



NOTICE

NOTICE IS HEREBY GIVEN THAT THE (01/2025-26) EXTRA-ORDINARY GENERAL MEETING OF SAHAJANAND MEDICAL TECHNOLOGIES LIMITED ("COMPANY") WILL BE HELD ON THURSDAY NOVEMBER 20, 2025, AT 3:00 P.M.(IST) THROUGH VIDEO CONFERENCE (VC) / OTHER AUDIO-VISUAL MEANS (OAVM) AT SHORTER NOTICE

SPECIAL BUSINESSES:

1. INCREASE IN OVERALL LIMIT OF MAXIMUM REMUNERATION PAYABLE TO ALL DIRECTORS

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of sections 197 and 198 read with Schedule V and other applicable provisions if any of the Companies Act, 2013 ("Act") read with the rules made thereunder, and in accordance with the provision of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory amendments or modifications thereto or substitutions or re-enactments made thereof for the time being in force), and other applicable provisions, sections, rules of the Act and the SEBI Listing Regulations, and in terms of the Nomination and Remuneration Policy of the Company, and based on the recommendation of the Nomination and Remuneration Committee ("NRC") and approval of the Board of Directors of the Company at their respective meetings held on August 12, 2025, the consent of the members of the Company be and is hereby accorded to pay remuneration / commission to Managing Directors ("MD"), Whole-time directors ("WTD"), Non-Executive Directors and Independent Directors of the Company by way of remuneration or commission in excess of the overall statutory ceiling of 11% (eleven percent) of the net profits of the Company computed in the manner stipulated in section 198 of the Act, in the following manner and as mentioned in the explanatory statement annexed to this Notice:

- (i) to the MD, WTD or Manager in excess of statutory limit of 10% (ten percent) of the net profits of the Company computed in the manner stipulated in section 198 of the Act; and
- (ii) to the Directors other than MD, WTD or Manager in excess of statutory limit of 1% (one percent) of the net profits of the Company computed in the manner stipulated in section 198 of the Act.

RESOLVED FURTHER THAT the aforesaid remuneration / commission shall be in addition to sitting fees and reimbursement of expenses for attending the meetings of the Board or committees thereof.



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Sahajanand Medical Technologies Limited, Sahajanand Estate, Wakharia Wadi, Near Dabholi Char Rasta, Ved Road, Surat - 395004 (Guj) INDIA
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RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary and settle any question or difficulty that may arise, for giving effect to this resolution and

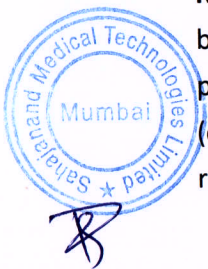
to certify the true copy of the aforesaid resolution which may be forwarded to any concerned authorities for necessary action.”

2. COMMISSION TO MR. HARVINDER SINGH (DIN:10416949), INDEPENDENT DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of sections 149, 197 and 198 of the Companies Act, 2013 (“Act”) read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory amendments or modifications thereto or substitutions or re-enactments made thereof for the time being in force), and other applicable provisions, sections, rules of the Act and the SEBI Listing Regulations and in line with the Articles of Association of the Company and in terms of the Nomination and Remuneration Policy of the Company and based on the recommendation of the Nomination and Remuneration Committee (“NRC”) and approval of the Board of Directors of the Company at their respective meetings held on August 12, 2025, the consent of the members of the Company be and is hereby accorded for payment of remuneration in the form of commission to Mr. Harvinder Singh (DIN:10416949), Independent Director of the Company of USD 50,000 (United States Dollar Fifty Thousand only) per annum payable on a quarterly basis until his tenure as an Independent Director on the Board of the Company, which is in excess of 1% (one percent) of the net profits of the Company computed in the manner stipulated in section 198 of the Act in addition to sitting fees and reimbursement of expenses for attending the meetings of the Board of Directors or committees thereof, details of which are furnished in the explanatory statement annexed to this Notice.

RESOLVED FURTHER THAT based on the approval of the Board, the consent of the members be and is hereby accorded for payment of aforesaid commission even if due to the above payment, the total managerial remuneration exceeds the overall prescribed limit of 11% (eleven percent) of the net profits of the Company, specified in section 197 of the Act for the respective year (computed in the manner stipulated in section 198 of the Act).



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RESOLVED FURTHER THAT pursuant to the provisions of sections 197 and 198 read with Schedule V of the Act and based on the recommendations of NRC and approval of the Board of Directors of the Company at their respective meetings held on August 12, 2025, the members of the Company be and hereby approves that where in any financial year during the tenure of Mr. Singh, the Company has no profit or inadequate profit, the Company may pay to Mr. Singh the above remuneration in form of commission (i.e. USD 50,000 p.a. payable on a quarterly basis) as the minimum remuneration for a period not exceeding 3 (three) years.

RESOLVED FURTHER THAT pursuant to the provisions of the Regulation 17(6)(ca) of the SEBI Listing Regulations and based on the recommendations of NRC and approval of the Board of Directors of the Company at their respective meetings held on August 12, 2025, the members of the Company be and hereby approves and takes note that the above remuneration in form of commission exceeds 50% (fifty percent) of the total annual remuneration payable to all the Non-Executive Directors of the Company, during the financial year 2025-26.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel or Mr. Russel Rozario – Senior Vice President- Human Resources of the Company be and are hereby severally authorized to issue remuneration letter to Mr. Singh and to do all such acts, deeds, things etc. as may be required to implement the above resolution.

RESOLVED FURTHER THAT any of the directors or Key Managerial Personnel of the Company be and are hereby severally authorised to certify the true copy of the aforesaid resolution which may be forwarded to any concerned authorities for necessary action.”

3. ACQUISITION OF SHARES OF THE COMPANY BY SMT ESOP TRUST FOR IMPLEMENTATION OF SMT EMPLOYEE STOCK OPTION PLAN 2021

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to Section 62(1)(b) of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, including but not limited to the provisions contained in the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other laws, rules, regulations, circulars and guidelines of any/various statutory/regulatory authority(ies) that are or may become applicable



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(collectively referred to as "Applicable Laws"), and based on the approval of the Board of Directors of the Company at their meeting held on July 21, 2025 and in furtherance of the resolution passed by the members of the Company at their 24th Annual General Meeting held on July 23, 2025, the consent of the members of the Company be and is hereby accorded to the Board to issue and allot up to 25,00,000 fully paid equity shares of face value of Rs.1 each of the Company to SMT ESOP Trust ("Trust") of the Company in one or more tranches at the price as may be decided by the Board from time to time, through direct allotment by the Company for the purposes of implementing the SMT Employee Stock Option Plan, 2021.

RESOLVED FURTHER THAT for the purpose of bringing into effect the matters in relation to the direct allotment to the Trust and generally for giving effect to this resolution, the Board shall be authorized to do all such acts, deeds, matters and things and to take all steps and do all things and give such directions as may be required, necessary, expedient, incidental or desirable for giving effect to the above and to settle any question or difficulty that may arise in this regard.

RESOLVED FURTHER THAT any Director of the Company or Key Managerial Personnel be and are hereby severally authorised to certify a copy of this resolution and issue the same to all concerned parties."

For Sahajanand Medical Technologies Limited



Deepshikha Singhal

Company Secretary & Compliance Officer

Address: Unit No. 402 & 412, A Wing, 4th Floor, Kanakia Wall Street, Andheri Kurla Road, Chakala, Andheri East, Mumbai – 400093

Date: November 12, 2025

Place: Mumbai

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NOTES:

1. Ministry of Corporate Affairs ("MCA") vide its General Circular No. 03/2025 dated September 22, 2025, read with earlier circulars issued from time to time, has permitted holding of Extra Ordinary General Meeting ("EGM / Meeting") through video conferencing (VC) or other audio-visual means (OAVM), without the physical presence of the Members at a common venue. Thus, in compliance with applicable provisions of the Companies Act, 2013 ("Act"), and the MCA circulars, this (01/2025-26) EGM of the Company is being convened through VC/OAVM.

Accordingly, the Notice convening this EGM is being sent only through electronic mode to all the members of the Company by email at the email id registered with the Company. The deemed venue of the Meeting shall be Registered Office of the Company.

2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and a proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this EGM and hence the proxy form, attendance slip and route map of EGM are not annexed to this Notice.
3. An Explanatory Statement pursuant to Section 102 of the Act relating to the Special Businesses to be transacted at the EGM is annexed hereto.

Corporate Members are entitled to appoint authorised representatives to attend the Meeting through VC and participate thereat. Accordingly, such corporate Members are requested to send to the Company Secretary at email id deepshikha.singhal@smt.in, a certified true copy of the relevant Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting at least 1 hour before commencement of the Meeting i.e. by 2.00 PM on November 20, 2025.



4. Attendance of Members through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. In case of joint holders attending the EGM, the Members whose name appears as the

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first holder in order of names as per the Register of Members of the Company will be entitled to vote.

6. All the relevant documents referred to in the Notice will be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of the EGM. Members seeking to inspect such documents can send an email to deepshikha.singhal@smt.in.
7. The Members whose names appear in the register of Members/ list of beneficial owners as on Friday, November 14, 2025, i.e. the cut-off date, shall be entitled to vote on the resolutions set forth in this Notice.
8. Members are requested to notify immediately of any change in their addresses to the Company at the registered office address of the Company.
9. In terms of the Articles of Association of the Company, all business to be transacted at the meetings of members of the Company shall be decided on a poll. Accordingly, facility of e-voting at the Meeting, through poll, will be provided at the Meeting. The Members/ representatives shall cast their vote on the resolutions, by filling in the details as required in the online polling forms and submitting their response.

The polling process will be conducted in compliance with the applicable provisions of the Act and the aforesaid MCA Circulars and Members will be briefed on the detailed polling process at the Meeting.

10. The meeting is proposed to be held at shorter notice and therefore as per the provisions of Section 101 of the Act and rules made thereunder, it requires the consent for shorter notice from majority in number of members entitled to vote and who represent not less than ninety-five percent of such part of the paid up share capital of the Company. Members are requested to provide their consent for short notice by sending the signed copy of the draft format attached herewith as Annexure through email confirmation.

11. Instructions for Members to attend the EGM through VC/OAVM:

- a. Meeting shall be held by VC through Microsoft Teams application.
- b. Members / Authorized Representatives are requested to join the Meeting through (01/2025-26) EGM
- c. Members are encouraged to join the Meeting through laptops for a better



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- c. Members are encouraged to join the Meeting through laptops for a better experience.
- d. Members will be required to allow camera and use internet with a good speed to avoid any disturbance during the Meeting.
- e. Please note that Participants connecting from Mobile Devices or Tablets or through laptops 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.
- f. Members seeking any information with regard to any business to be dealt at the EGM are requested to send an email on deepshikha.singhal@smt.in along with their name, DP ID and client ID/folio number, PAN and mobile number. The same will be replied by the Company suitably.
- g. For any assistance (including with technology) before or during the Meeting, Members may contact the Company Secretary on +91 70145 29104.
- h. The proceedings of the Meeting shall be recorded, and the transcript of the proceedings shall be maintained by the Company in terms of the MCA Circulars.



For Sahajanand Medical Technologies Limited

Deepshikha Singhal

Company Secretary & Compliance Officer

Address: Unit No. 402 & 412, A Wing, 4th Floor,
Kanakia Wall Street, Andheri Kurla Road, Chakala,
Andheri East, Mumbai – 400093.

Date: November 12, 2025

Place: Mumbai

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EXPLANATORY STATEMENT
(PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)

The following Statement sets out all material facts relating to the special businesses proposed in this Notice:

Item No. 1: Increase In Overall Limit of Maximum Remuneration Payable to all Directors

Pursuant to section 197 of the Companies Act, 2013 ("Act") read with applicable rules made thereunder, the total managerial remuneration payable by a public company, to its directors, including managing director ("MD") and whole-time director ("WTD"), and its manager in respect of any financial year, cannot exceed 11% (eleven percent) of net profits of that company for that financial year computed as per provisions of section 198 of the Act, as detailed hereunder:

1. To MD / WTD / manager:

Condition	Managerial remuneration in a particular financial year
Company with 1 (one) MD / WTD / manager	5% (five percent) of the net profits of the company (standalone)
Company with more than 1 (one) MD / WTD / manager	10% (ten percent) of the net profits of the company (standalone)

2. To Directors who are neither MD / WTD / manager:

Condition	Managerial remuneration in a particular financial year
If there is a MD / WTD / manager	1% (one percent) of the net profits of the company (standalone)
If there is no MD / WTD / manager (in any other case)	3% (three percent) of the net profits of the company (standalone)

As per the Act, the companies may pay remuneration exceeding the aforesaid limit of 11% (eleven percent), subject to the provisions of Schedule V to the Act, as well as other above limits, with the approval of the members of the company in general meeting by way of a Special Resolution.

In view of the above and to ensure that the remuneration structure remains competitive and motivates the leadership team to drive to sustainable business growth and shareholder value creation it is proposed to increase the overall limit of managerial remuneration payable to Directors in excess of the overall ceiling of 11% (eleven percent) of the net profits of the Company computed in the manner stipulated in section 198 of the Act.



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Accordingly, pursuant to the provisions of section 178 of the Act read with applicable rules made thereunder, regulation 19 read with Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Nomination and Remuneration Policy of the Company and terms of reference of Nomination and Remuneration Committee ("NRC") as approved by the Board of Directors of the Company, the NRC and the Board at their respective meetings held on August 12, 2025, subject to the approval of the members at their ensuing general meeting, approved payment of remuneration / commission to the Directors including MD, WTD and manager of the Company in excess of the overall ceiling of 11% (eleven percent) of the net profits of the Company computed in the manner stipulated in section 198 of the Act, in the following manner:

- (i) to the MD, WTD or manager in excess of statutory limit of 10% (ten percent) of the net profits of the Company computed in the manner stipulated in section 198 of the Act; and
- (ii) to the Directors other than MD, WTD or manager in excess of statutory limit of 1% (one percent) of the net profits of the Company computed in the manner stipulated in section 198 of the Act.

Members to note that the aforesaid remuneration / commission shall be in addition to sitting fees and reimbursement of expenses for attending the meetings of the Board or committees thereof.

The Board recommends the resolution as set out in Item No. 1 of this Notice for approval of the members of the Company as a special resolution.

All the Directors of the Company are interested in the special resolution set out in Item No. 1 of the notice as it pertains to their remuneration. The relatives of all the directors may be deemed to be interested in the special resolution to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other key managerial personnel of the Company or their relatives are in any way concerned or interested in the said resolution.

Item No. 2: Commission to Mr. Harvinder Singh (DIN:10416949), Independent Director of the Company

Members of the Company at its 24th Annual General meeting held on July 23, 2025, appointed Mr. Harvinder Singh (DIN:10416949), as an Independent Director of the Company for a term upto five consecutive years with effect from July 1, 2025.



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Based on the recommendations of Nomination and Remuneration Committee ("NRC") and pursuant to the provisions of sections 149, 197 and 198 read with Schedule V of the Companies Act, 2013 ("Act") and Regulation 17(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Board at its meeting held on August 12, 2025, approved the proposal relating to payment of remuneration in form of Commission of USD 50,000 (United States Dollar Fifty Thousand only) (approximately INR 44 lakhs (Indian Rupees Forty Four Lakhs only) per annum payable on a quarterly basis in addition to sitting fees and reimbursement of expenses for attending meetings of the Board and committee thereof.

It is pertinent to note that the proposed commission exceeds the statutory limit of 1% (one percent) of the net profits payable to Non-Executive Directors and would also result in the total managerial remuneration exceeding the overall limit of 11% (eleven percent) of the net profits of the Company and requires members approval by way of a special resolution.

Further, in terms of the provisions of Regulation 17(6)(ca) of the SEBI Listing Regulations, proposed commission to Mr. Singh exceeds 50% (fifty percent) of the total annual remuneration payable to all non-executive directors and requires members approval by way of a special resolution.

Accordingly, Board recommends the approval of shareholders by way of a special resolution on the resolution as set out in the Item No. 2 of this Notice relating to the Commission to Mr. Harvinder Singh, Independent Director of the Company.

Moreover, pursuant to the provisions of sections 197 and 198 read with Schedule V of the Act, in any financial year during the tenure of Mr. Singh, the Company has no profit or inadequate profit, the Company may pay to Mr. Singh the above remuneration in form of commission as the minimum remuneration for a period not exceeding 3 (three) years.

In this regard, the details and information as required under Section II of Part II of Schedule V of the Act and paragraph 1.2.5 of the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("SS-2") are annexed as Annexure I to this Notice.

Except Mr. Singh, none of the directors or the Key Managerial Personnel of the Company are either directly or through their relatives, in any way, concerned or interested, whether financially or otherwise, in the proposed resolution.



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Item No. 3: Acquisition of Shares of the Company by SMT ESOP Trust for implementation of SMT Employee Stock Option Plan 2021

The Company has adopted the SMT Employee Stock Option Plan 2021 ("ESOP Plan 2021"), vide members approval dated April 26, 2021, with an objective to give employees who are performing well, a certain minimum opportunity to gain from the Company's performance and infuse a sense of entrepreneurship and ownership in them with respect to the Company. The Company also intended to use the Plan to attract and retain key talent in the Company. ESOP Plan 2021 was further amended vide members approval dated September 21, 2021, December 22, 2021, March 28, 2025 and July 23, 2025.

As the ESOP Plan 2021 is being implemented via SMT ESOP Trust ("Trust"), the members of the Company at their 24th Annual General Meeting ("AGM") held on July 23, 2025 based on the recommendations of Nomination and Remuneration Committee ("NRC") and the Board, approved and adopted the revised ESOP Plan, 2021, *inter-alia*, increasing ESOP Pool from 42,00,000 Options to 67,00,000 Options to create, offer, issue and grant up to, in one or more tranches, not exceeding 67,00,000 Options to or for the benefit of such eligible employees of the Company as defined in the ESOP Plan 2021.

The members of the Company at the aforesaid AGM also approved to provide financial assistance from time to time, in one or more tranches, to the Trust with a view to enable the Trust to acquire, purchase, hold and subscribe up to 67,00,000 fully paid equity shares of the Company to issue Options as per ESOP Plan, 2021.

Since the Trust has already acquired and subscribed upto 42,00,000 fully paid up equity shares of the Company to issue Options to eligible employees of the Company, it is now proposed to purchase / acquire remaining 25,00,000 fully paid equity shares of the Company. Accordingly, the Board at its meeting held on July 21, 2025, approved acquisition of 25,00,000 fully paid up equity shares of face value of Rs. 1 each of the Company in one or more tranches by the Trust.

Based on the aforesaid approvals and to enable the Trust to acquire fully paid up equity shares of the Company of face value of Rs.1 each for the implementation of the ESOP Plan, 2021, the approval of the members is sought to enable the Trust to acquire, purchase, hold, subscribe up to additional 25,00,000 fully paid-up equity shares of Rs. 1 each of the Company in addition to existing shares held by the Trust.

Except to the extent the options held by the Directors or Key Managerial Personnel, none of the Directors or Key Managerial Personnel of the Company are either directly or through their relatives, in any way, concerned or interested, whether financially or otherwise, in the proposed resolution.



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For Sahajanand Medical Technologies Limited

Deepshikha Singhal



Company Secretary & Compliance Officer

Address: Unit No. 402 & 412, A Wing, 4th Floor,
Kanakia Wall Street, Andheri Kurla Road, Chakala,
Andheri East, Mumbai – 400093.

Date: November 12, 2025

Place: Mumbai

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Annexure I

Details of the Director seeking approval of remuneration at the (01/2025-26) Extra – Ordinary General Meeting as set out in item No. 2 in terms of paragraph 1.2.5 of the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India and Section II of Part II of Schedule V of the Companies Act, 2013.

I. Brief Profile of Mr. Harvinder Singh

Name of the Director	Mr. Harvinder Singh
DIN	10416949
DOB/ Age	12/11/1966
Date of First Appointment	01/07/2025
Qualification	He holds a bachelor's degree in science from Punjab University, Ludhiana and a master's degree (MBA) from Devi Ahilya Vishwavidyalaya, Indore.
Profile, experience, and expertise in specific functional areas Experience	He has approximately 24 years of experience in the healthcare sector. He was previously associated with Abbott Laboratories and Guidant Intercontinental Corporation. He is currently associated with Integra Lifesciences Corporation, Princeton, New Jersey as executive vice president and president international.
Terms and conditions of appointment / revision in remuneration	Appointed as an Independent Director by the Members of the Company at its 24 th AGM held on July 23, 2025 for a period of 5 consecutive years w.e.f. July 1, 2025, not liable to retire by rotation
Shareholding in the Company	N.A.
Directorship held in other Companies (excluding foreign Companies)	Integra Medical Devices India Private Limited
Chairmanship/ membership of Committees of other listed Companies	N.A.
Disclosure of Inter-se relationship with other directors, managers and other key managerial personnels.	None of the Directors are related inter-se and/or with any Key Managerial Personnel of the Company
Number of Board meetings attended during the year (FY 2024-25)	1 out of 5* (Two meetings were conducted post his appointment on the Board of the Company, excluding the meeting approving AGM Notice)
Details of remuneration sought to be paid, and the remuneration last drawn by such person	Remuneration sought to be paid subject to members approval i.e. USD 50,000 (United States Dollar Fifty Thousand only) (approximately INR 44 lakhs (Indian Rupees Forty Four Lakhs only) per annum payable on a quarterly basis

II. General Information



Regd./Corp. Office:

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Nature of Industry	The Company is engaged in the development of Class III and Class C/D2 medical devices, with an emphasis on Vascular Intervention (“VI”) and Structural Heart (“S”). Our portfolio of (i) VI products includes coronary intervention products such as coronary stents and coronary balloons, (ii) SH products includes Trans-Catheter Aortic Valves and Occluders and (iii) other products including our own brand of renal stents, peripheral drug coated balloons and other trading products.			
Date or expected date of commencement of commercial production	The Company is in Operation since 2001.			
In the case of new companies, the expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.			
Financial performance based on given indicators.	Standalone Financial Results:			
	Particulars	2024-25	2023-24	2022-23
	Income from Operations	53,028.70	47,420.84	43624.18
	Profit / Loss before exceptional Items and Tax	1,173.12	(386.51)	3417.30
	Profit/ Loss before tax	(329.82)	(386.51)	3417.30
	Profit/ (Loss) After Tax	(791.81)	(3445.88)	2072.54
	Consolidated Financial Results:			
	Particulars	2024-25	2023-24	2022-23
	Income from Operations	102487.92	90248.78	79586.62
	Profit/ Loss before exceptional Items and Tax	5584.11	3309.27	3130.17
	Profit / Loss before tax	4081.17	3309.27	3130.17
Profit/ (Loss) After Tax	2515.33	(735.40)	1193.43	
Foreign investments or collaborators, if any	The Company has not entered into any foreign collaboration and no direct capital investment has been made in the Company except Foreign shareholders on account of past issuances of securities and secondary market purchases.			



III. Information about the Independent Director

Name	Mr. Harvinder Singh
Background details	Refer part I of this Annexure (i.e. Brief Profile of Mr. Harvinder Singh)
Past Remuneration	N.A.

Regd./Corp. Office:

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Recognition or award	Nil
Job profile and suitability	Considering the knowledge and leadership skills of Mr. Singh, he was appointed as the Independent Director of the Company w.e.f July 1, 2025.
Remuneration proposed	USD 50,000 (United States Dollar Fifty Thousand only) (approximately INR 44 lakhs (Indian Rupees Forty Four Lakhs only) per annum payable on a quarterly basis
Comparative remuneration profile concerning the industry, size of the Company, profile of the position, and person	Taking into consideration the qualification, knowledge, Experience, the Commission to be paid to Mr. Singh is commensurate with the remuneration / commission of similar senior levels in similar sized domestic companies.
Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Till the date of this meeting there is no pecuniary relationship with the Company or with the managerial personnel or other Directors of the Company except payment of sitting fees & commission.

IV. Other Information

Reasons for loss or inadequate profits	The primarily reason of loss or inadequate is due to higher spending in the following areas: • Sales & Marketing: Increased promotion and salary costs • R&D: Higher expenses related to research activities and R&D manpower • Administration: Additional costs driven by HANA software implementation, CE suspension, and MDR-related requirements
Steps taken or proposed to be taken for improvement	The Company has taken various initiatives, to maintain its leadership, improve market share and financial performance. It has been aggressively pursuing and implementing its strategies to improve volumes and reduce costs and improve cash flows. The Company is expecting revenue growth considering increase in sales of key products. It is further focusing establishing the therapy across new markets, these include the Philippines, Vietnam, Indonesia, Costa Rica, Ecuador, Saudi Arabia, South Africa, Russia, and Kazakhstan. Additionally, the Company deepen its market penetration in India, Iran, Chile, the UK, Spain, Poland, Italy, Greece, Denmark, Thailand, and Malaysia. The Company has taken comprehensive set of actions to improve cash flow by managing Inventory, managing Working Capital and regularly monitoring & projecting cash




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	flow and decline in Clinical trial, R&D expenses which will led to improvement EBITDA margin of the Company.
Expected increase in productivity and profits in measurable terms	The Company focuses extensively on right sizing the business and operational improvements through various strategic projects for operational excellence, cost cutting and quality initiatives. On the International front, the Company proposes to aggressively pursue its traditional markets as also enter recently opened markets. The Company has also drawn up an Annual Business Plan which it will endeavour to achieve the targets even in the international markets.



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Annexure

**Consent of shareholder for a meeting convened at shorter notice
[Pursuant to section 101(1) of the Companies Act, 2013]**

Date:

To,
The Board of Directors,
Sahajanand Medical Technologies Limited ("Company")
Sahajanand Estate, Wakharia Wadi Nr. Dabholi Char Rasta,
Nani Ved, Ved Road, Surat, Gujarat – 395004, India

Dear Sir,

Sub: Consent for holding (01/2025-26) Extra-Ordinary General Meeting of the Company at shorter notice

I, _____, Member of Sahajanand Medical Technologies Limited ("the Company"), holding _____ Equity shares hereby give my consent, pursuant to the provisions of Section 101(1) of Companies Act, 2013, rules made thereunder and applicable Secretarial Standards to convene Extra - Ordinary General Meeting of the members of the Company on Thursday, November 20, 2025 at 3:00 p.m. through Video Conference (VC) / Other Audio-Visual Means (OAVM), at shorter notice, in order to transact the items specified in the Notice.

Yours faithfully,

(Name and Signature of Member)



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