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Doshi Doshi & Co
Chartered Accountants

CA INDIA

STATUTORY AUDITOR'S CERTIFICATE ON ACCOUNTING TREATMENT REQUIRED AS PER SECTIONS 230 to 232 OF THE COMPANIES ACT, 2013 AND PARAS A(2)(G) AND A(5) OF PART I OF THE SEBI MASTER CIRCULAR DATED JUNE 20, 2023 (SEBI/HO/CFD/POD-2/P/CIR/2023/93)

To,
The Board of Directors,
Zenith Healthcare Limited
504, Iscon Elegance, Prahladnagar Cross Road,
Near Anand Dham Jain Derasar,
S.G. Road, Ahmedabad, Gujarat - 380015.

1. We, Doshi Doshi & Co, Chartered Accountants, (Firm Registration No.: 153683W) are the Statutory Auditors of Zenith Healthcare Limited ("the Company"). We have been requested by the management of the Company to examine the accounting treatment specified in Clause 14 of the Proposed Scheme of Amalgamation between Achyut Healthcare Limited ("Transferor Company") with Zenith Healthcare Limited ("Transferee Company") in terms of the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 with reference to its compliance with the applicable Accounting Standards notified under the Companies Act, 2013 and other Generally Accepted Accounting Principles.

Management's Responsibility

2. The responsibility for the preparation of the Proposed Scheme and its compliance with the relevant laws and Regulations, including the applicable Accounting Standards as aforesaid, is that of the Board of Directors of the Companies involved.

3. The management of the Company is also responsible for ensuring that the Company complies with the requirements of the Companies Act 2013 and the applicable SEBI Regulations and also provide all relevant information to the National Company Law Tribunal (NCLT).

Auditor's Responsibility

4. Our responsibility is only to examine and report whether the accounting treatment as specified in Clause 14 of the Proposed Scheme complies with the applicable Accounting Standards and other Generally Accepted Accounting Principles. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the Company.

5. We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India (ICAI). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements issued by ICAI. Further our

ZENITH HEALTH CARE LTD. A'BAD.

DOSHI DOSHI & CO. FRN: 153683W Chartered Accountants

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examination did not extend to any other parts and aspects of a legal or proprietary nature in the aforesaid Proposed Scheme.

7. Our procedures included the following in relation to providing the certificate and the Opinion herein:
   a. Obtained and read the Proposed Scheme provided by the Company as approved by the Board of Directors of the Company and the proposed accounting treatment specified therein.
   b. Examined whether the proposed accounting treatment as per Clause 14 of the Proposed Scheme is in compliance with the applicable Accounting Standards and other Generally Accepted Accounting Principles in India.
   c. Performed and sought necessary inquiries with the management.

Opinion

8. Based on our examination and according to the information and explanation given to us, we confirm that the accounting treatment in the books of the Company as specified in Clause 14 of the Proposed Scheme, the relevant extract attached with this certificate as Annexure I and stamped by us for identification purpose only, is in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued thereunder and all the applicable Accounting Standards notified by the Central Government under section 133 of the Companies Act, 2013 read with the rules made thereunder and other Generally Accepted Accounting Principles in India.

Restriction on Use

9. This Certificate is issued at the request of the management of Zenith Healthcare Limited pursuant to the requirements of circulars issued under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for onward submission to the Bombay Stock Exchange, National Company Law Tribunal and other regulatory authorities. This Certificate should not be used for any other purpose without our prior written consent.

Yours faithfully,

For Doshi Doshi & Co.,
Chartered Accountants
Firm Reg No: 153683W

C.R. Doshi

DOSHI DOSHI & CO. FRN: 153683W Chartered Accountants

Chintan R. Doshi
Partner
Membership Number: 158931
UDIN: 26158931WIIMKW7771

Place: Ahmedabad
Date: July 15, 2026

ZENITH HEALTH CARE LTD. ABAD.

Annexure I

Extract Of Clause 1.15 (Definition Clause) and Clause 14 of the Proposed Scheme of Amalgamation between Achyut Healthcare Limited ("Transferor Company") and Zenith Healthcare Limited ("Transferee Company") and their respective shareholders and creditors:

1.15 **"Indian Accounting Standards"** means the Indian Accounting Standards as notified under Section 133 of the Act read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, (as amended from time to time);

14.1 Upon the Scheme being effective and with effect from the Appointed Date, the Transferee Company shall account for the amalgamation of the Transferor Company into and with the Transferee Company in its books of accounts, in accordance with Appendix C to the Indian Accounting Standard 103 – Business Combinations and other Indian Accounting Standards (*as defined hereinabove*), as applicable, and the generally accepted accounting principles in India in the following manner:

14.1.1 The Transferee Company shall record all the assets and liabilities of the Transferor Company transferred to and vested in the Transferee Company pursuant to this Scheme, at their respective carrying values as appearing in the books of the Transferor Company.

14.1.2 The identity of the reserves of the Transferor Company shall be preserved, and the Transferee Company shall record the reserves of the Transferor Company in the same form and at the carrying amount as appearing in the financial statements of the Transferor Company.

14.1.3 The consideration transferred by the Transferee Company to the shareholders of the Transferor Company shall be recognised at nominal /face value and credited to the equity share capital.

14.1.4 The surplus, if any, arising after giving effect to the above provisions shall be transferred to capital reserves in the financial statements of the Transferee Company and should be presented separately from other capital reserves. The deficit, if any, arising after giving effect to the above provisions shall be adjusted against the capital reserves, retained earnings, and /or amalgamation reserve of the combined entity in that order and if there are no reserves or if there are inadequate reserves, then the remaining deficit shall be debited to a separate account titled "Amalgamation Adjustment Deficit Account" in the financial statements of the Transferee Company.

14.1.5 The financial statements of the Transferee Company for the prior period shall be restated as if the business combination had occurred from the beginning of the preceding period presented in the financial statements of the Transferee Company, irrespective of the actual date of the combination.

14.1.6 Upon coming into effect of this Scheme, to the extent that there are inter-company balances including loans, advances, deposits or other obligations between the Transferor

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