NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWENTY-FIFTH (25th) ANNUAL GENERAL MEETING ("AGM") OF SAHAJANAND MEDICAL TECHNOLOGIES LIMITED ("COMPANY") WILL BE HELD ON THURSDAY, SEPTEMBER 17, 2026, AT 1.00 P.M. (IST) THROUGH VIDEO CONFERENCE TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESSES:

1. **To receive, consider and adopt standaloneand consolidated financial statements of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon**

   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**

   "**RESOLVED THAT** the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with Report of the Board of Directors and Auditors thereon put before the members be and are hereby considered and adopted."

2. **To consider the appointment of Mr. Jose Calle Gordo (DIN:08568779) who retires by rotation being eligible, has offered himself for re-appointment**

   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**

   "**RESOLVED THAT** pursuant to the provision of Section 152(6) of the Companies Act, 2013 ("Act") read with rules made thereunder and other applicable provisions of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Jose Calle Gordo (DIN:08568779), Non-Executive Director of the Company, who retires by rotation and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Non-Executive Director of the Company, liable to retire by rotation."

Sahajanand Medical Technologies Limited
Mumbai

Registered Office:
Sahajanand Medical Technologies Limited, Sahajanand Estate, Wakharia Wadi, Near Dabholi Char Rasta, Ved Road, Surat - 395004 (Guj) INDIA
Ph.: +91 261 3602300 • CIN: U33119GJ2001PLC040121
Corporate office:
402 & 412, A-Wing, Kanakia Wall Street, Andheri-Kurla Road, Chakala, Andheri (East), Mumbai, Maharashtra -400093 Ph: +91 22 49564000
E-mail: contact@smtpl.com • Web : www.smtpl.com

3. **To consider the appointment of Mr. Bhargav Dhirajlal Kotadia (DIN:06575042) who retires by rotation being eligible, has offered himself for re-appointment**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**

"**RESOLVED THAT** pursuant to the provision of section 152(6) of the Companies Act, 2013 ("Act") read with rules made thereunder and other applicable provisions of the Act, (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Bhargav Dhirajlal Kotadia (DIN: 06575042), Managing Director of the Company, who retires by rotation and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Managing Director of the Company, liable to retire by rotation."

SPECIAL BUSINESSES:

4. **Payment of Commission to Mr. Harvinder Pal 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 Regulation 17(6)(ca) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended from time to time, and in line with the Articles of Association of the Company and in terms of Nomination and Remuneration Policy of the Company and in furtherance of the special resolution passed by the members of the Company at their Extra - Ordinary General Meeting no. (01/2025-26) held on November 20, 2025, and based on the recommendations of the Board of Directors at its meeting held on August 12, 2026, the members of the Company be and hereby approves the payment of remuneration in form of commission to Mr. Harvinder Pal Singh (DIN: 10416949), Non - Executive Independent Director of the Company, of USD 50,000 (United States Dollar Fifty Thousand only) per annum, payable on a quarterly basis, during his tenure as an Independent Director, being an amount exceeds 50% (fifty percent) of the total annual remuneration payable to all the Non-Executive Directors of the Company, for the financial year 2026-27 in addition to sitting fees and reimbursement of expenses for attending meetings of the Board of Directors or committees thereof, details of which are furnished in the explanatory statement annexed to this Notice.

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

RESOLVED FURTHER THAT any Director 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."

For Sahajanand Medical Technologies Limited

Sahajanand Medical Technologies Limited
Mumbai

Bhargav Dhirajlal Kotadia
Managing Director & Chief Executive Officer
Address: Unit No. 402 & 412, A-Wing, 4th Floor,
Kanakia Wall Street, Andheri Kurla Road, Chakala,
Andheri East, Mumbai – 400093.
Date: August 12, 2026
Place: Hyderabad

SMT

NOTES:

1. Pursuant to General Circular No. 03/2025 dated September 22, 2025 issued by Ministry of Corporate Affairs ("MCA") read with earlier circulars issued by MCA from time to time and Securities and Exchange Board of India ("SEBI") vide its Circulars dated September 19, 2025, and October 3, 2025, has permitted holding of Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), without physical presence of the Members at a common venue. Thus, in compliance with applicable provisions of the Companies Act, 2013 ("Act"), SEBI Circulars & MCA Circulars the 25th Annual General Meeting ("AGM"/ "Meeting") of the Company is being convened through VC/ OAVM. The deemed venue of the AGM shall be the Registered Office of the Company.

2. Pursuant to the above mentioned circulars, physical attendance of Members has been dispensed with and Attendance of Members through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

   Based on the above, the Notice convening this AGM along with Annual Report for financial year 2025-26 is being sent only through electronic mode to all the members of the Company at their email address registered with the Company.

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 through VC/ OAVM, the facility for appointment of proxies by the Members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this Notice.

4. Corporate Members are entitled to appoint authorised representatives to attend the Meeting through VC / OAVM and participate thereat. Accordingly, such Corporate Members pursuant to Section 113 of the Act, are requested to send to the Company, a certified copy of the relevant Board Resolution / Authority letter together with the specimen signature of the representative(s) authorized to attend and vote on their behalf at the Meeting to the Company Secretary at email id cs@smt.in, at least 24 hours before commencement of the Meeting i.e. by September 16, 2026.

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5. In terms of the provisions of section 152(6) of the Act, Mr. Jose Calle Gordo, Non - Executive Director and Mr. Bhargav Dhirajlal Kotadia, Managing Director of the Company are liable to retire by rotation at the AGM and being eligible, have offered themselves for re-appointment.

Mr. Jose Calle Gordo and Mr. Bhargav Dhirajlal Kotadia are deemed to be interested in the Ordinary Resolutions set out in item No. 2 and 3 of the Notice respectively relating to their re-appointment.

Further, pursuant to the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Paragraph 1.2.5 of the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the requisite details of the Directors seeking re-appointment at the AGM are set out in Annexure I forming part of this Notice.

6. An Explanatory Statement pursuant to Section 102 of the Act relating to the Special Businesses to be transacted at the AGM is annexed hereto.

7. In case of joint holders attending the AGM, the Members whose name appear as the first holder in order of names as per the Register of Members (in the form of BENPOS) of the Company will be entitled to vote at the AGM.

8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under section 170 of the Act, Register of Contracts or Arrangements in which the Directors are interested maintained under section 189 of the Act, Register of Members (in the form of BENPOS) and all other relevant documents referred to in the Notice will be available for inspection by the Members during the working hours at the Registered Office of the Company. All documents referred to in the Notice will also be available for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to cs@smt.in

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9. The Members whose names appear in the register of Members/ list of beneficial owners as on Friday, September 11, 2026, i.e. the cut-off date, shall be entitled to vote on the resolutions set forth in this Notice.

10. Members are requested to notify immediately of any change in their details of correspondence with the Company at the registered office address of the Company.

11. 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.

12. Instructions for Members to attend the AGM 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 the link : 25th AGM
    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 AGM are requested to send an email on cs@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 Deputy Company Secretary on +91 7838684299.
    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.

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For Sahajanand Medical Technologies Limited

Bhargav Dhirajlal Kotadia
Managing Director & Chief Executive Officer
Address: Unit No. 402 & 412, A-Wing, 4th Floor,
Kanakia Wall Street, Andheri Kurla Road, Chakala,
Andheri East, Mumbai – 400093.
Date: August 12, 2026
Place: Hyderabad

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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 business proposed in this Notice:

ITEM NO. 4:

Payment of Commission to Mr. Harvinder Pal Singh (DIN: 10416949), Independent Director of the Company

Pursuant to the provisions of sections 149, 197, 198 read with Schedule V of the Companies Act, 2013 and Regulation 17(6) and 17(6)(ca) of the SEBI Listing Regulations, based on the recommendations of the Nomination and Remuneration Committee and approval of the Board at their respective meetings held on August 12, 2025, the members of the Company at their Extra - Ordinary general meeting (01/2025-26) held on November 20, 2025, approved the Payment of remuneration to Mr. Harvinder Pal Singh, Independent Director in form of commission of USD 50,000 p.a. (approximately INR 44 lakhs)payable on a quarterly basis during his tenure as an Independent Director which is in excess of statutory limit of 1% of the net profits of the Company computed in the manner stipulated in section 198 of the Act.

The aforesaid commission is payable in addition to the sitting fees and reimbursement of expenses incurred for attending meetings of the Board of Directors and the Committees thereof, subject to the applicable provisions of the Act and the SEBI Listing Regulations.

Regulation 17(6)(ca) of the Listing Regulations provides that the approval of shareholders by special resolution shall be obtained every financial year, in which the annual remuneration payable to a single non-executive director exceeds fifty per cent of the total annual remuneration payable to all non-executive directors, giving details of the remuneration thereof.

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Based on the above, the remuneration in form of commission payable to Mr. Harvinder Pal Singh for the financial year 2026-27 is likely to exceed 50% total annual remuneration payable to all Non-Executive Directors of the Company. Hence, approval of the members is being sought by way of a special resolution, pursuant to Regulation 17(6)(ca) of the Listing Regulations for the same.

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The details and information's as required under the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("SS-2") read with SEBI Listing Regulations, 2015 are annexed to this Notice as Annexure I.

Except Mr. Harvinder Pal Singh, none of the other 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.

The Board recommends the special resolution set out in the Notice (Item No. 4) for consideration and approval of the members.

For Sahajanand Medical Technologies Limited

Sahajanand Medical Technologies Limited
Mumbai

Bhargav Dhirajlal Kotadia
Managing Director & Chief Executive Officer
Address: Unit No. 402 & 412, A-Wing, 4th Floor,
Kanakia Wall Street, Andheri Kurla Road, Chakala,
Andheri East, Mumbai – 400093.
Date: August 12, 2026
Place: Hyderabad

Annexure I

DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT / REVISION IN TERMS OF REMUNERATION IN THE 25TH ANNUAL GENERAL MEETING, AS SET OUT IN ITEM NO. 2, 3 & 4 IN TERM OF APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 READ WITH SECRETARIAL STANDARD 2 ON GENERAL MEETINGS AND PURSUANT TO REGULATION 36(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Name of the Director	**Mr. Jose Calle Gordo**	**Mr. Bhargav Dhirajlal Kotadia**	**Mr. Harvinder Pal Singh**
DIN	08568779	06575042	10416949
Category	Non - Executive Director	Managing Director & CEO	Independent Director
Date of Birth	26/08/1961	27/09/1990	12/11/1966
Date of first appointment	20/09/2019	06/05/2013	01/07/2025
Age	64 years	35 years	59 years
Qualifications	Bachelor's degree in telecommunication engineering from Universidad Politecnica de Madrid, Spain	Bachelor's degree in science from Purdue University, USA.	He holds a bachelor's degree in science from Punjab University, Ludhiana and a master's degree in business administration from Devi Ahilya Vishwavidyalaya, Indore.
Profile, experience, and expertise in specific functional areas	He is a Non-Executive Director and Chairperson of our Company. He holds a bachelor's degree in telecommunication engineering from the Universidad Politecnica de Madrid, Spain and having 37 years of rich experience in the medical devices sector. He has previously associated as operating partner with Valiance Asset Management Limited, as executive director and chief executive officer at Biosensors International Group Ltd, at Abbott Vascular and Guidant Europe SA in the fields of	He is the Managing Director and Chief Executive Officer of our Company. He holds a bachelor's degree in science from Purdue University, USA. He has approximately 12 years of experience in a range of senior management positions including managing projects and corporate development in the healthcare sector of our Company and its subsidiaries. He has been awarded the "ET 40 under Forty" award by the Economic Times.	He is the Independent Director of our Company. 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.

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Name of the Director	Mr. Jose Calle Gordo	Mr. Bhargav Dhirajlal Kotadia	Mr. Harvinder Pal Singh
	coronary intervention, structural heart, peripheral vascular and cardiac rhythm management and at Eli Lilly & Company in the field of cardiac devices. He is currently chief executive officer and managing partner at Akilia Partners SL.		
Terms and Conditions of re-appointment / revision in remuneration	Item No 2: Proposed to be re-appointed as a Director, liable to retire by Rotation.	Item No 3: Proposed to be re-appointed as a Managing Director, liable to retire by Rotation.	Item No. 4: Appointed as an Independent Director by the Members of the Company at its 24th 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. Pursuant to Regulation 17(6)(ca) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to seek shareholders' approval in every financial year in which the annual remuneration to a single Non-Executive Director exceeds 50% of the total annual remuneration payable to all Non-Executive Directors, giving details of the remuneration thereof.
In case of Independent Directors, justification for choosing the appointee	NA	NA	NA
Details of remuneration last drawn (FY2025-26)	NA	Fixed: ₹ 2,58,23,592/- Variable: ₹ 83,11,506/- Leave Encashment: ₹ 16,03,399	For FY 2025-26: Remuneration in form of Commission of ₹ 35,32,340/- (*including sitting fees for attending Board Meetings for FY 2025-26*)

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Name of the Director	Mr. Jose Calle Gordo	Mr. Bhargav Dhirajlal Kotadia	Mr. Harvinder Pal Singh
Details of remuneration sought to be paid	No remuneration is proposed to be paid except sitting fees for attending the meetings of the Board and / or committees, if any within the limits prescribed by the Companies Act, 2013	**Details** / **Amount (₹)** Fixed Salary: ₹ 2,81,47,715 within the overall ceiling of ₹ 4,00,00,000/- Variable Salary: ₹ 1,20,63,307/- within the overall ceiling of ₹ 4,00,00,000/-	Approval of the members is sought for payment of remuneration of USD 50,000 (United States Dollar Fifty Thousand only) per annum (approximately INR 48 lakhs only). The aforesaid remuneration has been paid on a pro-rata basis from the commencement of the financial year 2026-27 up to the date of this Notice, and shall continue to be payable thereafter, subject to the approval of the members.
Directorship in other Companies (excluding foreign Companies)	Nil	SMT Cardiovascular Private Limited	Integra Medical Devices India Private Limited
Membership/ Chairpersonship of Committees in other Companies along with listed entities from which the person has resigned in the past three years (excluding foreign Companies)	NA	NA	NA
No. of Board Meetings attended	**For FY 2025-26** - 9 out of 9	**For FY 2025-26** - 9 out of 9	**For FY 2025-26** - 6 out of 4
Inter-se relationship with other Directors and Key Managerial Personnel	Not related to any Director or Key Managerial Personnel of the Company.	Son of Mr. Dhirajlal Vallabhbhai Kotadia, Non - Executive Director. Brother of Ms. Priyanka Dhirajlal Cohen, Non-Executive Director.	Not related to any Director or Key Managerial Personnel of the Company.

Sahajanand Medical Technologies Limited Mumbai

Name of the Director	Mr. Jose Calle Gordo	Mr. Bhargav Dhirajlal Kotadia	Mr. Harvinder Pal Singh
Listed entities from which the Director has resigned in the past three years	NA	NA	NA
No. of Shares held: • Own • For other person on a beneficial basis	Nil	5000	Nil

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