



**TTK Healthcare
LIMITED**

TTKHC:SEC:SL:029:24

February 02, 2024

**BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001**

**National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra East
Mumbai 400 051**

SCRIP CODE: 507747

SCRIP CODE: TTKHLTCARE

Dear Sirs,

**Re : Outcome of the Board Meeting - Disclosure under Regulation 30 of SEBI (LODR)
Regulations, 2015**

Pursuant to the provisions of Regulation 30 of the SEBI (LODR) Regulations, 2015, we provide below the outcome of the meeting of the Board of Directors held today (i.e.) **February 02, 2024:**

1. Unaudited Financial Results along with Limited Review Report for the Third Quarter and Period ended 31st December, 2023

The Unaudited Financial Results along with the Limited Review Report from the Statutory Auditors of the Company, for the Third Quarter and Period ended 31st December, 2023, duly reviewed by the Audit Committee at their meeting held yesterday (i.e.) on 1st February, 2024 and approved by the Board of Directors, in their meeting held today, are attached herewith as **Annexure-A**.

2. Reappointment of Directors

Based on the recommendations of the Nomination & Remuneration Committee, the Board of Directors of the Company, have considered and approved the following, subject to the approval of the Shareholders:

- Reappointment of Mr V Ranganathan (DIN: 00550121) as an Independent Director of the Company whose current term of appointment expires on 31st May, 2024, for a second term of 5 years, with effect from 1st June, 2024, subject to the approval of the Shareholders by means of a **Special Resolution**.
- Reappointment of Mr S Kalyanaraman (DIN: 00119541) as Wholetime Director, whose current term of appointment expires on 31st May, 2024, for a further term of 5 years, with effect from 1st June, 2024 and fixation of his remuneration, subject to the approval of the Shareholders by means of a **Special Resolution**.

Mr S Kalyanaraman has also been appointed as Chief Executive Officer of the Company, with effect from 1st June, 2024.

A brief profile of the Directors along with requisite information as required under Regulation 30 - Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are attached herewith as **Annexure-B**.



**TTK Healthcare
LIMITED**

3. Postal Ballot

The Board of Directors accorded their consent for seeking the approval of the Shareholders of the Company through Postal Ballot Process by way of remote e-Voting for the said reappointment of the Directors.

The Board also approved the draft Notice of Postal Ballot and appointed M/s A K Jain & Associates represented by its Partners - Mr Balu Sridhar / Mr Pankaj Mehta, Practising Company Secretaries, as Scrutinizer, who have given their consent to act as the Scrutinizer, for conducting the Postal Ballot process through remote e-Voting, in a fair and transparent manner.

The Calendar of Events for the proposed Postal Ballot process is attached herewith as **Annexure-C**.

4. Appointment of Auditors

Based on the recommendations of the Audit Committee, the Board of Directors of the Company have considered and approved the following:

- Reappointment of M/s S Viswanathan LLP, Chartered Accountants and M/s R V Chander & Associates, Chartered Accountants as Internal Auditors of the Company, in accordance with the provisions of Section 138 of the Companies Act, 2013 and the Rules made thereunder, for a further term of 3 years, from 2024-25 to 2026-27.
- Reappointment of M/s Aiyar & Co., Chartered Accountants as Tax Auditor of the Company, in accordance with the provisions of Section 44AB of the Income Tax Act, 1961 and the Rules made thereunder, for a further term of 3 years, from 2024-25 to 2026-27.

The details with regard to the above appointments are attached herewith as **Annexure-D**.

The Board Meeting commenced at 12 noon and concluded at 01.15 p.m.

Kindly take the above information / documents on record.

Thanking you

Yours faithfully
For TTK Healthcare Limited

(S KALYANARAMAN)
Wholetime Director & Secretary

Encl.: a/a


TTK HEALTHCARE LIMITED

Regd. Office : No.6, Cathedral Road, Chennai 600 086

CIN: L24231TN1958PLC003647 | Website: www.ttkhealthcare.com

STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND PERIOD ENDED 31ST DECEMBER, 2023

[Prepared in compliance with the Indian Accounting Standards (Ind AS)]

Sl. No.	Particulars	For the Quarter ended			For the Period ended		(Rs. in lakhs)
		(31/12/2023)	(30/09/2023)	(31/12/2022)	(31/12/2023)	(31/12/2022)	For the Year ended
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
I.	Revenue from Operations	18,384.72	18,576.68	18,256.08	57,173.75	54,497.29	72,511.03
II.	Other Income	1,590.53	1,603.01	1,179.34	4,654.88	3,271.85	4,833.17
III.	Total Income (I + II)	19,975.25	20,179.69	19,435.42	61,828.63	57,769.14	77,344.20
IV.	Expenses:						
	(a) Cost of materials consumed	3,726.04	4,608.75	4,754.08	12,857.80	13,680.50	18,228.65
	(b) Purchase of Stock-in-trade	5,264.60	3,885.95	4,284.97	13,535.75	12,539.72	17,020.75
	(c) Changes in inventories of Finished Goods, Work-in-progress and Stock-in-trade	(433.66)	(131.87)	(526.91)	(966.91)	(88.93)	(471.90)
	(d) Employee benefits expense	3,232.18	3,383.52	3,223.19	10,059.83	9,568.15	12,338.20
	(e) Finance Costs	23.48	73.12	78.02	182.59	428.54	523.89
	(f) Depreciation and Amortization Expense	330.53	327.81	320.90	973.92	972.73	1,280.64
	(g) Other Expenses	6,062.11	5,876.84	5,678.29	19,196.25	17,180.43	22,260.41
	Total Expenses (IV)	18,205.28	18,024.12	17,812.54	55,839.23	54,281.14	71,180.64
V.	Profit / (Loss) before Exceptional Items and Tax (III - IV)	1,769.97	2,155.57	1,622.88	5,989.40	3,488.00	6,163.56
VI.	Exceptional Items	-	-	-	-	-	-
VII.	Profit / (Loss) before Tax (V - VI)	1,769.97	2,155.57	1,622.88	5,989.40	3,488.00	6,163.56
VIII.	Tax Expense:						
	(1) Current Tax	510.00	580.00	459.95	1,620.00	1,071.03	1,741.03
	(2) Deferred Tax	(29.47)	(25.07)	(36.69)	(87.59)	(7.87)	(44.26)
IX.	Profit / (Loss) for the period from Continuing Operations (VII-VIII)	1,289.44	1,600.64	1,199.62	4,456.99	2,424.84	4,466.79
X.	Profit / (Loss) from Discontinued Operations [Refer Note No.3 (a) below]	-	-	-	-	77,643.92	77,643.92
XI.	Tax Expense from Discontinued Operations [Refer Note No.3 (b) below]	-	-	-	-	17,791.74	18,139.42
XII.	Profit / (Loss) from Discontinued Operations (after tax) (X - XI)	-	-	-	-	59,852.18	59,504.50
XIII.	Profit / (Loss) for the period (IX + XII)	1,289.44	1,600.64	1,199.62	4,456.99	62,277.02	63,971.29
XIV.	Other Comprehensive Income:						
	(A) (i) Items that will not be reclassified subsequently to profit or loss	(68.75)	59.36	(278.07)	88.79	(44.25)	(195.62)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	8.22	(8.61)	31.81	(6.41)	5.06	12.63
	(B) (i) Items that will be reclassified subsequently to profit or loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
XV.	Total Comprehensive Income for the period (XIII + XIV) [Comprising Profit / (Loss) and Other Comprehensive Income for the period] including Human Pharma operations - Discontinued	1,228.91	1,651.39	953.36	4,539.37	62,237.83	63,788.30
	Paid-up Equity Share Capital (Face Value Rs.10 per share)	1,413.03	1,413.03	1,413.03	1,413.03	1,413.03	1,413.03
	Other Equity as per Balance Sheet (excluding Revaluation Reserve)	-	-	-	-	-	93,483.95
XVI.	Earnings per Equity Share (For Continuing Operations):						
	(1) Basic (in Rs.)	9.13	11.33	8.49	31.54	17.16	31.61
	(2) Diluted (in Rs.)	9.13	11.33	8.49	31.54	17.16	31.61

Sl. No.	Particulars	For the Quarter ended			For the Period ended		For the Year ended
		(31/12/2023)	(30/09/2023)	(31/12/2022)	(31/12/2023)	(31/12/2022)	(31/03/2023)
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
XVII.	Earnings per Equity Share (For Human Pharma operation-Discontinued):						
(1)	Basic (in Rs.)	-	-	-	-	423.57	421.11
(2)	Diluted (in Rs.)	-	-	-	-	423.57	421.11
XVIII.	Earnings per Equity Share (For Continuing and Human Pharma operations - Discontinued):						
(1)	Basic (in Rs.)	9.13	11.33	8.49	31.54	440.73	452.72
(2)	Diluted (in Rs.)	9.13	11.33	8.49	31.54	440.73	452.72

Notes:

- (1) The above financial results for the Third Quarter and Period ended 31st December, 2023 in respect of TTK Healthcare Limited (the Company) have been reviewed by the Audit Committee at its meeting held on 1st February, 2024 and approved by the Board of Directors of the Company at its meeting held on 2nd February, 2024 at the Registered Office of the Company, also with the provision of Video Conferencing facility.
- (2) The Statutory Auditors of the Company have carried out Limited Review of the above Unaudited Financial Results in terms of Regulations 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (3) (a) Profit from Discontinued Operations (pertaining to previous year)
- (i) Gain on sale of undertaking:
- During the First Quarter of FY 2022-23, the necessary formalities for transfer of the Human Pharma Division (Undertaking) of the Company were completed and the Division stood transferred as a going concern on slump sale basis, for a consideration of Rs.80,500 lakhs (final consideration of Rs.80,281.54 lakhs after working capital and other customary adjustments) to M/s.BSV Pharma Private Ltd (BSV) with effect from 9th May, 2022
- The consideration for the transfer was 74% cash (Rs. 59,442.51 lakhs) and 26% in the form of equity of the buying entity. The terms of transfer also provided for purchase of the aforesaid 26% Equity Shares held by the Company in BSV, by M/s Bharat Serums and Vaccines Limited or its nominees, after they obtain necessary regulatory clearances at the issue price.
- During the Third Quarter of FY 2022-23, the above shares were transferred to M/s Bharat Serums and Vaccines Limited and the consideration of Rs.20,839.03 lakhs for the shares was received by the Company.
- The gain on sale of this Undertaking amounted to Rs.76,429.45 lakhs (after providing for Rs.1,500.00 lakhs towards contingencies of which Company had incurred expenses amounting to Rs.266.58 lakhs till 31st March, 2023).
- (ii) Profit from Human Pharma Division operations:
- The total income of Human Pharma Division up to the date of sale (i.e.) 9th May, 2022 was Rs.2,240.57 lakhs (including reversal of provision made towards damaged / expired stock returns in the earlier years amounting to Rs.1,132.29 lakhs which was no longer required) and its total expenses were Rs.1,026.10 lakhs resulting in a net profit of Rs.1,214.47 lakhs.
- (b) Tax expense of Discontinued Operations (pertaining to previous year):
- The tax expense on sale of Human Pharma Division was Rs.17,835.48 lakhs (i.e. Long Term Capital Gain tax expense on the above transfer amounting to Rs.17,769.26 lakhs and Deferred Tax expenses of Rs.66.22 lakhs).
- The tax expense on the profit for the year ended 31st March, 2023 from the operations of Human Pharma Division was Rs.303.94 lakhs.
- (4) Implementation of the Code of Social Security 2020, which is likely to impact the contributions by the Company towards Provident Fund, Gratuity and other related areas has been deferred by the Government beyond 1st April, 2021. However, the Company based on the initial assessment made a provision for Rs.350 lakhs in the Fourth Quarter of FY 2020-21 and proposes to take further appropriate action after the Rules are made applicable.
- (5) The previous period's / year's figures have been regrouped and reclassified, wherever necessary to conform to the current period's / year's presentation.
- (6) This statement is also available on the website of BSE Limited (www.bseindia.com), National Stock Exchange of India Limited (www.nseindia.com) and also on the website of the Company (www.ttkhealthcare.com).

For TTK HEALTHCARE LIMITED



T T RAGHUNATHAN
Executive Chairman

Place : Chennai
Date : February 02, 2024



TTK HEALTHCARE LIMITED

Regd. Office : No.6, Cathedral Road, Chennai 600 086

CIN: L24231TN1958PLC003647 | Website: www.ttkhealthcare.com

SEGMENTWISE REVENUE, RESULTS, ASSETS & LIABILITIES FOR THE QUARTER AND PERIOD ENDED 31ST DECEMBER, 2023

(Rs. in lakhs)

Sl. No.	Particulars	For the Quarter ended			For the Period ended		For the Year ended
		(31/12/2023)	(30/09/2023)	(31/12/2022)	(31/12/2023)	(31/12/2022)	(31/03/2023)
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1.	Segment Revenue: (Sales and Other Operating Income)						
(a)	Animal Welfare	2,984.07	2,944.21	2,735.91	8,652.06	7,932.45	10,625.77
(b)	Consumer Products	5,676.77	5,390.31	5,740.61	18,184.74	18,985.92	24,127.01
(c)	Medical Devices	1,716.37	2,123.34	1,962.79	6,060.81	5,507.92	7,185.77
(d)	Protective Devices	4,994.27	5,012.73	5,059.48	15,153.94	13,850.10	19,386.02
(e)	Foods	3,008.38	3,093.93	2,751.84	9,092.44	8,192.65	11,150.57
(f)	Others	4.86	12.16	5.45	29.76	28.26	35.89
(g)	Human Pharma-Discontinued operations	-	-	-	-	1,107.20	1,107.20
	Total	18,384.72	18,576.68	18,256.08	57,173.75	55,604.50	73,618.23
	Less : Inter Segment Revenue	-	-	-	-	-	-
	Net Sales / Income from Operations	18,384.72	18,576.68	18,256.08	57,173.75	55,604.50	73,618.23
2.	Segment Results: [Profit (+) / Loss (-) before tax and interest from each segment]						
(a)	Animal Welfare	272.88	217.30	203.78	619.39	461.66	684.94
(b)	Consumer Products	407.82	333.34	651.33	1,239.62	1,866.51	2,421.70
(c)	Medical Devices	226.23	480.91	227.67	1,287.23	767.47	1,219.36
(d)	Protective Devices	234.70	498.21	389.77	1,035.50	571.18	1,471.03
(e)	Foods	(74.91)	(158.74)	(130.88)	(229.66)	(413.75)	(498.09)
(f)	Others	(92.22)	8.08	4.85	(74.22)	20.09	27.97
(g)	Human Pharma-Discontinued operations [Refer Note No.3 (a) below]	-	-	-	-	77,651.59	77,651.59
	Total	974.50	1,379.10	1,346.52	3,877.86	80,924.75	82,978.50
	Less : Finance Cost	23.48	73.12	78.02	182.59	436.20	531.56
	Less : Unallocable Expenses (Net of Unallocable Income)	(818.95)	(849.59)	(354.38)	(2,294.13)	(643.37)	(1,360.54)
	Total Profit (+) / Loss (-) before tax	1,769.97	2,155.57	1,622.88	5,989.40	81,131.92	83,807.48
		As on 31/12/2023	As on 30/09/2023	As on 31/12/2022	As on 31/12/2023	As on 31/12/2022	As on 31/03/2023
3.	Segment Assets:						
(a)	Animal Welfare Division	4,220.78	3,915.86	4,271.17	4,220.78	4,271.17	3,779.27
(b)	Consumer Products	4,486.31	4,145.38	3,379.75	4,486.31	3,379.75	4,688.94
(c)	Medical Devices	7,124.48	6,794.97	5,605.72	7,124.48	5,605.72	6,132.89
(d)	Protective Devices	11,709.91	12,056.31	11,551.94	11,709.91	11,551.94	11,855.40
(e)	Foods	6,754.39	6,834.70	8,357.56	6,754.39	8,357.56	7,780.97
(f)	Others	260.22	256.39	227.00	260.22	227.00	230.93
	Total	34,556.09	34,003.61	33,393.14	34,556.09	33,393.14	34,468.40
	Unallocated [Refer Note No.3 (b) below]	84,980.28	84,224.01	86,750.13	84,980.28	86,750.13	82,542.68
	Total Assets	1,19,536.37	1,18,227.62	1,20,143.27	1,19,536.37	1,20,143.27	1,17,011.08
4.	Segment Liabilities:						
(a)	Animal Welfare Division	3,382.64	3,334.30	4,383.43	3,382.64	4,383.43	3,328.10
(b)	Consumer Products	6,660.18	6,427.86	5,958.69	6,660.18	5,958.69	6,644.30
(c)	Medical Devices	1,693.86	1,705.25	1,949.60	1,693.86	1,949.60	1,725.66
(d)	Protective Devices	3,576.22	3,754.49	4,980.93	3,576.22	4,980.93	4,181.85
(e)	Foods	1,555.15	1,329.58	1,709.34	1,555.15	1,709.34	1,492.82
(f)	Others	226.16	134.47	133.93	226.16	133.93	134.07
	Total	17,094.21	16,685.95	19,115.92	17,094.21	19,115.92	17,506.80
	Unallocated	3,977.41	4,305.83	7,239.42	3,977.41	7,239.42	4,165.87
	Total Liabilities	21,071.62	20,991.78	26,355.34	21,071.62	26,355.34	21,672.67

Notes:

1. Segments have been identified in line with the Indian Accounting Standard on Segment Reporting (Ind AS 108) based on review of performance by the Top Management.
2. Details of products included in each of the Segments are as below :
 - ❖ Animal Welfare (earlier included in Pharmaceuticals Segment) comprise products for Veterinary use.
 - ❖ Consumer Products comprise marketing and distribution of Woodward's Gripewater, EVA Range of Cosmetics, Good Home range of Scrubbers, Air Fresheners, etc.
 - ❖ Medical Devices include Artificial Heart Valves, Orthopaedic Implants, etc.
 - ❖ Protective Devices comprise manufacturing and marketing of Male Contraceptives and other allied products.
 - ❖ Foods comprise manufacturing and marketing of Food Products.
 - ❖ "Others" include Printing and Publishing of Maps and Atlases.
 - ❖ Human Pharma (earlier included in Pharmaceuticals Segment) comprise products for Human use
3. (a) Segment Results of Human Pharma Division include gain on sale of the division amounting to Rs.76,429.45 lakhs.
(b) Unallocated Segment Assets include consideration on sale of Human Pharma division received in the form of cash and equity.
4. The segment wise revenue, results, assets and liabilities figures relate to respective amounts directly identifiable to each of the segments. The unallocable expenditure includes expenses incurred on common services at the corporate level and also those expenses not identifiable to any specific segment.
5. The previous period's / year's figures have been regrouped and reclassified, wherever necessary to conform to the current period's / year's presentation.

For TTK HEALTHCARE LIMITED



T T RAGHUNATHAN
Executive Chairman

Place : Chennai
Date : February 02, 2024

**TTK HEALTHCARE LIMITED**

Regd. Office : No.6, Cathedral Road, Chennai 600 086

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EXTRACT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND PERIOD ENDED 31ST DECEMBER, 2023

(Rs. in lakhs)

Sl. No.	Particulars	For the Quarter ended			For the Period ended		For the Year ended
		(31/12/2023)	(30/09/2023)	(31/12/2022)	(31/12/2023)	(31/12/2022)	(31/03/2023)
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1.	Total income from Operations	18,384.72	18,576.68	18,256.08	57,173.75	55,604.50	73,618.23
2.	Net Profit / (Loss) for the period (before Tax, Exceptional and / or Extraordinary Items)	1,769.97	2,155.57	1,622.88	5,989.40	81,131.92	83,807.48
3.	Net Profit / (Loss) for the period before Tax (after Exceptional and / or Extraordinary Items)	1,769.97	2,155.57	1,622.88	5,989.40	81,131.92	83,807.48
4.	Net Profit / (Loss) for the period after Tax (after Exceptional and / or Extraordinary Items)	1,289.44	1,600.64	1,199.62	4,456.99	62,277.02	63,971.29
5.	Total Comprehensive Income for the period [Comprising Profit / (Loss) for the period (after Tax) and Other Comprehensive Income (after Tax)]	1,228.91	1,651.39	953.36	4,539.37	62,237.83	63,788.30
6.	Equity Share Capital (Face Value of Rs.10/- per share)	1,413.03	1,413.03	1,413.03	1,413.03	1,413.03	1,413.03
7.	Other Equity as per Balance Sheet of previous accounting year (excluding Revaluation Reserve)	-	-	-	-	-	93,483.95
8.	Earnings per share (of Rs.10/- each) (for continuing and discontinued operations)						
	(a) Basic (in Rs.)	9.13	11.33	8.49	31.54	440.73	452.72
	(b) Diluted (in Rs.)	9.13	11.33	8.49	31.54	440.73	452.72

Notes:

- (1) The above is an extract of the detailed Statement of Unaudited Financial Results for the Third Quarter and Period ended 31st December, 2023, filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - (2) The full financial results for the Third Quarter and Period ended 31st December, 2023 are available on the website of BSE Limited (www.bseindia.com), National Stock Exchange of India Limited (www.nseindia.com) and also on the website of the Company (www.ttkhealthcare.com).
 - (3) The above financial results for the Third Quarter and Period ended 31st December, 2023 in respect of TTK Healthcare Limited (the Company) have been reviewed by the Audit Committee at its meeting held on 1st February, 2024 and approved by the Board of Directors of the Company at its meeting held on 2nd February, 2024 at the Registered Office of the Company, also with the provision of Video Conferencing facility.
 - (4) The Statutory Auditors of the Company have carried out Limited Review of the above Unaudited Financial Results in terms of Regulations 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - (5) (a) Profit from Discontinued Operations (pertaining to previous year)
 - (i) Gain on sale of undertaking:

During the First Quarter of FY 2022-23, the necessary formalities for transfer of the Human Pharma Division (Undertaking) of the Company were completed and the Division stood transferred as a going concern on slump sale basis, for a consideration of Rs.80,500 lakhs (final consideration of Rs.80,281.54 lakhs after working capital and other customary adjustments) to M/s.BSV Pharma Private Ltd (BSV) with effect from 9th May, 2022

The consideration for the transfer was 74% cash (Rs. 59,442.51 lakhs) and 26% in the form of equity of the buying entity. The terms of transfer also provided for purchase of the aforesaid 26% Equity Shares held by the Company in BSV, by M/s Bharat Serums and Vaccines Limited or its nominees, after they obtain necessary regulatory clearances at the issue price.

During the Third Quarter of FY 2022-23, the above shares were transferred to M/s Bharat Serums and Vaccines Limited and the consideration of Rs.20,839.03 lakhs for the shares was received by the Company.

The gain on sale of this Undertaking amounted to Rs.76,429.45 lakhs (after providing for Rs.1,500.00 lakhs towards contingencies of which Company had incurred expenses amounting to Rs.266.58 lakhs till 31st March, 2023).
 - (ii) Profit from Human Pharma Division operations:

The total income of Human Pharma Division up to the date of sale i.e 9th May, 2022 was Rs.2,240.57 lakhs (including reversal of provision made towards damaged / expired stock returns in the earlier years amounting to Rs.1,132.29 lakhs which was no longer required) and its total expenses were Rs.1,026.10 lakhs resulting in a net profit of Rs.1,214.47 lakhs.
 - (b) Tax expense of Discontinued Operations (pertaining to previous year):

The tax expense on sale of Human Pharma Division was Rs.17,835.48 lakhs (i.e. Long Term Capital Gain tax expense on the above transfer amounting to Rs.17,769.26 lakhs and Deferred Tax expenses of Rs.66.22 lakhs).

The tax expense on the profit for the year ended 31st March, 2023 from the operations of Human Pharma Division was Rs.303.94 lakhs.
- (6) Implementation of the Code of Social Security 2020, which is likely to impact the contributions by the Company towards Provident Fund, Gratuity and other related areas has been deferred by the Government beyond 1st April, 2021. However, the Company based on the initial assessment made a provision for Rs.350 lakhs in the Fourth Quarter of FY 2020-21 and proposes to take further appropriate action after the Rules are made applicable.
- (7) The previous period's / year's figures have been regrouped and reclassified, wherever necessary to conform to the current period's / year's presentation.

For TTK HEALTHCARE LIMITED

Place : Chennai
Date : February 02, 2024

 T T RAGHUNATHAN
 Executive Chairman

Independent Auditor's Review Report on review of Interim financial results

To the Board of Directors of TTK Healthcare Limited

We have reviewed the accompanying Statement of Unaudited financial results ("the Statement") of TTK Healthcare Limited ("the Company") for the quarter and period ended 31st December 2023. The Statement has been prepared by the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (Listing obligations) which has been initiated by us for identification purposes.

Management's Responsibility

This Statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.

Auditor's Responsibility

Our responsibility is to issue a report on the Statement based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410 'Review of Interim Financial Information performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Conclusion

Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **PKF Sridhar & Santhanam LLP**

Chartered Accountants

Firm's Registration No. 003990S/S200018


S Rajeshwari

Partner

Membership No. 024105



Place: Mumbai

Date: 02nd February, 2024

UDIN No: 24024105BKAODM7497



**TTK Healthcare
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ANNEXURE – B

Disclosure of Information pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI Circular No.CIR/CFD/CMD/4/2015 dated 9th September, 2015

Nature of Appointment	Reappointment as an Independent Director	Reappointment as a Wholetime Director
Name of the Director	Mr V Ranganathan	Mr S Kalyanaraman
Director Identification Number (DIN)	00550121	00119541
Reason for change viz. appointment, resignation, removal, death or otherwise.	Reappointed for a second term of 5 years, with effect from 1st June, 2024, subject to the approval of the Shareholders by means of a Special Resolution.	Reappointed for a further term of 5 years, with effect from 1st June, 2024, subject to the approval of the Shareholders by means of a Special Resolution.
Date of appointment/cessation (as applicable) and term of appointment	1 st June, 2024 – 5 years	1 st June, 2024 – 5 years
Brief Resume, Qualification, Experience and Nature of Expertise in specific functional areas	<ul style="list-style-type: none"> • Chartered Accountant & Company Secretary by qualification. • Has expertise in the areas of finance, legal, taxation, restructuring / reorganization, management advisory etc. • Has the total experience of 40 years that include 23 years in consultancy and 17 years in public and private sector enterprises- GIC and Murugappa Group. • He was with Ernst & Young as partner for over two decades overseeing different operations. • Currently, he is on the Board of TTK Prestige Limited, Nitta Gelatin India Limited as Independent Director and India Cements Limited, as Non-Independent Director. • Was visiting faculty to IIM, Ahmadabad. 	<ul style="list-style-type: none"> • He holds a Bachelor Degree in Commerce from Pune University and is a Gold Medalist. • He is an Associate Member of the Institute of Company Secretaries of India and the Institute of Cost Accountants of India. • He has more than three decades of experience in the areas of Finance, Accounts, Costing, Internal Audit, Corporate Law, Commercial and Business Management. • He joined the TTK Group in the year 1987 and has been serving the Company as Secretary since 1993. • He was inducted on the Board in the year 2014 as a Non-Executive Director and appointed as Wholetime Director, w.e.f. 1st June, 2019.
Disclosure of Relationship with other Directors and Key Managerial Personnel of the Company	NIL	NIL
Affirmation relating to debarring from holding the office of director by virtue of any SEBI order or any other such authority.	We hereby confirm that Mr. V Ranganathan is not debarred from holding the office of Independent Director by any SEBI order or any other such authority.	We hereby confirm that Mr. S Kalyanaraman is not debarred from holding the office of Wholetime Director by any SEBI order or any other such authority.



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ANNEXURE - C

CALENDAR OF EVENTS

S.No.	Particulars	Date
1.	Date on which consent given by the Scrutinizer	31.01.2024
2.	Date of consideration and approval of the proposal in the Board Meeting	02.02.2024
3.	Date of appointment of the Scrutinizer	02.02.2024
4.	Date of Board Resolution authorizing the Executive Chairman or any other Director(s) and the Company Secretary to be responsible for the entire Postal Ballot process	02.02.2024
5.	Approval of Postal Ballot Notice and Calendar of Events	02.02.2024
6.	Filing of Board Meeting Update and Calendar of Events to Stock Exchange(s)	02.02.2024
7.	Cut-off date / Benpos Date for reckoning the e-Voting rights	02.02.2024
8.	Creation of EVSN	02.02.2024
9.	Date of commencement and completion of circulation of the Postal Ballot Notice through electronic mode	07.02.2024
10.	Filing of Postal Ballot Notice to the Stock Exchange(s)	07.02.2024
11.	Publication of Newspaper advertisement upon completion of circulation through electronic mode	08.02.2024
12.	Commencement of Voting by Electronic Means	09.02.2024
13.	Last date of E-Voting	09.03.2024
14.	Date on which Resolution will be deemed to be passed	09.03.2024
15.	Last date of submission of the Report by the Scrutinizer (within 2 working days)	12.03.2024
16.	Date of Declaration of the result by the Chairman or any other Director of the Company	12.03.2024
17.	Filing of Postal Ballot Results to the Stock Exchange(s) and dissemination on the Company's Website	12.03.2024
18.	Last date of signing of Minutes by the Chairman	11.04.2024



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ANNEXURE - D

Details of Appointment

Nature of the Person / Firm	M/s S Viswanathan LLP	M/s R V Chander & Associates	M/s Aiyar & Co
Designation	Internal Auditors	Internal Auditors	Tax Auditors
Reason for change viz. appointment, resignation, removal, death or otherwise.	Reappointment	Reappointment	Reappointment
Date of appointment/cessation (as applicable) terms of appointment	For a period of 3 years from FY 2024-25 to FY 2026-27	For a period of 3 years from FY 2024-25 to FY 2026-27	For a period of 3 years from FY 2024-25 to FY 2026-27
Brief Profile	<p>M/s. S. Viswanathan LLP, a renowned Chartered Accountants firm specializes in providing comprehensive internal audit services across various sectors including Private, Government, Banking, Insurance, and NGOs.</p> <p>The firm boasts a team of professionals specializing in diverse fields such as audit, taxation, advisory, and consultancy services.</p>	<p>RV Chander & Associates is an audit & advisory firm with experience of over four decades managed by partners with audit experience across Manufacturing, FMCG, Pharmaceuticals, Hospitality, Power & infrastructure & NGO sectors.</p> <p>The spectrum of services provided by them includes Audit & Assurance services, Risk based internal audit, GST advisory services, Direct tax compliance and advisory services.</p>	<p>Established in 1940, Aiyar & Co. boasts over decades of expertise in audits and taxation.</p> <p>Specializing in comprehensive Income Tax Services including tax audit services, they are headquartered in Chennai.</p> <p>As a sole proprietary firm, it is led by N. Sridharan as proprietor, known for their commitment to delivering meticulous Income tax and tax audit solutions tailored to meet clients' needs.</p> <p>With a focus on accuracy and compliance, Aiyar & Co. stands as a trusted partner for individuals and businesses seeking proficient Income tax and tax audit services.</p>
Disclosure of Relationship with Directors	NIL	NIL	NIL