



Date: 31/08/2026

Ref: WHL/BSE/OUTCOME OF BM / 31ST AUGUST/2026-27

To,
Department of Corporate Services,
BSE Ltd.,
Ground Floor, P.J Towers,
Dalal Street, Fort,
Mumbai – 400 001

Dear Sir(s),

Ref: BSE Scrip Code: 512063

Sub: Outcome of the Board Meeting held on 31st August, 2026

Dear Sir/Madam,

This is to inform you that in pursuance to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended from time to time ('SEBI LODR Regulations') the Board of Directors of the Company in their meeting held today i.e., **Monday, the 31st August, 2026** commenced at 07:45 p.m. and concluded at 8: 50 p.m. has, inter-alia, transacted the following businesses:

1. Increase in Authorized Share Capital of the Company from existing Rs₹7,50,00,000/- (Rupees Seven Crores Fifty Lakhs only) divided into 75,00,000 (Seventy-Five Lakh) Equity Shares of Rs₹10 (Rupees Ten only) each to ₹25,00,00,000 (Rupees Twenty Five Crores only) divided into 2,50,00,000 (Rupees Two Crore and fifty Lakhs Only) Equity Shares of Rs. ₹10/- (Rupees Ten only) each ranking pari-pasu in all respect with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company and by substituting the Capital Clause (Clause V) of the Memorandum of Association of the Company with the following Clause:

"V. The Authorized Capital of the Company is ₹ 25,00,00,000 (Rupees Twenty Five Crores Only) divided into 2,50,00,000 (Two Crore and Fifty Lakhs Only) Equity Shares of ₹ 10 (Rupees Ten Only) each with powers to increase and reduce the capital and consolidate, sub-divide and divide the Shares in Capital for the time being into several classes and to attach thereto such rights, privileges or conditions in the manner as may, for the time being, be provided by the Articles of Association of the Company."

2. Issue of Warrants on Preferential basis through Private Placement

Up to 1,25,00,000 (One Crore Twenty-Five Lakh only) fully convertible warrants ("Warrants") for cash at a price of ₹ 10/- per warrant (including the warrant subscription price and warrant exercise price) determined in accordance with the applicable provisions of Chapter V of SEBI (ICDR) Regulation 2018, each Warrant convertible into 1 (one) fully paid-up equity share of the Company of face value of ₹10 (Rupees Ten only) each issued at par, each aggregating up to ₹ 12,50,00,000 (Rupees Twelve Crore Fifty-Lakh Only) to the below-mentioned Proposed Allottees of the Company subject to approval of members of the Company and such other statutory and regulatory approvals as may be applicable:

Wardwizard Healthcare Limited

CIN: L20237MH1985PLC034972 | GSTIN NO: 24AAACA4982A1Z5

Registered Office: Office no. 101, 1st Floor, Shree Sai Ashirwad CHS, Ghantali Path, Above Saibaba Mandir, Thane (West)-400602, Village-Naupada, Tehsil-Thane, Dist.-Thane, Maharashtra

Corporate Office: 11, Windward Business Park, Opp. Aadicura Hospital, Jetalpur Road, Vadodara, Gujarat-390007

Email ID: ayoki1985@gmail.com | Website: www.ayokimerchantile.com | Contact Us: +91 63591 58825

Sr No	Name of the Proposed Allottees	Category	Pre-Preferential Issue		No. of Convertible Warrants proposed to be allotted	*Post Preferential Issue (Assuming conversion of 1,25,00,000 convertible Warrants into Equity Shares under present Preferential Issue)	
			No. of Shares held	% of share holding		No. of Share held	% of share holding
1.	Yatin Sanjay Gupte	Promoter/Promoter Group	90,750	37.04	52,00,000	52,90,750	41.51
2.	Sheetal Mandar Bhalerao	Promoter/Promoter Group	34,760	14.19	18,00,000	18,34,760	14.40
3.	Ram Chander Sharma	Non-Promoter Group	Nil	Nil	2,00,000	2,00,000	1.57
4.	Nitu Sharma	Non-Promoter Group	Nil	Nil	2,00,000	2,00,000	1.57
5.	Ram Chander Sharma HUF	Non-Promoter Group	Nil	Nil	2,00,000	2,00,000	1.57
6.	Shyam Sunder Sharma	Non-Promoter Group	Nil	Nil	2,00,000	2,00,000	1.57
7.	Hemlata Sharma	Non-Promoter Group	Nil	Nil	2,00,000	2,00,000	1.57
8.	Shyam Sunder Sharma HUF	Non-Promoter Group	Nil	Nil	2,00,000	200000	1.57
9.	Aakanksha Kabra	Non-Promoter Group	Nil	Nil	2,50,000	2,50,000	1.96
10.	Ilyashbhai Dhobi	Non-Promoter Group	Nil	Nil	6,30,000	6,30,000	4.94
11.	Sanjay Kumar Sharma	Non-Promoter Group	Nil	Nil	3,00,000	3,00,000	2.35
12.	Pooja Chotia	Non-Promoter Group	Nil	Nil	3,00,000	3,00,000	2.35
13.	Havish Suppliers LLP	Non-Promoter Group	Nil	Nil	3,00,000	3,00,000	2.35
14.	Kailash Dhanuka HUF	Non-Promoter Group	Nil	Nil	3,30,000	3,30,000	2.59
15.	Ruchika Dhanuka	Non-Promoter Group	Nil	Nil	3,00,000	3,00,000	2.35
16.	Arpit Kabra	Non-Promoter Group	Nil	Nil	6,30,000	6,30,000	4.94
17.	P. B. Films Limited	Non-Promoter Group	Nil	Nil	6,30,000	6,30,000	4.94
18.	Kyan Investment & Trading Company Private Limited	Non-Promoter Group	Nil	Nil	6,30,000	6,30,000	4.94

***Assuming full conversion of the Warrants**

Warrants are convertible into fully paid-up equity shares of the Company, in one or more tranches, at any time on or before the expiry of 18 (eighteen) months from the date of allotment and the unconverted Warrants shall lapse, and the amount paid by the Warrant holder on such Warrants shall stand forfeited.

Information as required under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No.: SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 and HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026 is enclosed as **Annexure A**.

- Approval of the Appointment of Ms. Sathi Kundu (DIN: 10837461) as Additional Director (Independent Director) on the Board of the Company for the first term of 5 consecutive years w.e.f. 31st August 2026.

The Details Required under Regulation 30 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January 2026 are enclosed as **Annexure-B**

- This is for your kind information that Mr. YUVRAJ PRIYADARSHI (DIN:08055832) was appointed as Additional Director in the Board meeting held on 23rd March 2026 and as CEO

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on 14th November 2025. In this board Meeting on the recommendation of NRC , the board has approved his appointment as Whole time Director w.e.f from 30th September 2026 subject to the approval of Shareholders in ensuing AGM.

The Details Required under Regulation 30 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January 2026 are enclosed as Annexure-C

5. Recommendation for re-appointment of Mrs. Yatin Sanjay Gupte (DIN: 07261150), Non-Executive and Non-Independent director, who retires by rotation at the ensuing Annual General Meeting of the Company, subject to the approval of Shareholders at the 42nd Annual General Meeting pursuant to the provisions of section 152 of the Companies Act, 2013.
6. The Notice of 42nd Annual General Meeting ("AGM") of the Company, Directors' Report (Board Report) and its annexures and Management Discussion and Analysis Report (MDAR), and other related documents forming the part of Annual Report for Financial Year 2025-26.
7. The 42nd Annual General Meeting of the Members of the Company to be held on **Wednesday, 30th September, 2026 at 03:00 P.M.** through Video conferencing ("VC")/Other Audio Visual Means ('VC/OAVM') facility in accordance with the relevant circulars issued by the Ministry of Corporate Affairs ("MCA") to transact the businesses as contained in the notice convening the AGM. The Remote e-voting period will commence from **Sunday, 27th September, 2026 at 09.00 A.M. to Tuesday, 29th September, 2026 at 05.00 P.M.**
8. Pursuant to Section 91 & other applicable provisions of the Companies Act, 2013 and in accordance with the Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Book of the Company shall remain closed from **Wednesday, 23rd September, 2026 to Wednesday, 30th September, 2026** (both days inclusive).
9. Appointment Mr. Kamal A Lalani, Practicing Company Secretary as a scrutinizer for conducting evoting to be conducted at **42nd Annual General Meeting** of the Company.
10. Avail e-voting facility to members from National Securities Depositories Limited (NSDL) for e-Voting and Video conferencing ("VC")/Other Audio Visual Means ('VC/OAVM') facility with respect to in the ensuing Annual General Meeting.

The aforesaid details is also available on the Company's website at <https://wardwizardhealthcare.com/>. The board Meeting Commenced at 7:45:00 p.m. and concluded at 8:50 p.m.



Wardwizard
Healthcare Limited
(Formerly known as Ayoki Merchantile Limited)

Kindly take the same into your records.

Thanking you,

Yours' faithfully,

For Wardwizard Healthcare Limited

CS Rajbala Kiroriwal

Company Secretary & Compliance Officer

Membership No. A51986

Enclosed:

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Annexure A

Information as required under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No.: SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 and HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026:

Issue of Warrants on Preferential basis through Private Placement

Sr No.	Particulars of event or information	Details																																								
1.	Type of Securities proposed to be issued	Fully convertible warrants																																								
2.	Type of Issuance	Preferential Issue																																								
3.	Total number of Securities proposed to be issued or the total amount for which the Securities will be issued	Issuance of upto 1,25,00,000 Warrants for an aggregate amount of upto ₹12,50,00,000/- (Rupees Twelve Crore Twenty-Five Lakhs Only)																																								
4.	Name and number of the Investor(s)	<table><tr><th colspan="2">Share Warrants:</th></tr><tr><th>Sl No</th><th>Name of Investor</th></tr><tr><td>1.</td><td>Yatin Sanjay Gupte</td></tr><tr><td>2.</td><td>Sheetal Mandar Bhalerao</td></tr><tr><td>3.</td><td>Ram Chander Sharma</td></tr><tr><td>4.</td><td>Nitu Sharma</td></tr><tr><td>5.</td><td>Ram Chander Sharma HUF</td></tr><tr><td>6.</td><td>Shyam Sunder Sharma</td></tr><tr><td>7.</td><td>Hemlata Sharma</td></tr><tr><td>8.</td><td>Shyam Sunder Sharma HUF</td></tr><tr><td>9.</td><td>Aakanksha Kabra</td></tr><tr><td>10.</td><td>Ilyashbhai Dhobi</td></tr><tr><td>11.</td><td>Sanjay Kumar Sharma</td></tr><tr><td>12.</td><td>Pooja Chotia</td></tr><tr><td>13.</td><td>Havish Suppliers LLP</td></tr><tr><td>14.</td><td>Kailash Dhanuka HUF</td></tr><tr><td>15.</td><td>Ruchika Dhanuka</td></tr><tr><td>16.</td><td>Arpit Kabra</td></tr><tr><td>17.</td><td>P. B. Films Limited</td></tr><tr><td>18.</td><td>Kyan Investment & Trading Company Private Limited</td></tr></table>	Share Warrants:		Sl No	Name of Investor	1.	Yatin Sanjay Gupte	2.	Sheetal Mandar Bhalerao	3.	Ram Chander Sharma	4.	Nitu Sharma	5.	Ram Chander Sharma HUF	6.	Shyam Sunder Sharma	7.	Hemlata Sharma	8.	Shyam Sunder Sharma HUF	9.	Aakanksha Kabra	10.	Ilyashbhai Dhobi	11.	Sanjay Kumar Sharma	12.	Pooja Chotia	13.	Havish Suppliers LLP	14.	Kailash Dhanuka HUF	15.	Ruchika Dhanuka	16.	Arpit Kabra	17.	P. B. Films Limited	18.	Kyan Investment & Trading Company Private Limited
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5.	Issue Price	Preferential Allotment of Fully Convertible Warrants to be issued at par at Rs. 10/-, being determined by the Board in accordance with the provisions of Chapter V of																																								

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		SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
6.	In case of convertibles, Intimation on conversion of securities or on lapse of the tenure of the instrument.	Each Warrant is convertible into 1 Equity Share and the conversion can be exercised at any time within a period of 18 months from the date of allotment, in one or more tranches, as the case may be and on such other terms and conditions as applicable.
7.	Nature of Consideration (Whether cash or consideration other than cash)	Cash Consideration
8.	Use Proceeds	The proceeds of the Preferential Issue shall be utilised for the growth and expansion initiatives, inter alia, including investment in promoter and promoter group entities, including but not limited to Wardwizard Medicare Private Limited, for the overall growth and expansion of the group companies; meeting working capital requirements; and for general corporate purposes The more detail regarding the use of the proceeds of the issue shall be provided in the explanatory statement attached to the notice of the ensuing Annual General Meeting

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Annexure- B

Appointment of Ms. Sathi Kundu (DIN: 10837461) as Additional Director (Independent Director)

Sr No	Details of event that need to be provided	Ms Sathi Kundu (DIN: 10837461)
1.	Reason for change viz. appointment	Appointment of Ms. Sathi Kundu (DIN: 10837461) as Additional Independent Woman Director.
2.	Date of appointment, re-appointment/cessation & term of appointment/re-appointment;	Ms. Sathi Kundu (DIN: 10837461) is appointed as Additional Independent Woman Director (Non-Independent and Non-Executive) w.e.f. 31st August, 2026 for the first term of 5 consecutive years. Her appointment by the Board as Non-Executive Independent Woman Director is subject to the approval of the Shareholders of the Company at the ensuing General Meeting
3	Brief profile (in case of appointment)	Ms. Sathi Kundu (DIN: 10837461) appointed Additional Woman Director (Independent and Non-Executive). She has Graduated in Bachelors of Arts and Bachelors of Law from the University of Calcutta and has more than 15 years of experience in the legal field. She has handled various litigations and petitions and her experience is expected to bring transparency within the organisation
4	Disclosure of relationships between directors (in case of appointment of a director)	NA
5	Information as required under BSE circular Number LIST/COM/14/2018-19	In compliance with SEBI Letter dated June 14, 2018 and BSE Circular LIST/COMP/14/2018-19 dated June 20, 2018, we wish to confirm that Ms. Sathi Kundu (DIN: 10837461) has not been debarred from holding the office of Director by virtue of any SEBI Order or any other Authority.
6	Letter of Resignation along with detailed reason for resignation	Not applicable
7	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship And membership of board committees, if any.	Not Applicable
8	The independent director shall, along with the detailed reasons, also provide a confirmation that there are no other Material reasons other than those provided.	Not Applicable

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Annexure- C

Appointment of Mr.Yuvraj Priyadarshi , DIN :08055832) designated as Whole time Director of the Company.

SR. NO	PARTICULARS	DETAILS
1	Name of Director	Mr. Yuvraj Priyadarshi (DIN :08055832)
2	Reason for Change viz appointment, Re-appointment, Resignation, removal, death or otherwise	Mr. Yuvraj Priyadarshi was appointed as Additional Director in the Board meeting held on 23rd March 2026 and as CEO on 14th November 2025. In this board Meeting the board has approved his appointment as WTD w.e.f from 30th September 2026 subject to the approval of Shareholders.
3	Date of Appointment/ re-appointment/ cessation (as applicable) & term of appointment/ re-appointment ;	Date of Appointment: With effect from Wednesday, 30 th September 2026 subject to the approval of Shareholders. Terms of Appointment – 5 years
4	Brief Profile (In case of appointment).	Education: • O.D. (Doctor of Optometry) • M.S.V.S. (Master of Science in Vision Science) • M.B.A (Hospital Management) • P.H.D. Experience: • W.H.O. East Africa (Public Health) • 9 Years • COO Mombasa Eye Hospital (East Africa) • 2 Years Work Profile: • Founder & MD of AMAX HSEQ Pvt. Ltd. • (Health, Safety & Environment) • Founder & MD of AMAX Medical Center • Director of AMAX Eye Hospital • Director of TITAN Eye + (Bharuch & Surat) Social Profile: • Managing Trustee of Hope HE (Health & Education) Trust • President Rotary Club of Bharuch Narmada Nagari (2023-2024) • Assistant Governor Rotary District 3060 (2025 – 2026) • Member of Board of Environmental Sustainability Trust

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5	Disclosure of relationship between directors (in case of appointment of a director)	Not Applicable
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Thanking You,

Your Faithfully

For **Wardwizard Healthcare Ltd.**

Rajbala Kiroriwal
Company Secretary & Compliance Officer
Membership No. A51986