significant uncertainties. Revenue is recognized to the extent that it is probable that the economic benefit will flow to the company and the revenue can be reliably measured. The revenue recognized is net off discount / concessions.

The insurance claims are accounted as and when the claims are settled or accepted by the insurance company whichever is earlier.

Sale of goods

Revenue from sale of goods is recognized when significant risk and rewards of ownership is passed on to customer, Revenue from sale of goods is stated exclusive of GST and are net of sales returns, discounts, provision for anticipated returns on expiry, made on the basis of management expectation taking into account past experience.

Interest income

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

7. Foreign currencies

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Transactions and balances:

- i. Foreign currency transactions are recorded at exchange rates prevailing on the date of such transactions.
- ii. Foreign currency monetary assets and liabilities at the year end are realigned to the exchange rate prevailing at the year end and the difference on realignment is adjusted in the Profit and Loss account.
- iii. Non-monetary foreign currency items are carried at cost.

8. Property, Plant and Equipment (PPE)

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

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

The Company identifies and determines cost of each component/part of the plant and equipment separately, if the component/part has a cost which is significant to the total cost of the plant and equipment and has useful lives that is materially different from that of the remaining plant and equipment. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the year in which they are incurred.

Gains and losses arising from derecognition of PPE are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

Depreciation methods, estimated useful lives and residual values

Depreciation on Property, Plant and Equipment is provided under Written Down Value Method at the rates determined based on Useful Lives of the respective assets and the residual values in accordance with Schedule II of the Companies Act, 2013.

Estimated useful lives of the assets are as follows:

Category of assets	Useful Life(in years)
Buildings (Freehold)	60
Plant and Machinery	10 & 5
Surgical equipments	13
Furniture & Fixtures	10
Intangible assets	10
Office Equipments	10 & 5
Vehicles	8
Computer & Accesories	3 & 10

9. Intangible assets

Intangible assets are recognized only if it is probable that future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably.

Computer software licenses are capitalized on the basis of costs incurred to acquire and bring to use the specific software. Operating software is capitalized and amortized along with the related fixed asset.

10. Inventories

Closing stock of Pharmacy, Canteen, Operation Theatre items, Consumables, Optical and lens are valued at lower of cost and net realizable value. Cost is arrived at on first in first out basis except for optical and lens.

11. Borrowing Cost

Borrowing cost attributable to the acquisition or construction of qualifying assets is capitalized as a part of such assets. All other borrowing cost is recognized as expense in the period in which they are incurred.

A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale.

12. Leases

With effect from April 01, 2019, Ind AS 116 –“Leases” supersedes Ind AS 17-“Leases”. The company has adopted Ind AS 116 using the modified retrospective method. The application of Ind AS 116 has resulted into recognition of ‘Right-of-Use’ asset with a corresponding lease liability in balance sheet

The company as lessor

Lease income on an operating lease is recognized in the statement of profit and loss on a straight line basis over the term of the relevant lease except to the extent that the lease payments are structured to compensate for the expected inflationary cost.

The company as lessee

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

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

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

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

13. Employee benefits

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

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

14. Taxes on income

i. Current Tax:

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

ii. Deferred Tax:

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

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

15. Provisions

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

Provisions are not discounted to its present value unless otherwise required by the standard and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

16. Earnings per share

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

17. Financial Instruments

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

Financial assets and financial liabilities are initially measured at fair value.

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

De-recognition of financial assets

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

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

De-recognition of Financial Liabilities

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

Cash and Cash Equivalents:

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

18. Impairment of assets

At the Balance Sheet date an assessment is done in accordance with IND AS 36, to determine whether there is any indication of impairment in the carrying amount of the company's assets. An asset is treated impaired when carrying cost of assets exceeds its recoverable value.

An impairment loss is charged to the Profit and Loss Account in the year in which an asset is identified as impaired. The impairment loss, if any, recognized in prior accounting period is reversed if there has been any change in the estimate of recoverable amount.

19. Contingent Liabilities

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

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

The Company has ongoing disputes with tax authorities mainly relating to treatment of characterization and classification of certain item as well as towards a medical related consumer case. The Company has demands amounting to Rs. 84.06 Lakhs as at March 31, 2021 as well as at March 31, 2020 from various

direct & indirect tax authorities which are being contested by the Company based on the management evaluation and on the advice of tax consultants besides a medical related claim amounting to Rs. 5.50 Lakhs.

C. Significant Accounting Judgements, Estimates And Assumptions

The preparation of these financial statements in conformity with recognition and measurement principles of Ind AS requires the Management of the Company to make estimates and assumptions that affect the reported balances of Assets and Liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amount of income and expenses for the periods presented.

1. Fair value measurements and valuation processes

Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes. The business acquisitions made by the company are also accounted at fair values. In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available.

2. Employee Benefits

Defined Benefit Plans

The cost of defined benefit plans are determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, expected rates of return on assets, future salary increases, mortality rates and future pension increases.

3. Litigations

The amount recognized as a provision shall be the best estimate of the expenditure required to settle the present obligation arising at the reporting period.

4. Revenue Recognition

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

5. Expected credit loss

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

Note 2: Property, plant and equipment

Particulars	Gross carrying amount			Accumulated depreciation			Net carrying amount	
	As at 01 April 2020	Additions	Deletions	As at 31 March 2021	Additions	Deletions	As at 31 March 2021	As at 31 March 2020
A) Tangible assets								
<i>Own assets</i>								
Land	2,610.27	-	26.45	2,583.83	-	-	2,583.83	2,610.27
Building	1,247.63	-	0.14	1,247.49	34.61	0.06	684.08	718.77
Hospital equipments	3,076.17	31.07	2.55	3,104.68	110.89	2.40	478.30	558.28
Plant and machinery	103.06	-	1.43	101.63	79.61	1.36	17.83	23.45
Electrical equipments	94.50	1.47	1.58	94.40	3.50	1.23	13.77	16.15
Furniture and fixtures	179.77	7.70	2.36	185.12	14.66	2.24	48.11	55.19
Vehicles	142.12	-	-	142.12	4.94	-	15.49	20.43
Office equipments	294.79	3.39	3.05	295.14	14.24	2.86	43.69	54.72
Computer and accessories	129.07	3.94	-	133.01	2.86	-	12.65	11.57
	7,877.40	47.57	37.55	7,887.42	191.24	10.14	3,989.66	4,068.83
Right of use assets								
Hospital equipments	206.00	-	-	206.00	36.21	-	139.73	175.95
Total (A)	8,083.40	47.57	37.55	8,093.42	227.46	10.14	4,037.49	4,244.78
B) Intangible assets								
Computer software	69.55	-	-	69.55	5.55	-	16.31	21.86
Total (B)	69.55	-	-	69.55	5.55	-	16.31	21.86
Total current year (A+B)	8,152.95	47.57	37.55	8,162.97	233.01	10.14	4,053.80	4,266.65
Previous year	8,095.15	242.02	184.22	8,152.95	249.65	15.53	4,266.65	4,442.97

Note 3: Deferred tax assets (net)
(Rs. in Lakhs)

Sr. No	Particulars	As at 31 March 2021	As at 31 March 2020
The major components of deferred tax assets arising on account of timing differences are as follows:			
(a)	Deferred tax asset		
	- Property, plant and equipment	31.48	26.09
	- Expenses allowable against taxable income in future years	23.70	24.55
	- Retirement Benefit Plan	(1.80)	(6.72)
(b)	Minimum alternate tax (MAT) credit entitlement	23.95	41.04
		77.33	84.96

Movement of deferred tax assets;

Sr. No	Particulars	Opening balance	Set off during the year	Recognised in statement of profit and loss	Recognised in other comprehensive income	Closing balance
(a)	Property, plant and equipment	26.09	-	5.39	-	31.48
(b)	Retirement benefit plan	(6.72)	-	-	4.93	(1.80)
(c)	Expenses allowable against taxable income in future years	24.55	-	(0.86)	-	23.70
(d)	Minimum alternate tax (MAT) credit	41.04	(17.09)	-	-	23.95
		84.96	(17.09)	4.53	4.93	77.33

Note 4: Other non-current assets

Sr. No	Particulars	As at 31 March 2021	As at 31 March 2020
<i>Unsecured, Considered good</i>			
(a)	Capital advances	160.00	160.00
(b)	Security deposits	152.10	133.05
(c)	Balances from statutory authorities	119.28	113.61
		431.38	406.66

Note 5: Inventories

Sr. No	Particulars	As at 31 March 2021	As at 31 March 2020
(valued at lower of cost and net realizable value)			
(a)	Consumables	84.17	125.88
(b)	Pharmacy	26.61	28.52
(c)	Optical frames	60.15	47.96
(d)	Contact lens	5.73	7.12
(e)	Canteen stock	1.29	1.80
		177.95	211.28

Note 6: Trade receivables

Particulars	As at 31 March 2021	As at 31 March 2020
Unsecured - considered good	103.38	83.57
Less: Expected credit loss	29.28	17.56
	74.10	66.01

Note 7: Cash and cash equivalents

Sr. No	Particulars	As at 31 March 2021	As at 31 March 2020
(a)	Cash in hand	8.54	1.47
(b)	Balance with banks		
	(i) In current accounts	77.25	(34.43)
	(ii) In deposit accounts ^	432.28	479.77
		518.07	446.81

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

Note 8: Bank balances other than above
(Rs. in Lakhs)

Particulars	As at	As at
	31 March 2021	31 March 2020
<i>Balance with banks</i>		
(i) In deposit accounts ^	471.17	252.74
(ii) Earmarked balances with banks for unpaid dividend	2.08	2.08
	473.25	254.82

^ Bank deposits with original maturity of more than three months but less than 12 months.

Note 9: Other current assets

Sr. No	Particulars	As at	As at
		31 March 2021	31 March 2020
	<i>Unsecured, considered good</i>		
(a)	Advance to suppliers	56.60	16.51
(b)	Advance to employees	3.53	3.08
(c)	Prepaid expenses	56.90	53.86
		117.03	73.45

Note 10: Share capital

		(Rs. in Lakhs)	
Sr. No	Particulars	As at 31 March 2021	As at 31 March 2020
a)	Authorised 2,50,00,000 equity shares of Rs. 10 each	2,500.00	2,500.00
b)	Issued, subscribed and paid up 2,07,96,330 equity shares of Rs 10 each	2,079.63	2,079.63

(a) Terms/ rights attached to equity shares

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

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

(b) Details of shareholders holding more than 5% shares in the company

Name of the shareholder	As at 31 March 2021		As at 31 March 2020	
	Number of shares	% of holding	Number of shares	% of holding
Dr Kavetha Sundaramoorthy	1,12,69,970	54.19%	1,12,69,970	54.19%
Kovai Purani Finance Private Limited	11,48,646	5.52%	9,73,414	4.68%

Note: Late Dr S K Sundaramoorthy, Promoter was holding 1,15,48,757 equity shares and out of which 1,10,46,920 equity shares had been transmitted to his nominee Dr Kavetha Sundaramoorthy. And, the balance of 5,01,837 equity shares are lying in his account without a nominee.

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

Particulars	As at 31 March 2021		As at 31 March 2020	
	No. of shares	Amount	No. of shares	Amount
At the beginning of the period	207.96	2,079.63	207.96	2,079.63
Add : Shares issued during the year	-	-	-	-
Less : Shares bought back during the year	-	-	-	-
Outstanding at the end of the period	207.96	2,079.63	207.96	2,079.63

(d) The company has no stock option plans.
Note 11: Other equity

Sr. No	Particulars	As at 31 March 2021	As at 31 March 2020
a)	Securities premium reserve	2,514.14	2,514.14
b)	Retained earnings	671.21	514.41
c)	Other comprehensive income	4.69	17.47
		3,190.04	3,046.02

Notes

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

b. Retained earnings represent the surplus / accumulated earnings of the company and are available for distribution to share holders.

Note 12: Financial liabilities

Particulars	(Rs. in Lakhs)	
	As at 31 March 2021	As at 31 March 2020
<i>Unsecured</i>		
Long term maturities of finance lease obligations ^	13.59	39.87
	13.59	39.87

^ Current maturities of finance lease obligations has been disclosed under 'Other financial liabilities'. Refer Note 16 and Note 29.

Note 13: Provisions

Particulars	As at 31 March 2021	As at 31 March 2020
<i>Provision for employee benefits</i>		
Gratuity (Refer Note 33)	40.26	42.91
	40.26	42.91

Note 14: Other non-current liabilities

Particulars	As at 31 March 2021	As at 31 March 2020
(a) <i>Caution deposits received from</i>		
(i) from doctors	4.60	4.50
(ii) from employees	10.96	8.95
(b) Unpaid dividends	2.07	2.07
	17.63	15.52

Note 15: Trade payables

Sr. No	Particulars	As at 31 March 2021	As at 31 March 2020
(a)	Total outstanding dues of micro enterprises and small enterprises^	-	-
(b)	Total outstanding dues of creditors other than micro and small enterprises		
	Creditors for materials & services	258.02	272.47
	Creditors for capital goods	16.74	10.35
	Creditors for others	8.31	6.49
		283.07	289.31

^ The information in relation to dues to Micro, Small and Medium enterprises have been determined to the extent such parties have been identified on the basis of information available with the company.

Note 16: Other financial liabilities

Sr. No	Particulars	As at 31 March 2021	As at 31 March 2020
	<i>Unsecured</i>		
(a)	Current maturities of finance lease obligations ^	26.28	31.80
(b)	Others	-	2.57
		26.28	34.37

^ Long term maturities of finance lease obligations has been disclosed under 'Financial liabilities'. Refer Note 12 and Note 29.

Note 17: Other current liabilities

Sr. No	Particulars	As at 31 March 2021	As at 31 March 2020
(a)	Accrued expenses	112.14	126.51
(b)	Salaries and reimbursements to employees	52.96	48.23
(c)	Professional and doctor's fees payable	48.02	35.62
(d)	Advances from customers	31.81	25.01
(e)	Statutory dues	27.48	27.64
		272.41	263.01

Note 18: Revenue from operations
(Rs. in Lakhs)

Sr. No	Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
(a)	<i>Sale of services</i>		
	Revenue from medical services	2,215.41	2,768.37
(b)	<i>Sale of goods</i>		
	Revenue from sale of opticals & contact lens	669.84	863.46
	Revenue from pharmacy	281.43	366.27
(c)	<i>Other operating revenue</i>	70.22	57.21
		3,236.90	4,055.31

Note 19: Other income

Sr. No	Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
(a)	<i>Interest income</i>		
	from bank deposits	35.60	38.46
	from others	3.50	5.83
(b)	Rent income	21.50	30.00
(c)	Other income	13.65	15.73
		74.25	90.02

Note 20: Cost of materials consumed

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Opening stock	125.88	122.50
Add : Purchases	467.12	571.45
Less : Closing stock	84.17	125.88
	508.83	568.07

Note 21: Purchases of stock-in-trade

Sr. No	Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
(a)	Opticals and lens	260.75	318.06
(b)	Pharmacy	186.73	244.73
(c)	Canteen and utility purchases	28.54	47.77
		476.02	610.56

Note 22: Changes in inventories of stock in trade

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Opening stock	85.41	93.04
Closing stock	93.79	85.41
(increase)/decrease in inventories	(8.38)	7.63

Note 23: Service expenses

Sr. No	Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
(a)	Professional Charges to Doctors	475.59	566.70
(b)	Power and fuel	67.03	91.07
		542.62	657.77

Note 24: Employee benefits expense

(Rs. in Lakhs)

Sr. No	Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
(a)	Salaries and wages	593.61	703.56
(b)	Bonus and incentives	17.25	11.15
(c)	Director remuneration	8.42	74.80
(d)	Contribution to provident and other funds	50.18	71.10
(e)	Provision for gratuity	8.11	10.84
(f)	Staff welfare expenses	13.31	20.14
(g)	Directors sitting fees	6.30	2.40
		697.18	893.99

Note 25: Finance costs

Sr. No	Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
(a)	Interest on finance lease	5.63	5.13
(b)	Interest on borrowings	-	0.26
(c)	Other borrowing cost	0.86	1.66
		6.49	7.05

Note 26: Other expenses

Sr. No	Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
(a)	Rent	200.97	234.69
(b)	Advertisement, publicity and marketing	33.10	127.77
(c)	<i>Repairs and maintenance</i>		
	Repairs to equipment and machinery	135.86	132.91
	Repairs to building	14.85	86.49
	Repairs to vehicles	7.07	10.07
	Repairs to others	4.86	16.31
(d)	Fuel to vehicles	11.61	11.56
(e)	House keeping expenses	46.20	50.88
(f)	Legal and professional fees	11.53	5.03
(g)	Security charges	27.42	26.76
(h)	Printing and stationery	23.54	33.28
(i)	Telephone expenses	19.77	18.73
(j)	Water charges	17.19	19.81
(k)	Rates and taxes, excluding taxes on income	14.49	10.63
(l)	Insurance	12.26	13.60
(m)	Bad debts	0.25	7.04
(n)	Provision for doubtful debts	12.06	17.93
(o)	Membership and subscriptions	8.86	7.91
(p)	Bank charges	8.09	16.69
(q)	<i>Payment to auditors</i>		
	for statutory audit	2.65	2.65
	for internal audit	5.00	5.00
	for tax audit	0.60	0.50
	for GST audit	0.30	0.20
(r)	Travelling and conveyance	5.47	21.09
(s)	Laboratory expenses	4.98	3.98
(t)	Postage and telegram	4.70	4.51
(u)	Licences	3.51	16.68
(w)	Office Maintenance and others	2.66	3.71
(x)	Meeting expenses	1.81	6.25
(y)	Prior period expenses	1.49	2.08
		664.26	935.81

Note 27: Exceptional items
(Rs. in Lakhs)

Sr. No	Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
(a)	Gain / (loss) on compulsory acquisition of land	8.44	(71.91)
(b)	Gain / (loss) on exchange of batteries	(0.08)	0.16
(c)	Gain on sale of car	-	2.50
(d)	Gain / (loss) on sale of items of property, plant and equipment	(0.25)	-
		8.11	(69.25)

Note 28: Tax expenses

Sr. No	Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
(a)	<i>Current Tax</i>		
	In respect of the current year	46.96	65.32
	In respect of the earlier years	-	(2.21)
		46.96	63.11
(b)	<i>Deferred tax</i>		
	In respect of the current year	(4.54)	(4.92)
	<i>MAT credit Entitlement</i>		
	In respect of the current year	-	-
	In respect of the previous years	-	(19.10)
	Total tax expense	42.42	39.09

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

Sr. No	Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
a.	Profit before tax expense	199.22	145.55
b.	Enacted tax rate	27.82%	27.82%
	Expected income tax expense/(benefit) at statutory tax rate	55.42	40.49
	Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
	Expenses not deductible in determining taxable profits	2.57	10.43
	Expenses allowable in determining taxable profits	(10.69)	(3.89)
	In respect of the earlier years	-	(8.84)
	Others	(4.88)	0.90
	Income tax expense	42.42	39.09
c.	Effective income tax rate	21.29%	26.86%

Note: The above workings are based on provisional computation of tax expenses and are subject to finalisation of tax audit/ filing of tax returns in due course.

Note 29 : Financial leases

The company had adopted Ind AS 116 "Leases" on all lease contracts with effect from April 01, 2019

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

The disclosures as required under the standard are given below:

Details of maturities of lease liabilities:

Particulars	(Rs. in Lakhs)	
	Future minimum lease payments	
	As at 31 March 2021	As at 31 March 2020
(i) not later than one year	29.10	37.44
(ii) later than one year and not later than five years	14.00	43.10
(iii) later than five years	-	-
	<u>43.10</u>	<u>80.54</u>
Less: future finance costs		
(i) not later than one year	2.82	5.63
(ii) later than one year and not later than five years	0.41	3.24
(iii) later than five years	-	-
Closing balance	39.87	71.67

Note 30 : Related party disclosures
A. Name of the related parties and their relationship

Name	Relationship
Key Managerial personnel	
Dr Kavetha Sundaramoorthy	Chairman
Ms Sangeetha Sundaramoorthy	Managing director
Dr D R Kaarthukeyan	Non executive director
Dr Yogesh Shah	Non executive director
CA R Subramanian	Non executive director
CA M Alagiriswamy	Non executive director
Dr Natesan	Non executive director* (appointed on 02 January 2021)
Dr G R Kaarthukeyan	Non executive director (resigned on 30 September 2020)
P R Rangaswami	Chief financial officer (Resigned on 30 July 2020)
Dr K S Ramlingam	Chief executive officer (appointed on 05 August 2020) & Executive director* (appointed on 10 February 2021)
CA A Ganesh	Chief financial officer (appointed on 11 November 2020)
CS Aakanksha Parmar	Company secretary

*subject to approval at AGM

Enterprises owned or significantly influenced by key management personnel ('KMP') or their relatives - '(with whom transactions have been taken place)

M/s. Lotus Vision Research Trust

B. Related party transactions

Name	Nature of transaction	Transaction		Outstanding balances	
		For the year ended 31 March 2021	For the year ended 31 March 2020	As at 31 March 2021	As at 31 March 2020
		Dr Kavetha Sundaramoorthy	Director sitting fee	0.70	-
Ms Sangeetha Sundaramoorthy	Remuneration paid	8.42	4.80	(0.81)	(0.40)
Dr D R Kaarthukeyan	Director sitting fee	1.20	0.50	-	-
Dr Yogesh Shah	Director sitting fee	1.30	0.20	-	0.06
Mr G R Kaarthukeyan	Director sitting fee	-	0.40	-	-
CA R Subramanian	Director sitting fee	1.30	0.50	-	0.06
CA M Alagiriswamy	Director sitting fee	1.30	0.40	-	-
Dr Natesan	Director sitting fee	0.50	-	-	-
Mr P R Rangaswami	Director sitting fee	-	0.40	-	-
	Remuneration paid	8.86	3.60	-	(1.02)
Dr K S Ramlingam	Remuneration paid	6.78	-	(6.44)	-
CA A Ganesh	Remuneration paid	9.15	-	-	-
CS Aakanksha Parmar	Remuneration paid	5.81	4.51	-	-
M/s. Lotus Vision Research Trust	Rent received	21.50	30.00	-	-
	Rent paid	50.96	51.46	-	-

Notes

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

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

Note 31 : Contingent Liabilities

Particulars	As at	As at
	31 March 2021	31 March 2020
Claims against the company, disputed by the company, not acknowledged as debt		
(i) Income tax	55.40	55.40
(ii) Kerala VAT	28.66	28.66
(iii) Medical related	5.50	5.50

Note 32 : Earnings per share (EPS)

Particulars	(Rs. in Lakhs)	
	For the year ended 31 March 2021	For the year ended 31 March 2020
Net profit attributable to equity shareholders	136.80	106.46
Weighted average number of equity shares for calculation of basic and diluted per share	207.96	207.96
Profit per share basic and diluted (<i>in Rs.</i>)	0.75	0.51

Note 33 : Employee benefits
A. Defined contribution plan

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

The total expenses recognized during the year in the statement of profit and loss was Rs. 46.96 Lakhs (previous year : Rs. 58.09 lakhs), and it represents contributions payable to these plans by the Company.

B. Defined benefit plans
Gratuity

The Company operates post-employment defined benefit plan that provide gratuity. The gratuity plan entitles an employee, who has rendered at least five years of continuous service, to receive one-half month's salary for each year of completed service at the time of retirement/exit. The Company's obligation in respect of the gratuity plan, which is a defined benefit plan, is provided for based on actuarial valuation carried out by an independent actuary using the projected unit credit method. The Company recognizes actuarial gains and losses immediately in the statement of profit and loss. The Company accrues gratuity as per the provisions of the Payment of Gratuity Act, 1972 as applicable as at the balance sheet date.

The company contributes all ascertained liabilities towards gratuity to the Fund. The plan assets have been invested 100% in insurer managed funds. The company provides for gratuity, a defined benefit retiring plan covering eligible employees. The Gratuity plan provides a lump sum payment to the vested employees at retirement, death, incapacitation or termination of employment based on the respective employees salary and tenure of the employment with the company.

Disclosures of Defined Benefit Plans based on actuarial valuation reports

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

Risk	Description
Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. Plan investment is a mix of investments in government securities, and other debt instruments.
Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Change in defined benefit obligation

Particulars	As at	As at
	31 March 2021	31 March 2020
Present value of defined benefit obligation as at the beginning of the year	55.51	54.88
Current service cost	6.79	7.29
Interest cost	2.37	3.61
Remeasurement (gains)/losses on account of change in actuarial assumptions	17.53	(10.20)
Benefits paid and Charges deducted	(12.85)	(0.07)
Present value of defined benefit obligation as at the end of the year	69.35	55.51

Changes in fair value of plan assets

Particulars	As at	As at
	31 March 2021	31 March 2020
Fair value of plan assets as at the year beginning	15.10	11.74
Return on plan assets (excluding amounts included in net interest expense)	1.04	0.85
Contributions from the employer	23.98	2.50
Contribution to meet direct benefit payments	1.98	-
Benefits paid and charges deducted	(10.87)	(0.07)
Direct benefit payments	(1.98)	-
Remeasurement (gains)/losses on account of change in actuarial assumptions	(0.18)	0.08
Fair value of plan assets as at the end of the year	29.08	15.10

Actual return on plan assets

Particulars	For the year ended	For the year ended
	31 March 2021	31 March 2020
Expected return on plan assets	1.04	0.85
Actuarial gain / (loss) on plan assets	(0.18)	0.08
Estimated actual return on plan assets	0.87	0.94

Actuarial gains and losses recognized		(Rs. in Lakhs)	
Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020	
Actuarial gain / (loss) for year - obligation	(17.53)	10.20	
Actuarial gain / (loss) for year - plan assets	(0.18)	0.08	
Subtotal	(17.71)	10.28	
Actuarial (gain) / loss recognized	17.71	(10.28)	
Unrecognized actuarial gains / (losses) at the end of the period	-	-	

Amount recognised in balance sheet			
Particulars	As at 31 March 2021	As at 31 March 2020	
Present value of funded defined benefit obligation as at the end of the year	69.35	55.51	
Fair value of plan assets as at the end of the year	29.08	15.10	
Obligation determined under para 63 of Ind AS 19	40.26	40.41	
Net liability arising from defined benefit obligation	40.26	40.41	

Expenses recognised in statement of profit and loss			
Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020	
Current service cost	6.79	7.29	
Past service cost and (gain)/loss from settlements	-	-	
Return on plan assets (excluding amounts included in net interest expense)	(1.04)	(0.85)	
Net interest expense	2.37	3.61	
Total expenses/ (income) recognised in profit or loss	8.11	10.05	

Expenses recognised in other comprehensive income			
Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020	
<i>Remeasurement on the net defined benefit liability:</i>			
Remeasurement (gains)/losses on account of plan obligations	17.53	(10.20)	
Difference on return on plan assets vs received	0.18	(0.08)	
Total of remeasurement (gain) / loss recognised in other comprehensive income (OCI)	17.71	(10.28)	

Movements in the balance sheet			
Particulars	As at 31 March 2021	As at 31 March 2020	
Present value of defined benefit obligation as at the beginning of the year	40.41	43.14	
Amount recognised in profit and loss	8.11	10.05	
Amount recognised in other comprehensive income	17.71	(10.28)	
Contribution paid	(25.96)	(2.50)	
Adjustments to the opening balance	-	-	
Net liability arising from defined benefit obligation as at the end of the year	40.26	40.41	

Amount for the current period			
Particulars	As at 31 March 2021	As at 31 March 2020	
Present value of obligation	69.35	55.51	
Plan assets	29.08	15.10	
Surplus (Deficit)	(40.26)	(40.41)	
Experience adjustments on plan liabilities- (loss)/gain	(11.88)	11.39	
Impact of change in assumptions on plan liabilities- (loss)/gain	(5.65)	(1.18)	
Experience adjustments on plan assets- (loss)/gain	(0.18)	0.08	

Major categories of plan assets (as percentage of total plan assets)			
Particulars	As at 31 March 2021	As at 31 March 2020	
Government of India securities	0.00%	0.00%	
State government securities	0.00%	0.00%	
High quality corporate bonds	0.00%	0.00%	
Equity shares of listed companies	0.00%	0.00%	
Property	0.00%	0.00%	
Special deposit scheme	0.00%	0.00%	
Funds managed by insurer	100.00%	100.00%	
Others (to specify)	0.00%	0.00%	
Total	100.00%	100.00%	

Significant actuarial assumptions			
Particulars	As at 31 March 2021	As at 31 March 2020	
Discount rate(s)	4.79%	4.82%	
Expected rate(s) of salary increase	5.00%	5.00%	
Attrition rate	37.00%	61.49%	
Expected rate of return on plan assets	4.79%	4.82%	
Retirement age	58 years	58 years	
Pre-retirement mortality	Indian Assured Lives Mortality(2012-14) ultimate		

Category of assets

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

(Rs. in Lakhs)

Particulars	As at	As at
	31 March 2021	31 March 2020
Insurer managed funds	29.08	15.10

Note 34: Disclosure on dues to Micro, Small and Medium Enterprises:

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

Particulars	As at 31 March 2021	As at 31 March 2020
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	Nil	Nil
The amount of interest paid by the Company along with the amounts of the payment made to the supplier beyond the appointed day during the year	Nil	Nil
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of the year	Nil	Nil
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise	Nil	Nil

Note 35 : Corresponding figures for the previous year presented have been regrouped, where necessary, to conform to the current year's classification.

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

As per our report of even date attached

For **Anbarasu and Jalapathi**
Chartered Accountants
Firm Registration No.: 0107955

(sd.) **CA. S.Anbarasu**
Partner
Membership No.: 212299
UDIN: 21212299AAAAHO6907

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

(sd.) **Ms. S.Sangeetha**
Managing Director
DIN: 01859252

(sd.) **CA. M.Alagiriswamy**
Director
DIN: 02112350

(sd.) **CA. A.Ganesh**
Chief Financial Officer

(sd.) **Mr. D.R.Karthikeyan**
Director
DIN: 00327907

(sd.) **Dr. K.S.Ramalingam**
Chief Executive Officer

(sd.) **CS. Aakanksha Parmar**
Company Secretary

Coimbatore
June 30, 2021

Testimonials

“I've been coming for eye check up for the past 12 years. They are good and kind to patients. Surgeries and treatment are good. Have done surgeries for my relatives here and they are doing it well”.

SRIRAM, Peelamedu

“Overall experience was great. I had gone through femtolasik surgery and was able to fully recover from next day itself. Highly recommended this hospital for anyone who wants to get rid of their glasses. Very polite and supportive staff members and nurses”.

SHERIN GEORGE, Kochi

“I am very much satisfied with this hospital. Ophthalmologist and consultants are very kind and clear all doubts whatever we want. I had undergone intralase procedure, now my vision is enhanced I can see everything clearly. Thanks for everyone in this hospital. I suggest, if anyone is in fluctuation about laser procedures, you can go to this hospital, here they provide first class treatment.

Thanks @LOTUS EYE HOSPITAL, SALEM”

SOWNDHARYA.K, Salem

“Lotus Eye Hospital RS Puram. Neat and congenial. Staff hospitable and empathic. Underwent cataract and glaucoma surgery. Post surgery service is also good. Deserves kudos”.

LAKSHMI CHANDRASEKARAN, Coimbatore



770/12, Avinashi Road,
Civil Aerodrome Post,
Sitra, Coimbatore - 641014 (TN)



No.5(2)Gajalakshmi Theater road,
Valarmathi bus stop,
Tirupur - 641 601



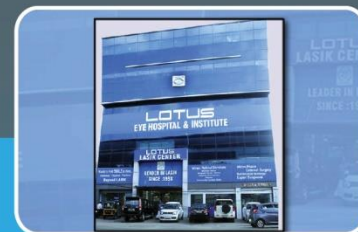
155B, East Periyasamy Road,
Near Chinthamani,
North Coimbatore - 641 002



533/33A -33F, TejasTower,
S.A. Road, Kadavanthra,
Cochin- 682 020



No : 86, BrindhavanRoad,
Fairlands, Salem - 636 016



28 Coimbatore Main
Road, Opp Bus stand,
Mettur - 641 301



#229-A, Kurisingal Building,
Mulanthuruthy Post,
Ernakulam Dist., Kerala - 682 314.

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