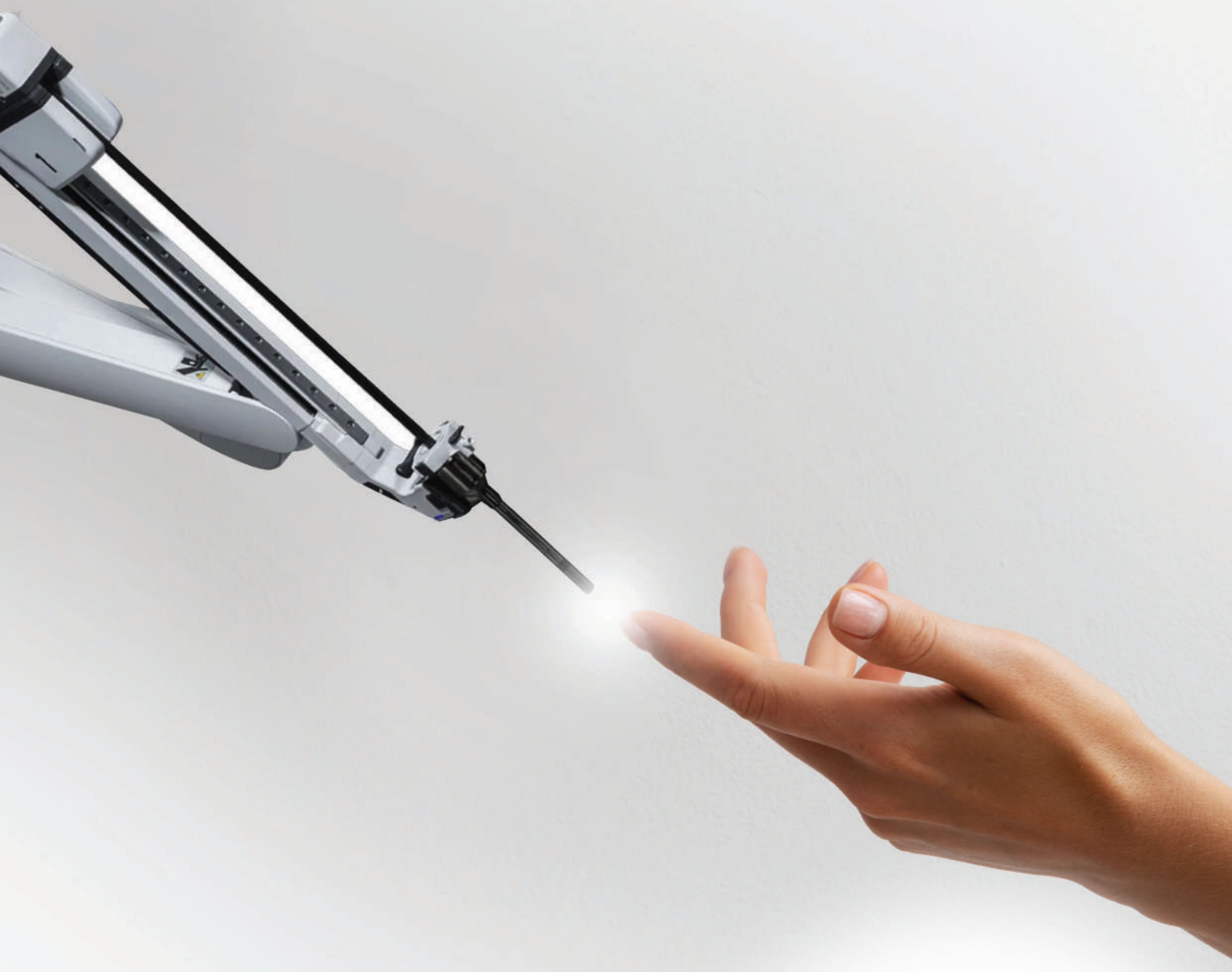
Shanmuga Hospital

A legacy of caring



45 Years of Legacy

Annual Report - 2026

Shanmuga Hospital
A legacy of caring

CONTENTS

OUR INFRASTRUCTURE

Modern Facilities. Exceptional Care.

Forward looking statement Some information in this report may contain forward-looking statements. We have based these forward looking statements on our current beliefs, expectations and intentions as to facts, actions and events that will or may occur in the future. Such statements generally are identified by forwardlooking words such as "believe," "plan," "anticipate," "continue," "estimate," "expect," "may," "will" or other similar words. A forward-looking statement may include a statement of the assumptions or basis underlying theforward-looking statement. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution you that forward looking statements and assumed facts or bases almost always vary from actual results, and the differences between the results implied by the forwardlooking statements and assumed facts or bases and actual results can be material, depending on the circumstances.

Corporate Information

BOARD OF DIRECTORS

Dr Palaniappan Shanmugam Panneerselvam
Managing Director

Dr Panneerselvam Prabu Sankar
Executive Director & CEO

Dr Dhandapani Priyadharshni
Non–Executive Director

Mrs Panneerselvam Jayalakshmi
Executive Director

Mr Karuppiah Saravanan
Non – Executive Director

CA Gowri
Non – Executive Independent Director
Chairperson - Audit & CSR Committee

CS Bhoopathy Akilan
Non–Executive Independent Director
Chairman - NRC Committee

Mr Rajkumar Ashwin
Non – Executive Independent Director
Chairman - SRC Committee

Mr Karthick
Chief Financial Officer

CS Kannan Anjana Maragatham
Company Secretary & Compliacne Officer

Corporate Identification Number
L85110TZ2020PLC033974

Registered Office
51/24, Saradha College Road,
Salem - 636 007. (TN)

Statutory Auditors
M/s. P P N AND COMPANY
Chartered Accountants

Secretarial Auditors
M/s. Suryah & Dinesh Associates LLP
Company Secretaries

Designated Depositories
Central Depository Services Limited (CDSL)

Registrar & Transfer Agents
Integrated Registry Management Services Pvt. Ltd
(Integrated Enterprises (India) Ltd)

Equity Share Listed on
BSE SME Platform

Scrip Code
BSE Limited - 544365 | SHANMUGA

ISIN
INE0TD301017

Bankers
Punjab National Bank
Axis Bank

Website
www.shanmugahospital.com

Email ID
secretarial@shanmugahospital.com
info@shanmugahospital.com

*Details of Board of Directors and Committee Composition was provided in the Report

OUR JOURNEY THROUGH FOUR DECADES OF HEALTHCARE

1981

The Foundation

Dr. P. S. Panneerselvam establishes the hospital in Salem, beginning a journey rooted in care and commitment.

1992

The First Transition

The organisation relocates and evolves into a Partnership Firm.

1996

A Landmark in Regional Healthcare

The Salem Cancer Institute is launched, pioneering cancer care in the region. The SMRFT Trust is also established.

2020

A New Corporate Chapter

The organisation is incorporated as Shanmuga Hospital Private Limited, creating a stronger platform for the future.

2023

Consolidating Our Legacy

Through a Business Transfer Agreement, the assets and liabilities of the Partnership Firm are acquired.

2024

Becoming Shanmuga Hospital Limited

The Company transitions into a Public Limited Company, reflecting its evolution and aspirations for the future

2025

A Milestone in Our Growth Story

Shanmuga Hospital Limited's successful listing on the BSE SME Platform marked the beginning of a new era of growth, governance and value creation. Building on this success, the launch and operationalization of our Robotic Surgical System, funded through the IPO proceeds, marks another significant milestone in our journey.

"Four Decades of Trust. A Future of Possibilities."

RECOGNISED FOR QUALITY AND EXCELLENCE

NABH ACCREDITATION

Shanmuga Hospital has received full Accreditation Certification from National Accreditation Board for Hospitals & Healthcare Providers (NABH)

NURSING EXCELLENCE

Shanmuga Hospital has received **Nursing Excellence Certification** from National Accreditation Board for Hospitals & Healthcare Providers (NABH)

MC–10063

NABL ACCREDITATION

Shanmuga Hospital **Laboratory** is accredited by the National Accreditation Board for Testing and Calibration Laboratories (NABL)

Vision

To be the most trusted and advanced multispecialty healthcare institution in Tamil Nadu, setting benchmarks in oncology, robotic surgery, and preventive care through innovation, clinical excellence, and compassionate service.

Mission

Our mission is to deliver ethical, evidence-based, and timely healthcare through advanced technology, skilled clinicians, and compassionate care—improving outcomes, enhancing patient experience, and making quality healthcare accessible

Our Values

- Patient First
- Clinical Excellence
- Integrity & Ethics
- Efficiency with Empathy
- Leadership & Accountabilit
- Innovation

KEY FINANCIALS FY 25-26

₹ 4,743.61 Lakhs
Revenue from operations

₹ 4,806.32 Lakhs
Total Income

₹ 421.06 Lakhs
PAT

₹ 4,250.19 Lakhs
NETWORTH

₹ 3.09
EARNING PER SHARE

At Shanmuga Hospital, we believe that meaningful healthcare goes beyond treatment — it is about creating better outcomes, building trust, and contributing to a healthier society.

As we reflect on FY 2025–26, our journey has continued to be driven by a clear focus on strengthening clinical capabilities, enhancing patient experience and expanding access to advanced healthcare. With our strong presence in Salem and the surrounding region, we continue to evolve as a multi-specialty healthcare institution, bringing together medical expertise, advanced technology and compassionate, patient-centric care.

During the year, we continued to strengthen our healthcare infrastructure and clinical capabilities, with focused investments in advanced medical technology and specialised services. Our commitment to innovation was further demonstrated through the launch and operationalisation of our Robotic Surgical System, enabling precision-driven, technology-enabled surgical care and marking an important step forward in our clinical capabilities

We have also continued to build on our strengths across oncology, cardiac care, surgery, emergency medicine and other specialised areas, supported by advanced diagnostic and therapeutic technologies. Our focus remains on delivering quality healthcare closer to the communities we serve while continuously enhancing clinical standards, operational capabilities and patient outcomes.

Looking ahead, the healthcare landscape presents significant opportunities driven by rising demand for quality and specialised care, increasing awareness of preventive healthcare, technological advancement and the evolving needs of the region. We remain focused on strengthening our capabilities, expanding our reach and pursuing opportunities that create sustainable value for our patients, stakeholders and the communities we serve.

As we move forward, our vision remains clear — to build a stronger, more accessible and technologically advanced healthcare ecosystem, while ensuring that Shanmuga Hospital continues to stand for trust, quality and patient-first care.

4 DECADES OF MILESTONES

300000 +
RADIOLOGY & TESTS CONDUCTED IN LAST 40 YEARS

10000 +
LAPAROSCOPY SURGERIES
IN LAST 20 YEARS

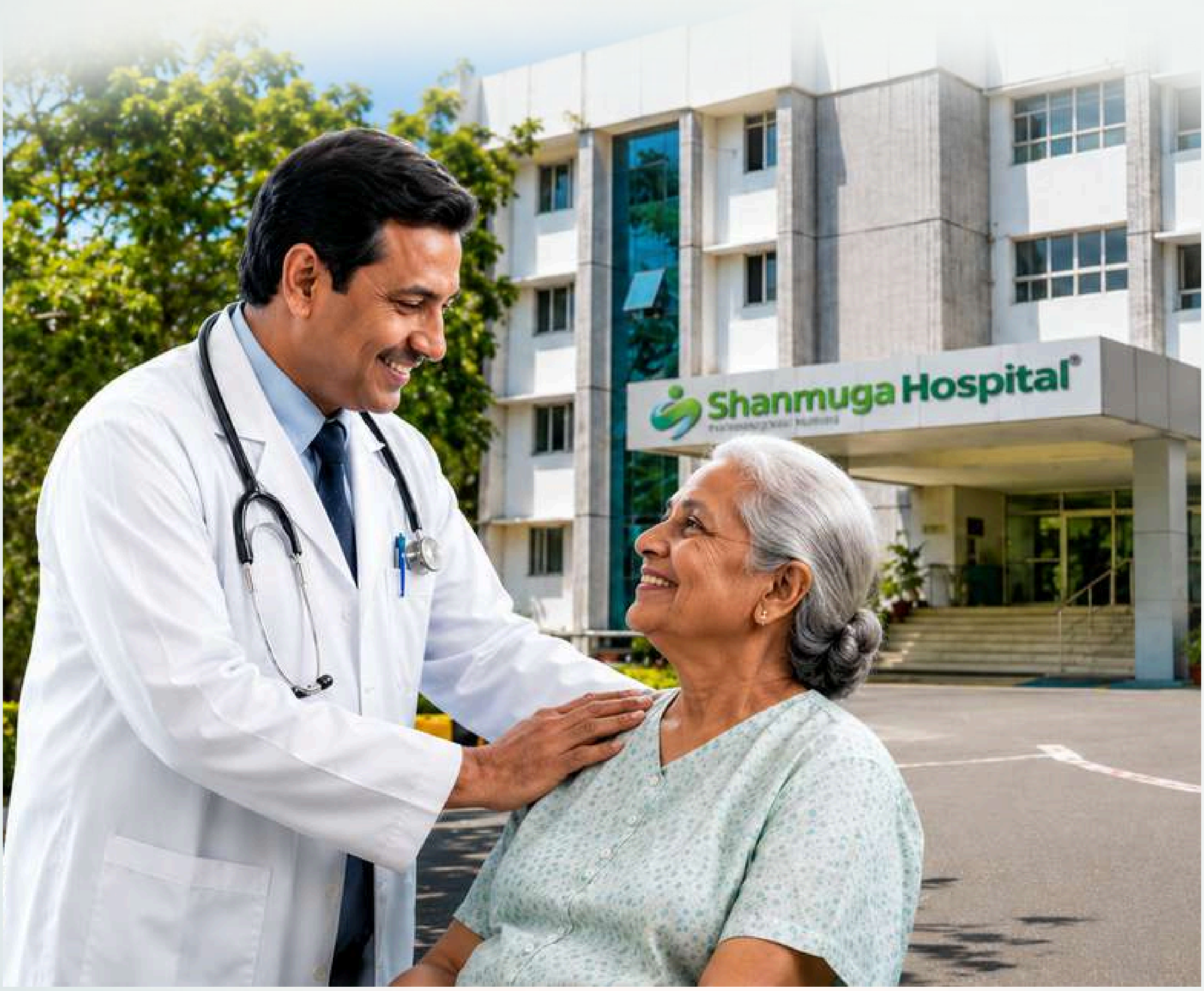
30000 +
ENDOSCOPIES SURGERY
IN LAST 20 YEARS

60000 +
CHEMOTHERAPY TREATMENTS
IN LAST 25 YEARS

20000 +
RADIOTHERAPY TREATMENTS
IN LAST 25 YEARS

6000 +
CANCER SURGERY
IN LAST 25 YEARS

Caring for generations, committed to tomorrow



MEDICAL TECHNOLOGY

Powering Better Care

CATH LAB

Advanced cardiac interventions with precision and safety.

MRI

Detailed imaging for early and accurate diagnosis.

CT Scan

High-resolution imaging for precise and faster diagnosis.

Plasma Sterilizer

Ensuring highest standards of infection control and safety.

LINEAR ACCELERATOR

Advanced radiation therapy for precise cancer treatment.

HIGH DOSE-RATE BRACHYTHERAPY

Targeted radiation therapy with enhanced precision.

IVUS

Intravascular imaging for better visualization and treatment guidance.

40 Years of Legacy

Shanmuga Hospital Inaugurated in the Year 1981 by the
Chief Minister of Tamil Nadu
Thiru. Dr. Kalaingar Karunanithi

SHANMUGA HOSPITAL INAUGURATED BY THE CHIEF MINISTER OF TAMIL NADU Dr. KALAINJAR KARUNANITHI IN THE YEAR 1981

Former Indian Men's Cricket Team **captain Mr. Kapil Dev** visited our hospital in the early 2000s, inspiring staff and patients alike. His visit marked a proud moment in our journey of healthcare and community service.

Our Managing Director with
Salem District Collector Mr. Radhakrishnan., IAS
2001 - 2003

Our Managing Director had the honor of meeting renowned Indian playback singer and musician **Padma Bhushan Dr. K. J. Yesudas,** marking a memorable moment in our hospital's legacy.

Managing Director's Message

Dr P. S. PANNEERSELVAM
Managing Director

Dear Shareholders,

It is my honour and privilege to address you on behalf of the Board of Directorsand the entire leadership team. We take this moment to reflect on yet another milestone year in our hospital's journey.

The Financial Year 2025-26 was a year of steady progress, and continued commitment to our mission of delivering quality healthcare services. As the healthcare landscape continues to evolve, Shanmuga Hospital remained focused on strengthening its clinical capabilities, enhancing patient care and building a robust foundation for sustainable growth.

During the year, the Company reported a Total Income of ₹4,806.32 Lakhs and a Profit After Tax of ₹421.06 Lakhs. These results reflect the resilience of our business model, the trust of our patients and the dedication of our medical and support teams. Despite increasing operational costs and significant investments in infrastructure and technology, the Company maintained healthy profitability while continuing to invest for the future.

At Shanmuga Hospital, patient care remains at the heart of everything we do. We continuously strive to enhance clinical excellence, patient safety and service quality while ensuring that every patient receives compassionate and personalized care. The confidence placed in us by our patients and their families inspires us to continually raise the standards of healthcare delivery.

As a listed company, we remain committed to the principles of transparency, accountability and sound corporate governance. During the year, the Company continued to strengthen its governance framework and stakeholder engagement practices while ensuring compliance with all applicable statutory and regulatory requirements. We also voluntarily adopted quarterly financial reporting from FY 2026-27, reflecting our commitment towards enhanced disclosures and greater engagement with the investor community.

The healthcare sector continues to evolve rapidly, driven by advancements in technology and changing patient expectations. The Company remains committed to exploring opportunities for digital transformation and process improvements that enhance patient experience, operational efficiency and service delivery, while staying aligned with its long-term strategic objectives.

Our achievements during the year would not have been possible without the unwavering commitment and dedication of our doctors, nurses, healthcare professionals, employees and support staff. Their passion, professionalism and tireless efforts continue to strengthen the reputation and credibility of Shanmuga Hospital.

As we look ahead, we remain guided by our unwavering commitment to excellence in healthcare, compassionate patient care and responsible growth. The true measure of our success lies not only in the progress we achieve as an institution, but also in the positive impact we create in the lives of our patients and communities.

Together, with dedication, innovation and a shared sense of purpose, we will continue to strengthen our healthcare services and build a healthier future for generations to come.

On behalf of the Board of Directors, I sincerely thank our shareholders, patients, employees, medical professionals, business partners and all stakeholders for their continued support and confidence in Shanmuga Hospital. Your trust inspires us to strive for higher standards and greater achievements with every passing year.

CEO's Message

Dr P. PRABU SANKAR
Executive Director & CEO

Dear Shareholders,

It gives me great pleasure to present the Annual Report of Shanmuga Hospital Limited for the Financial Year 2025-26.

The year under review was marked by significant milestones and continued progress in our journey towards delivering advanced, accessible and patient-centric healthcare services. Guided by our commitment to clinical excellence and innovation, we continued to strengthen our healthcare capabilities while remaining focused on improving patient outcomes and service quality.

A significant milestone during the year was the successful operationalisation of the Da Vinci Xi Robotic Surgical System, one of the key objectives envisaged from the Company's IPO proceeds. The introduction of robotic-assisted surgery has further strengthened our advanced surgical capabilities, enabling greater precision, improved clinical outcomes and enhanced patient care across multiple specialties. The response from patients and clinicians has been encouraging, and we believe this investment will play a pivotal role in advancing the quality of healthcare services offered by the Hospital.

Despite the intense competition and evolving challenges in the healthcare sector within our region, Shanmuga Hospital has continued to grow and strengthen its reputation as a trusted healthcare provider. Our focus remains firmly on understanding and meeting the needs of our patients through continuous improvement in medical services, adoption of advanced technologies, enhancement of patient experience and delivery of compassionate care. This commitment has enabled us to remain resilient and sustain our growth trajectory in a highly competitive environment.

Throughout the year, we continued our efforts to enhance clinical services, strengthen operational processes and improve patient experience. Our focus remained on combining medical expertise, advanced technology and compassionate care to deliver healthcare services that meet the evolving needs of our patients and communities.

The healthcare sector continues to witness rapid advancements in medical science, technology and patient expectations. We remain committed to embracing innovation, strengthening our service offerings and continuously improving our systems and processes to ensure that we remain at the forefront of quality healthcare delivery.

At Shanmuga Hospital, our greatest asset is our people. The dedication, expertise and compassion demonstrated by our doctors, nurses, healthcare professionals and support staff have been instrumental in our success. Their unwavering commitment to patient care continues to strengthen the reputation and trust that Shanmuga Hospital enjoys today.

I would also like to express my sincere gratitude to our patients, shareholders, bankers, business associates, regulatory authorities and all other stakeholders for their continued confidence and support.

As we move forward, we remain committed to building upon our strengths, enhancing healthcare outcomes and creating lasting value for all stakeholders. With a clear vision, strong clinical capabilities and a passionate team, we look forward to achieving new milestones and serving our community with even greater dedication in the years ahead.

Thank you for your continued trust and encouragement.

PIONEERING ADVANCED HEALTHCARE IN SALEM

Since its establishment in 1981, Shanmuga Hospital has remained committed to making quality and specialised healthcare accessible to patients across Salem and the surrounding districts. Over the decades, the Hospital has evolved alongside the changing needs of the region, with a continued focus on strengthening clinical capabilities and bringing advanced treatment closer to the communities we serve.

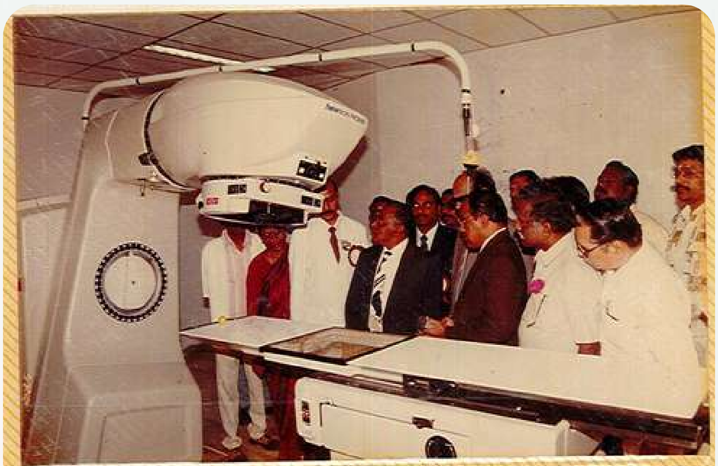
Our growth has been closely linked with our willingness to adopt medical technologies that have transformed the delivery of healthcare. From pioneering oncology services to introducing advanced radiation therapy and, more recently, robotic-assisted surgery, we have consistently sought to bring sophisticated medical capabilities to Salem.

These investments represent more than the addition of medical equipment. They have enabled our clinical teams to broaden the range of treatments available locally, strengthen patient confidence and reduce the need for patients to travel outside the region for specialised care. This continuing journey reflects our commitment to clinical excellence, innovation and accessible healthcare.

1995 – COBALT-60 RADIATION THERAPY: THE FIRST LEAP FORWARD

In 1995, Shanmuga Hospital marked an important milestone in oncology care with the installation of the Cobalt-60 Teletherapy Unit. At a time when access to radiation treatment in Salem was limited, this initiative helped bring specialised cancer treatment closer to patients and their families.

The Cobalt-60 system used high-energy gamma radiation to target cancer cells, providing an important treatment option for patients requiring radiation therapy. Its introduction represented a significant advancement in the availability of specialised oncology care in Salem during the 1990s.



INAUGURATION OF TELETHERAPY CO-60 UNIT

The technology subsequently became an important part of our oncology services and supported the treatment of more than 15,000 patients over the following decade. More importantly, it helped establish the foundation for delivering specialised cancer care locally, enabling patients to undergo treatment closer to their homes and families.

For many patients and their families, access to radiation therapy within Salem meant fewer long-distance journeys and greater continuity during an emotionally and physically demanding period. The experience strengthened our understanding that investing in advanced healthcare technology is ultimately about **making quality treatment more accessible to the people we serve.**

One early patient, a farmer from a nearby village, shared that being able to complete his entire treatment locally meant he could continue caring for his crops and family without interruption. Such stories were repeated countless times, building a legacy of trust in Shanmuga Hospital's commitment to its community.

2010 – LINEAR ACCELERATOR (LINAC): PRECISION REDEFINED

As radiation oncology continued to advance, the need for greater precision and flexibility in treatment became increasingly important. In 2010, Shanmuga Hospital further strengthened its oncology capabilities with the introduction of a Linear Accelerator (LINAC), representing the next step in our radiation treatment journey.

Unlike conventional Cobalt-60 technology, LINAC uses electrically generated high-energy X-rays and enables radiation to be shaped and delivered with greater precision according to the size, shape and location of a tumour. This advancement supported more targeted treatment while helping minimise exposure to surrounding healthy tissues.

The introduction of LINAC also expanded the range of radiation treatment techniques available at the Hospital, including Three-Dimensional Conformal Radiotherapy (3DCRT), Intensity-Modulated Radiation Therapy (IMRT) and Image-Guided Radiation Therapy (IGRT).

Over the years, LINAC has become an integral part of our oncology services, supporting the treatment of thousands of patients and enabling our clinical teams to manage increasingly complex cases. Its introduction further strengthened our ability to provide advanced cancer care within Salem and the surrounding region.

2025 – DA VINCI XI SURGICAL ROBOT: THE FUTURE ARRIVES IN SALEM

In 2025, Shanmuga Hospital entered a new phase in its technology journey with the introduction and subsequent operationalisation of the Da Vinci Xi Robotic Surgical System. This represents a significant advancement in our surgical capabilities and reinforces our continuing commitment to bringing sophisticated healthcare technology closer to patients in Salem.

The Da Vinci Xi system combines robotic-assisted instruments with high-definition three-dimensional visualisation, enabling surgeons to perform procedures with enhanced precision, control and dexterity. The system is designed to support minimally invasive surgical procedures across a range of specialties.

For patients, robotic-assisted surgery can support smaller incisions and more precise surgical movements, with the potential for reduced blood loss, less post-operative discomfort and faster recovery in appropriate cases. The technology has strengthened our capabilities in areas including urology, gynaecology, general surgery and oncology.

The operationalisation of the Da Vinci Xi marks the latest step in a technology journey that began with the introduction of advanced oncology capabilities and progressed through Cobalt-60 and LINAC. From radiation therapy to precision surgery, each milestone has been guided by the same objective — to expand access to advanced healthcare and improve the quality of care available to patients closer to home.

Looking ahead, we remain focused on strengthening our technological and clinical capabilities and exploring opportunities that can further enhance diagnosis, treatment and patient experience. As healthcare continues to evolve, Shanmuga Hospital remains committed to bringing meaningful advances in medical technology to the communities we serve.

Advanced Technology. Expert Care. Better Outcomes.

- Fast recovery
- Lower pain level
- Small incision size
- Minimum scarring
- Shorter stay in hospital
- Less blood loss
- High-definition visualization

Robotic Surgery Milestone:
Successfully performed 100+ robotic-assisted surgeries, marking a significant milestone in advanced surgical care and clinical excellence.

4 Decades of Community Outreach Through Medical Camps

For over four decades, Shanmuga Hospital has remained committed to extending quality healthcare beyond the hospital walls and reaching communities across Salem District and the surrounding regions. What began as a small outreach initiative has evolved into a sustained commitment to community well-being, bringing preventive and essential healthcare closer to those who need it most.

Our medical camps have covered a wide range of needs, from **general health check-ups and preventive screenings to diabetes, hypertension, eye care, maternal health and cancer awareness.** Conducted across rural areas, tribal hamlets, underserved communities and educational institutions, these initiatives have helped promote early detection, health awareness and access to timely care.

Each camp has been made possible through the dedicated efforts of our medical professionals, support staff, and volunteers, in close collaboration with local health authorities, non-governmental organizations, and community leaders.

OUR COMMUNITY OUTREACH INCLUDES

- **Free diagnostic tests and distribution of medicines** at medical camps
- **Health education programmes** covering nutrition, sanitation and chronic disease management
- **Outreach to remote communities through** mobile health initiatives
- **Focused programmes for women and children,** including anaemia awareness and immunisation
- **Screening initiatives** supporting early identification of non-communicable diseases

These efforts are made possible through the dedicated contribution of our **doctors, healthcare professionals, support teams and volunteers,** together with local health authorities, non-governmental organisations and community partners.

FROM CARING TODAY TO BUILDING A HEALTHIER TOMORROW

Our four-decade journey of community outreach reflects the trust placed in Shanmuga Hospital by generations of patients and families. **As we look ahead, we remain committed to expanding our outreach, embracing digital health solutions and ensuring that quality, compassionate healthcare reaches more communities.**

Together, we build a healthier tomorrow

BOARD OF DIRECTORS

Dr P. S. Panneerselvam
Managing Director

Dr P. Prabu Sankar
Executive Director & CEO

Mrs. P. Jayalakshmi
Executive Director

CA A S Gowri
Non-Executive Independent Director

CS B Akilan
Non-Executive Independent Director

Mr. Rajkumar Ashwin
Non-Executive Independent Director

Dr D. Priyadharshni
Non-Executive Director

Mr. K Saravanan
Non-Executive Director

Board Diversity

Men - 62.5

Women - 37.5%

Chairman | Chairperson   Member

Audit Committe

Corporate Social Responsibility Committee

Nomination & Remuneration Committee

Stakeholder Relationship Committee

KEY MANAGERIAL PERSONNEL

Dr P. Prabu Sankar
Executive Director & CEO

Mr S Karthick
Chief Financial Officer

CS K Anjana Maragatham
Company Secretary &
Compliance Officer

LEADERSHIP TEAM

Dr.R.Murugavel M.S.,
Medical Superintendent

VOICES OF CARE – PATIENT PERSPECTIVES

At Shanmuga Hospital Limited, patient satisfaction isn't just a metric — it's a reflection of our mission to deliver the best care with passion and empathy. Every heartfelt review, kind word, and shared experience fuels our commitment to excellence and continuous improvement.

From life-saving cardiac interventions, emergency and critical care, to advanced robotic surgeries, and from general medicine to maternity, pediatric, and cancer care, our patients consistently praise the clinical expertise, compassionate approach, transparent processes, and the deeply human touch that define the Shanmuga experience.

Whether facing a medical emergency, undergoing a scheduled surgery, or simply attending a routine health check-up, patients have entrusted their care to us — and their stories reflect the dedication and sincerity of our doctors, nurses, technicians, and support staff. Below are just a few of the many voices that inspire and motivate us every day.

I had a very smooth and wonderful experience at this hospital. I gave birth to a healthy baby girl through a normal delivery, and I am truly grateful for the care and support I received throughout my pregnancy and delivery.
The doctors were very caring, approachable, patient, and supportive. They guided me throughout the journey, explained everything clearly, and gave me confidence during labour. The nurses were equally wonderful and stayed with me throughout the delivery, providing personal care and emotional support whenever I needed it.
The pediatric team also patiently guided me on newborn care and breastfeeding, which was very helpful as a new mother.
The food provided at the hospital was excellent and tasted just like home-cooked meals. The housekeeping staff also took great care in keeping the room clean and comfortable.
Overall, I truly appreciate the entire hospital team. They made my pregnancy and delivery journey safe, comfortable, and memorable. I am very thankful for the care given to me and my baby.

— "Maternity & Overall Hospital Experience

I have been visiting this hospital for oncology treatment for about a year, and my overall experience has been very good. The cancer care facilities are well maintained, and the hospital provides the necessary support and services for patients.
The doctors are kind and understanding, while the nurses are caring and supportive. The staff are helpful and provide proper guidance whenever needed.
The rooms and housekeeping services are also very good. The overall hospital environment is clean, comfortable, and pleasant.
I am very satisfied with the care and hospitality provided by the entire team. Thank you to everyone for making the treatment journey more comfortable.

— Oncology Care & Hospital Facilities

VOICES OF CARE – PATIENT PERSPECTIVES

We visited this hospital for the treatment of a family member diagnosed with throat cancer. The overall experience was very positive.
The medical team was extremely kind, calm, and patient. They explained the treatment process clearly and made sure we understood everything. Their approach gave us confidence and helped us feel comfortable throughout the treatment period.
Unlike some experiences we have had elsewhere, the doctors and staff here took the time to communicate properly and address our concerns without rushing.
We are very thankful for the support, guidance, and care provided throughout the treatment journey.
— Cancer Treatment Experience

I visited this hospital for my mother's giddiness and general health concerns, and I am extremely grateful for the care and attention we received.
The medical team patiently examined her, understood her concerns, and carefully identified the possible causes of her symptoms. Everything was explained clearly, which gave us confidence and peace of mind.
The doctors were compassionate, attentive, and genuinely concerned about her well-being. Their timely guidance and support helped us manage her condition properly and avoid further complications.
We are truly thankful for the excellent medical care and compassionate service provided by the entire team. I highly recommend this hospital for its professional and caring approach.
— Care for an Elderly Family Member

I had a very good experience with the surgical consultation and treatment at this hospital. The doctor listened carefully to my concerns and explained the treatment clearly, which made me feel comfortable and confident.
The OPD staff were also caring, responsible, and communicated well with patients. The entire team was supportive and handled the process professionally.
Overall, I am very satisfied with the treatment and patient care. Thank you to the doctors and staff for their support.
— Surgical Consultation & Patient Care

I had a very positive experience with the surgical treatment at this hospital. The procedure was handled professionally, and I felt safe and confident throughout the entire process.
The medical team explained the treatment clearly and provided good support before and after the procedure. The hospital staff were also helpful, well organized, and cooperative.
I am very thankful for the excellent care and professionalism shown by the entire team.
— Surgical Treatment Experience

At Shanmuga Hospital, we deeply value the trust our patients place in us. The feedback we receive reflects our commitment to providing compassionate care, advanced medical treatment, and a clean, healing environment. Every appreciation shared by our patients and their families inspires us to continuously improve and serve with dedication.

Proud Moment for Shanmuga Hospital Limited!

We are delighted to share that Shanmuga Hospital Limited has been honoured with the "Certificate of Recognition" **at the Times Healthcare Achievers – Tamil Nadu 2025, organized by The Times of India.**

This recognition reflects our continuous commitment to excellence in multispeciality healthcare and our dedicated efforts to make a lasting positive impact on the community.

This milestone was made possible under the visionary leadership of Dr. P. Prabusankar, CEO, and Dr. D. Priyadharshni, Non-Executive Director, whose guidance continues to inspire innovation, compassion, and excellence in healthcare delivery.

Major Activities & Accomplishments – 2025-26

During the year, our hospital hosted and participated in several events, celebrations, and milestones that reflected our commitment to patient care, community engagement, and continual growth. These moments brought together our staff, patients, and well-wishers, fostering unity and a shared sense of purpose.

Yoga Day Celebrations

A Yoga program was organised to promote physical and mental wellness among staff and patients. The session encouraged participants to adopt healthy lifestyles through regular practice.

Doctors Day Celebration

The Doctors' Day Celebration, where heartfelt gratitude was extended to our medical professionals for their dedicated service.

New year

we celebrate the dedication, teamwork, and achievements of our employees.
Together, we look forward to embracing new opportunities, overcoming challenges, and creating greater value.
May the year ahead bring continued growth, success, and shared accomplishments.
Together, let's make the New Year a year of new possibilities and greater milestones.

Ganesh Chathurthi

Ganesh Chaturthi brought devotion and cultural vibrancy to the hospital premises.

A festive spirit of devotion and unity

World Kidney day

Shanmuga Hospital with our dedicated doctors and staff. Together we raise awareness about kidney health and the importance of early care for a healthier life

Diwali

Celebrating the Spirit of Togetherness Our employees came together to celebrate the joy and warmth of Diwali. A celebration of light, unity, gratitude, and shared happiness.

Pongal Celebration

Pongal was celebrated with traditional fervour, bringing together staff, patients, and visitors to enjoy festive decorations, cultural programs, and the sharing of traditional delicacies.

Womens Day Celebrations

International Women’s Day honoured the invaluable contributions of women in healthcare, with recognition programs for our women staff.

Honouring women’s contributions to healthcare.

Annual Day Celebration

A day of joy, gratitude, and recognition as we celebrate our journey of excellence, compassion, and dedicated service.

Nursing Day Celebration

A day of joy, gratitude, and recognition as we celebrate our journey of excellence, compassion, and dedicated service.

Lab Safety Training

A Lab Safety Class was conducted to strengthen awareness of laboratory safety practices, proper handling procedures, and a culture of safety among our team.

CORPORATE SOCIAL RESPONSIBILITY (CSR) HIGHLIGHTS

Creating Lasting Impact Beyond Healthcare

At Shanmuga Hospital Limited, we believe that healthcare extends beyond the walls of a hospital. Through our Corporate Social Responsibility initiatives, we strive to build healthier, safer and more empowered communities by investing in education, preventive healthcare and student welfare.

📚Empowering Education Through Digital Learning

Education is the foundation of a progressive society. As part of our CSR commitment, the Company supported the enhancement of educational infrastructure by providing digital learning resources that enable students to access structured academic content free of cost.
This initiative aims to bridge the digital learning gap, encourage self-learning, and provide students with improved educational opportunities through technology-enabled learning.

Impact

- Strengthened digital learning infrastructure.
- Improved access to quality educational resources.
- Supported students in their academic journey.
- Encouraged technology-driven learning.

🏫 Building Safer Learning Environments

A safe learning environment is essential for every child. The Company supported infrastructure improvement in a Government School by enhancing safety measures around student facilities.

The initiative focused on strengthening existing infrastructure to create a safer and more secure environment for students, reflecting our commitment to their well-being.

Impact

- Enhanced student safety.
- Improved school infrastructure.
- Promoted a secure learning environment.
- Contributed to the well-being of young learners.

🩺 Advancing Preventive Healthcare

Healthcare is most effective when prevention comes first. Guided by this philosophy, the Company undertook community healthcare initiatives to improve access to basic medical services and promote awareness on preventive healthcare.
Through these initiatives, members of the community received medical consultations, health screening services, health education and essential medicines, reinforcing the importance of early diagnosis and healthy living.

Impact

- Improved access to healthcare services.
- Promoted preventive healthcare awareness.
- Encouraged early detection and timely medical intervention.
- Contributed towards healthier communities.

Our CSR Focus Areas

📖 Education

Enhancing learning opportunities through digital education and improved educational infrastructure.

❤️ Healthcare

Promoting preventive healthcare and improving community well-being

🏫 Community Development

Supporting safer public infrastructure that positively impacts students and society.

Making a Difference, One Initiative at a Time

Our CSR initiatives reflect our enduring commitment to creating meaningful social impact. By investing in education, healthcare and community welfare, we continue to contribute towards building stronger, healthier and more resilient communities for the future.

Environmental, Social, and Governance (ESG) Commitment at Shanmuga Hospital

At Shanmuga Hospital, we believe that healthcare and environmental stewardship go hand in hand. As a leading multi-speciality hospital in Salem.

we recognise our role not only in healing people but also in protecting the environment and contributing to the well-being of our community for generations to come. Hospitals are resource-intensive by nature — they consume large quantities of water, energy, and materials, while also generating a variety of waste streams. These factors create both a challenge and an opportunity. By integrating sustainability into our operational DNA, we can deliver excellent patient care while minimising environmental impact.

As part of our commitment to sustainability, we have established a **Green Hospital Committee** to implement energy conservation measures and promote eco-friendly initiatives throughout our healthcare facility.

Our Environmental, Social, and Governance (ESG) strategy is built on three key pillars: Environmental Responsibility, Social Impact, and Governance Excellence. These pillars guide our decisions and investments in areas such as water management, clean energy adoption, and waste reduction. In this section, we highlight three cornerstone environmental initiatives that have positioned Shanmuga Hospital as a pioneer in sustainable healthcare in Tier-2 cities: our Sewage Treatment Plant (STP), Solar Power Plant, and Biogas Plant.

SUSTAINABLE OPERATIONS
BUILDING RESPONSIBLY FOR TOMORROW

Embedding Sustainability in Healthcare

At Shanmuga Hospital, responsible healthcare extends beyond patient care to the way we manage the resources that support our operations. Our sustainability initiatives focus on responsible water management, renewable energy and resource recovery, helping us operate efficiently while reducing our environmental footprint.

SEWAGE TREATMENT PLANT (STP) – CLOSING THE WATER LOOP

Water is essential across our hospital operations, supporting patient care, sanitation, laundry, sterilisation, laboratories and other critical activities. Our Sewage Treatment Plant (STP) enables responsible treatment and reuse of wastewater generated through hospital operations. Treated water is reused for landscaping, flushing and cleaning of non-clinical areas, supporting efficient water utilisation and reducing dependence on fresh water for these activities.

TREAT → REUSE → CONSERVE

Our approach to wastewater management reflects our commitment to responsible resource utilisation and sustainable hospital operations.

SOLAR POWER PLANT – HARNESSING THE SUN FOR HEALTHCARE

Reliable energy is fundamental to uninterrupted healthcare delivery. Our rooftop solar photovoltaic installation enables the Hospital to generate renewable electricity and complement its conventional power requirements during daylight hours. By integrating renewable energy into our infrastructure, we are working towards greater energy efficiency, reduced dependence on conventional electricity and more responsible resource utilisation.

RENEWABLE ENERGY

ENERGY EFFICIENC

RESILIENCE

TURNING RESOURCES INTO OPPORTUNITIES

From Waste to Energy

Our sustainability approach extends to the responsible management and productive reuse of resources generated through our operations. Through our Biogas Plant, organic waste is converted into useful energy and nutrient-rich material, supporting a more circular approach to resource utilisation.

BIOGAS PLANT – TURNING WASTE INTO ENERGY

Organic waste generated from the Hospital's kitchens and landscaped areas are processed through anaerobic digestion in our Biogas Plant.

The process produces biogas for cooking, reducing reliance on conventional LPG, while the resulting nutrient-rich slurry can be used as fertiliser for the Hospital's gardens.

OUR RESOURCE CYCLE

1. **ORGANIC WASTE**
   Kitchen and garden waste
2. **ANAEROBIC DIGESTION**
   Waste is processed through the Biogas Plant
3. **BIOGAS**
   Renewable energy generated for cooking
4. **RESOURCE RECOVERY**
   Nutrient-rich slurry used as garden fertiliser

Our STP, Solar Power Plant and Biogas Plant reflect our efforts to integrate sustainability into everyday hospital operations. Together, these initiatives support responsible resource utilisation, operational efficiency and environmental stewardship.

CARING FOR PATIENTS.
CARING FOR RESOURCES.
CARING FOR TOMORROW.

Operational Excellence

FY 25-26 DASH BOARD

ADMISSIONS - 4.2K+

ER PATIENTS – 3.7 K +

Robotic Surgery – 100+

ALOS - 2.6 Days

SURGERIES PERFOMRED - 2.5K +

MAINTAINING 4.8 STAR RATING

KEY INDICATORS

1. Clinical Efficiency & Patient Flow

	BENCHMARK	ACHIEVED
Time Taken for Initial Assessment of Indoor Patients	30 mins	18 mins
Waiting Time for Outpatient Consultation	30 mins	19.47 mins
Time Taken for Discharge	175 mins	69.31 mins
Return to ER Within 72 Hours	1 %	0.73%
Percentage of Re-Scheduling of Surgeries	6%	0.06%
Diagnostic Waiting Time	15 mins	7.15 mins

2. Diagnostic Accuracy & Safety

	BENCHMARK	ACHIEVED
Number of Reporting Errors per 1,000 Diagnostic Investigations	2%	0.13%
Percentage of Adherence to Safety Precautions in Diagnostics	100%	93.74%
Percentage of Blood Transfusion Reactions	1%	0.44%
TAT for Blood & Blood Components	70 Mins	68.68 Mins

3. Medication Safety

	BENCHMARK	ACHIEVED
Total Number of Medication Errors	0.2-1.5%	2.56%
Number of Patients Developing Adverse Drug Reactions	<2/1000	0%
Safe & Rational Prescriptions	100%	97.59%
Stock-Out Rate of Emergency Medications	0	0

4. Surgical Safety & Infection Prevention

	BENCHMARK	ACHIEVED
Percentage of Unplanned Return to OT	1.76%	0.45%
Surgeries Following Protocols to Prevent Wrong Site/Patient/Procedure	100%	100%
Surgical Site Infection (SSI)	1%	0.16%
Percentage of Re-Scheduling of Surgeries	6%	0.06%

5. Infection Control

	BENCHMARK	ACHIEVED
Incidence of Hospital-Associated Pressure Ulcer	1%	0.05%
Catheter-Associated Urinary Tract Infection (CAUTI)	2%	0.00%
Ventilator-Associated Pneumonia (VAP)	2%	0.00%
Central Line–Associated Bloodstream Infections (CLABSI)	0.08%	0.00%
Hand Hygiene Compliance	100%	93.82%
Incidents of Needle Stick Injuries	0.07%	0.11%

6. Patient Safety & Risk Management

	BENCHMARK	ACHIEVED
Medical Records with Incomplete/Improper Consent	<1%	1.37%
Variations Observed in Mock Drills	<3/Drill	0.75/Drill
Patient Fall Rate per 1,000 Patient Days	<0.8	0.41

The key indicators reflect Shanmuga Hospital's strong commitment to **patient safety, clinical excellence, and continuous improvement.** Most benchmarks were met or exceeded, with notable achievements in **low infection rates, rapid patient assessment, efficient discharge processes, and high compliance with safety protocols.**

Areas needing improvement, such **as adherence to certain medication documentation standards and safety practices in diagnostics,** are being addressed through targeted **training, stricter monitoring, and process** enhancements. overall, these results highlight our dedication to delivering safe, timely, and effective care, strengthening patient trust, and sustaining our reputation as a leading healthcare provider.

EXCELLENCE IN CLINICAL GOVERNANCE & QUALITY

Strengthening Quality Through People, Processes and Technology

At Shanmuga Hospital, clinical governance is integral to delivering safe, effective and patient-centred healthcare. During FY 2025–26, we continued to strengthen clinical practices through quality monitoring, multidisciplinary coordination, staff capability development and the effective use of advanced medical technologies.

Our approach brings together patient safety, clinical effectiveness, continuous improvement and technology-enabled care, with the objective of delivering consistent standards across the Hospital.

OUR QUALITY PRIORITIES

PATIENT SAFETY

We continue to strengthen systems and practices that identify clinical risks, promote safe care and support timely corrective action across departments.

CLINICAL EFFECTIVENESS

Evidence-based clinical practices and multidisciplinary coordination support informed decision-making and effective treatment.

PEOPLE & CAPABILITY

Continuous training and skill development programmes support medical professionals, nursing teams and technical staff in maintaining and enhancing their capabilities.

PEOPLE & CAPABILITY

Advanced medical technologies continue to be integrated into clinical practice, supporting improved diagnostic and treatment capabilities, patient safety and clinical effectiveness.

NURSING EXCELLENCE AUDIT

During the year, a comprehensive Nursing Excellence Audit was conducted to assess and enhance the quality of nursing care. The audit focused on clinical competencies, patient safety practices, documentation standards and staff training.

Key strengths included compassionate patient care and adherence to protocols. Areas identified for improvement were addressed through targeted training programmes and continuous quality monitoring, reinforcing our commitment to nursing excellence across departments.

HOSPITAL COMMITTEE OVERVIEW

Governance Through Multidisciplinary Collaboration

Our hospital committees provide a structured framework for clinical oversight, patient safety, quality improvement, risk management and operational effectiveness. Through multidisciplinary participation, these forums support informed decision-making and continuous improvement across the Hospital.

OUR COMMITTEES
PATIENT SAFETY & QUALITY

Patient Safety Committee
Identifies and reviews patient-safety risks and supports proactive measures to strengthen safe care.

Quality Committee
Supports hospital-wide quality improvement, monitoring and continuous improvement.

Clinical Audit Committee
Reviews clinical practices and identifies opportunities for improvement.

Mortality & Morbidity Committee
Reviews clinical outcomes and identifies opportunities to strengthen care processes.

CLINICAL CARE & SAFETY

Infection Prevention & Control Committee (IPC)
Monitors infection prevention practices and promotes adherence to safety protocols.

Pharmacy & Therapeutic Committee
Oversees medication-related practices and appropriate pharmaceutical use.

CPR (Code Blue) Committee
Supports emergency preparedness through protocols, drills and staff training.

Clinical-Radiology & Radiation Safety Committee
Reviews radiological services, image quality and radiation-safety practices.

Clinical -Pathology Committee
Reviews Supports coordination between clinical findings and pathology reports.

PATIENT, PEOPLE & RECORDS

Patient Grievance Redressal Committee
Provides a structured mechanism for addressing patient feedback and concerns.

Internal Complaints Committee (POSH)
Supports a safe and respectful workplace and addresses complaints in accordance with applicable requirements.

Nurse Management Committee
Focuses on nursing practices, staffing, training and professional development.

Medical Records Compliance Committee
Supports the accuracy, integrity and compliance of patient records and documentation.

KEY OUTCOMES OF EFFECTIVE COMMITTEE GOVERNANCE

- Stronger patient safety practices
- Better coordination across clinical and support functions
- Timely review and resolution of identified issues
- Continuous monitoring of quality and compliance
- Greater accountability and ownership
- Ongoing improvement in patient-centric care

ONE FRAMEWORK. MANY EXPERTISES. ONE PURPOSE.

To strengthen the quality, safety and effectiveness of healthcare through collaborative governance and continuous improvement.

Prevention of Sexual Harassment (POSH) Awareness & Training

As part of its commitment to providing a safe, respectful, and inclusive workplace, Shanmuga Hospital Limited, conducted Prevention of Sexual Harassment (POSH) awareness and training sessions during the year in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The training programmes were organized for employees, consultants, doctors, nurses, administrative staff, and other members of the hospital workforce to promote awareness of workplace conduct, mutual respect, and the prevention of sexual harassment. The sessions covered the key provisions of the POSH Act, the Hospital's POSH Policy, responsibilities of employees, the complaint and redressal mechanism, the role of the Internal Committee, confidentiality requirements and the rights and responsibilities of all stakeholders

Special emphasis was placed on fostering a culture of dignity, professionalism and accountability, while encouraging the timely reporting of concerns without fear of retaliation. Interactive discussions and practical case studies were incorporated to help participants understand appropriate workplace behaviour and the procedures for addressing complaints in a fair, confidential and impartial manner.

The Hospital remains committed to maintaining a workplace that is free from sexual harassment and discrimination. Through regular awareness initiatives and capacity-building programmes, the Hospital continues to strengthen its culture of respect, ethical conduct and compliance with statutory requirements

The Internal Committee (IC) continues to function in accordance with the provisions of the POSH Act and is responsible for receiving, inquiring into, and recommending appropriate action on complaints of sexual harassment, while ensuring confidentiality and adherence to the principles of natural justice.

Shanmuga Hospital
A legacy of caring

NOTICE

Shanmuga Hospital
A legacy of caring

Shanmuga Hospital Limited

CIN: L85110TZ2020PLC033974

Registered Office: 51/ 24, Saradha College Road, Salem-636007. Tamilnadu.

Tel: 0427-2706674, **Email Id:** secretarial@shanmugahospital.com, **Website:** www.shanmugahospital.com

NOTICE

NOTICE is hereby given that the Sixth Annual General Meeting of the members of Shanmuga Hospital Limited will be held on Friday 18th day of September 2026 at 02.30 PM (IST) through Video Conference ("VC")/Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

ITEM No. 1 TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026 TOGETHER WITH THE REPORTS OF BOARD OF DIREC TORS AND AUDITORS THEREON.

To consider and, if thought fit, to pass the following resolutions as **Ordinary Resolutions:**

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 together with the report of the Board of Directors and Auditors thereon, be and are hereby received, considered, approved and adopted."

ITEM No. 2 TO APPOINT A DIRECTOR IN PLACE OF MRS. PANNEERSELVAM JAYALAKSHMI (DIN: 10692764), WHO RETIRES BY ROTATION IN TERMS OF SECTION 152(6) OF THE COMPANIES ACT, 2013, AND BEING ELIGIBLE, OFFERS HERSELFFOR RE-APPOINTMENT.

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

"RESOLVED THAT pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013, Mrs. Panneerselvam Jayalakshmi (DIN: 10692764), who retires by rotation at this Annual General Meeting and, being eligible, offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

ITEM No. 3 TO APPOINT A DIRECTOR IN PLACE OF MR. KARUPPIAH SARAVANAN (DIN: 10692765), WHO RETIRES BY ROTATION IN TERMS OF SECTION 152(6) OF THE COMPANIES ACT, 2013, AND BEING ELIGIBLE, OFFERS HIMSELFFOR RE-APPOINTMENT.

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

"RESOLVED THAT pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013, Mr. Karuppiah Saravanan (DIN: 10692765), who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

ITEM No. 4 APPROVAL FOR INCREASE IN AUTHORISED SHARE CAPITAL AND SUBSEQUENT ALTERATION IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

To consider and, if thought fit, to pass the following resolutions as **Special Resolutions:**

"RESOLVED THAT pursuant to the provisions of Sections 13, 61(1)(a), 64 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the provisions in the Articles of Association of the Company and subject to the approval of the members and such approvals, consents, permis sions and sanctions as may be considered necessary from appropriate Authorities and subject to such terms and conditions, the consent of the members of the Company be and is hereby accorded for the increase in Authorised Share Capital of the Company from Rs. 14,00,00,000/- (Rupees Fourteen Crores Only) divided into 1,40,00,000 (One Crore Forty Lakh) Number of equity shares of Rs. 10/- (Rupees Ten) each to Rs. 25,00,00,000/- (Rupees Twenty Five Crores Only) divid ed into 2,50,00,000 (Two Crore Fifty Lakh) Number of Equity Shares of Face Value Rs. 10/- (Rupees Ten) each ranking pari-passu with the existing shares in all respects.

RESOLVED FURTHER THAT consent of the members be and is hereby accorded to subsequently alter the Memorandum of Association of the Company by substituting the existing Clause V there of by the following new Clause V as under:

> *"The Authorised share capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty Five Crores Only) divided into 2,50,00,000 (Two Crore Fifty Lakh) Equity Shares with face value of Rs. 10/- (Rupees Ten) each, with powers of the Board from time to time to increase or reduce its capital and to divide/consolidate the share in the capital for the time being in to other classes and to attach thereto respectively such preferential, deferred, qualified or other special rights, privileges, conditions or restrictions as may be determined by the company in accordance with the Articles of Association of the company and to vary, modify or abrogate any such rights, privileges, condi tions or restrictions, in such manner and by such persons as may, for the time being, be permitted under the provisions of the Articles of Association of the company or legislative provisions for the time being in force in that behalf."*

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, any one of the Directors and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters, and things and execute all such deeds, documents, instruments, and writings as it may in its absolute discretion deem necessary or desirable in relation thereto."

ITEM No. 5 APPROVAL FOR THE AMENDMENT IN THE MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCI ATION OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013("Act") and rules made thereunder including any statutory modifica tion(s) or re- enactment(s) thereof for the time being in force and such other approvals, consent, sanction and permission of the appropriate statutory regulators, as may be necessary, the consent of the Members of the Company be and is hereby accorded for amendment in the main object Clause i.e. Clause III (A) of the Memorandum of Association ("MOA") of the Company by adding the following Clause after Clause 4 in the following manner:

Addition of Clause 5 and 6 to the Main Object Clause of the Memorandum of Association of the Company

"5. To carry on the business of providing administrative, operational, management, technical, academic, training, consultancy and other allied support services to medical colleges, nursing colleges, paramedical institutions, teaching hospitals, healthcare institutions and other medical educational establishments.

6. To carry on the business of designing, developing, creating, owning, licensing, marketing, selling, distributing, implementing, maintaining, upgrading and otherwise dealing in computer software, software products, mobile applications, web applications and other digital applications and solutions, whether developed by the Company or otherwise acquired, in India or abroad."

RESOLVED FURTHER THAT any of the Directors of the Company of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto and to settle all ques tions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authori ty of this resolution."

ITEM No. 6 APPROVAL FOR ALTERATION OF ARTICLES OF ASSOCIATION OF THE COMPANY

To consider and, if thought fit, to pass, with or without modifications, the following resolution(s) as a **Special Resolution**

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with the Companies (Incorporation) Rules, 2014, and subject to such other approvals, permissions, consents and sanctions of any statutory or regulatory authority as may be required, the approval of the members of the Company be and is hereby accorded for effecting the following alterations to the existing Articles of Association of the Company:

a Insertion of a new clause titled "Definitions" under the heading "Interpretation", incorporating the definitions of the terms used in the Articles of Association, as set out in Part A below;

b Substitution of the existing heading "Share Capital and Variation of Rights" and the existing Articles numbered 1 to 9 thereunder, with a new heading "Share Capital" comprising new Articles 1 to 5, as set out in Part B below;

c Insertion of a new heading "Variation of Rights of Shareholders" comprising new Articles 6 and 7, as set out in Part C below;

d Insertion of a new heading "Further Issue of Share Capital" comprising new Articles 8, 8.1 to 8.5 and 9, as set out in Part D below; and

e Deletion of the existing Articles 2, 3 and 8 of the Articles of Association of the Company as set out in Part E below

in each case with such consequential renumbering of the Articles as may be necessary, all as more particularly set out below, which forms part of this resolution

RESOLVED FURTHER THAT the Articles of Association of the Company be and are hereby amended accordingly and that all other Articles of the existing Articles of Association of the Company, in so far as they are not specifically altered, substituted or deleted hereby, shall continue to remain in full force and effect;

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, the Board of Directors of the Company (including any Committee thereof) and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and to execute all such deeds, documents, instruments and writings, including filing of the requi site forms and returns with the Registrar of Companies, as it/they may in its/their absolute discretion deem necessary, proper or expedient in relation to the above, and to settle any ques tion, difficulty or doubt that may arise in this regard, without being required to seek any further consent or approval of the members."

ITEM No. 7 APPROVAL FOR GRANT OF EMPLOYEE STOCK OPTIONS TO THE EMPLOYEES OF THE COMPANY UNDER "SHANMUGA HOSPITAL LIMITED EMPLOYEE STOCK OPTION PLAN 2026"

To consider and, if thought fit, to pass, with or without modifications, the following resolution(s) as **a Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder, the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as "the SBEB Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with circulars / guidelines issued by SEBI, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI (LODR) Regulations") (including any statutory modification(s) or amendment(s) thereto or reenactment or substitution thereof, for the time being in force), pursuant to approval of the Board of Directors of the Company and recommendation of the Nomination and Remuneration Committee and subject to such other approvals, permissions and sanctions as may be neces sary from such regulatory authority(ies) including Department for Promotion of Industry and Internal Trade, RBI, SEBI etc. and subject to such conditions and modifications as may be prescribed or imposed by such regulatory authority(ies), while granting such approvals, permis sions and sanctions, the approval and consent of the members of the Company be and is hereby accorded respectively to the "Shanmuga Hospital Limited Employee Stock Option Plan 2026" "(hereinafter referred to as the "Plan") and to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee, including the Nomination and Remuneration Committee constituted by the Board under Section 178 of the Companies Act, 2013 or any other Committee which the Board may constitute to act as the "Compensation Committee" under the SBEB Regulations or their delegated authority and to exercise its powers, including the powers, conferred by this Resolution) to create, grant, offer, issue and allot from time to time, in one or more tranches, not exceeding 3,50,000 (Three Lakh Fifty Thousand) Employee Stock Options ("Option(s)"), the salient features of which are set out in the Statement annexed to this Notice, to or for the benefit of such person(s), who are in perma nent employment of the Company, in India or out of India including any Director thereof, whether whole time or otherwise (other than Independent Directors and a director(s) who either himself or through his relative or through anybody corporate, directly or indirectly, holds more than 10% of the outstanding equity shares of the Company) (hereinafter collectively referred to as the "Employee" or "Employees"), as may be decided by the Board under the Plan, exercisable into not more than 3,50,000 (Three Lakh Fifty Thousand) Equity Shares of face value of 10/- each fully paid up, representing 2.57% (two point five seven) of the issued, subscribed and paid-up equity share capital of the Company, on such terms and in such manner as the Board may decide in accordance with the provisions of the law or regula tions issued by the relevant regulatory authority(ies)

RESOLVED FURTHER THAT the number of Options that may be granted to any Employee of the Company, during any one year under the Plan shall not exceed 1% of the Issued Capital of the Company.

RESOLVED FURTHER THAT the Equity Shares to be allotted and issued by the Company in the manner aforesaid shall rank pari passu in all respects with the then existing Equity Shares of the Company.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, merger, stock split/consolidation etc., if any additional Equity Shares are required to be issued by the Company to the Option grantees for the purpose of making a fair and reasonable adjustment to Options granted earlier, the above ceiling of 3,50,000 (Three Lakh Fifty Thousand) Equity Shares shall be deemed to be increased to the extent of such additional Equity Shares issued.

RESOLVED FURTHER THAT the grant of Options shall be in accordance with the terms and condi tions as regards price, payment, application, allotment etc. as decided by the Board from time to time in accordance with the SBEB Regulations.

RESOLVED FURTHER THAT in case of any corporate action(s) such as stock split/consolidation etc., then the number of Shares to be allotted and the exercise price payable by the Option grantees under the Plan shall automatically stand reduced or augmented, as the case may be, in the same proportion as the present face value of 10/- per Equity Share shall bear to the revised face value of the Equity Shares of the Company after such stock split/consolidation, without affecting any other rights or obligations of the said allottees.

RESOLVED FURTHER THAT in case of any corporate action(s) such as stock split/consolidation etc., then the number of Shares to be allotted and the exercise price payable by the Option grantees under the Plan shall automatically stand reduced or augmented, as the case may be, in the same proportion as the present face value of 10/- per Equity Share shall bear to the revised face value of the Equity Shares of the Company after such stock split/consolidation, without affecting any other rights or obligations of the said allottees.

RESOLVED FURTHER THAT for the purpose of giving effect to any creation, offer, grant and allotment of securities, the Board be and is hereby authorized on behalf of the Company to evolve, decide upon and bring into effect the Plan and to make modifications, changes, purpose and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, as may, at its absolute discretion, deems necessary including appointment of various intermediaries, experts, professionals, independent agencies and other advisors, merchant bankers, consultants or representatives, being incidental to the effective implementation and administration of the Plan as also to prefer applications to the appropriate Authorities, Parties and the Institutions for their requisite approvals, if any, required by the SEBI / Stock Exchange(s), and all other documents required to be filed in the above connection and to settle all such ques tions or difficulties whatsoever which may arise and take all such steps and decisions in this regard."

ITEM NO. 8 APPOINTMENT OF CS ANURADHA, PRACTICING COMPANY SECRETARY AS THE SECRETARIAL AUDITOR OF THE COMPANY FOR A TERM OF FIVE YEARS.

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

"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the rules made thereunder, and Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Board of Directors, the consent of the members be and is hereby accorded for the appointment of CS Anuradha, Practicing Company Secretary (M.NO: A14640; CoP No.4122) as the Secretarial Auditors of the Company for a term of five (5) consecutive years, commencing from the financial year 2026-27 to the financial year 2030- 31, at such remuneration and out-of-pocket expenses as may be determined and recommended by the Audit Committee in consultation with the Secretarial Auditors and as approved by the Board of Directors of the Company."

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and things as deemed necessary, desirable and/or expedient to give effect to the foregoing resolution(s), including but not limited to filing of necessary e-forms with the Registrar of Companies and/or intimation to Stock Exchanges."

By The Order ofthe Borad of Directors
of Shanmuga Hospital Limited
Sd/-
CS KANNAN ANJANA MARAGATHAM
Company Secretary & Compliance Officer
ICSI M. NO: A70080

Place: Salem
Date: 11-08-2026

NOTES

1. Pursuant to General Circular number 14/2020 dt. 8.4.2020, 17/2020 dt. 13.4.2020, 20/2020 dt. 5.5.2020, 28/2020 dt. 17.8.2020, 02/2021 dt. 13.1.2021, 19/2021 dt. 8.12.2021, 21/2021 dt. 14.12.2021, 02/2022 dt. 5.5.2022, 10/2022 dated 28.12.2022, 09/2023 dated 25.09.2023, 09/2024 dated 19.09.2024 and 03/2025 dated.22.09.2025 issued by the Ministry of Corporate Affairs (MCA) and SEBI Circular no(s). SEBI/HO/CFD/CMD2/CIR/P/2022/62 dt. 13.05.2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dt. 5.1.2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dt. 07.10.2023 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dt. 03.10.2024 the companies are allowed to hold the Annual General Meeting through Video Conferencing or Other Audio Visual Means ("VC/ OAVM"), without the physical presence of the Members at a common venue. In compliance with applicable provisions of the Companies Act, 2013 ("Act") read with aforesaid MCA Circulars and SEBI Circulars, the Annual General Meeting of the Company is being conducted through Video Conferencing or Other Audio Visual Means ("VC/OAVM") (hereinafter referred to as "AGM"). In accordance with the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) read with Guidance/ Clarification dated April 15, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting

NOTES

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.shanmuga hospital.com . The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com . The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022. General Circular No. 10/2022 dated 28.12.2022, General circular No. 09/2023 dated 25.09.2023 and General circular No. 09/2024 dated 19.09.2024 and after due examination, it has been decided to allow companies to conduct their AGMs through VC or OAVM till further orders, in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.
9. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which Direc tors are interested maintained under Section 189 of the Companies Act, 2013 and the relevant documents referred to in the accompanying Notice and Explanatory Statement, including the Memorandum of Association of the Company containing the proposed alterations, shall be available for inspection by the Members through electronic mode. Members seeking inspection of such documents may send an e-mail to secretarial@shanmugahospital.com and the same shall be made available electronically.
10. The board of Directors appointed CS Santhanakrishna Anuradha, Practicing Company Secretary, Salem (ICSI Membership No. A14640) has a Secrutinizer for the 6th Annual General Meeting.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGSARE AS UNDER:

Step1 : Access through Depositories CDSL/NSDLe-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on 15th September 2026 from 09:00 AM and ends on 17th September 2026, 05:00P.M. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 11th September 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetingsfor Individual shareholders holding securities in Demat mode CDSL/NSDLis given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Userswho have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon &My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companieswhere the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.Additionally, there is also links provided to access the system ofall e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is availableat cdsl website www.cdslindia.com and click on login &My Easi New (Token)Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link availableon www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting optionwhere the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.comor contact at toll free no. 1800 2109911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings forPhysical shareholders and shareholders other than individual holding in Demat form.

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/ RTA or contact Company/RTA.
Dividend Bank Detail OR Date of Birth(DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on **"SUBMIT"** tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant **Shanmuga Hospital Limited** on which you choose to vote.

(x)On the voting page, you will see **"RESOLUTION DESCRIPTION"** and against the same the option **"YES/NO"** for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi)Click on the **"RESOLUTIONS FILE LINK"** if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on **"SUBMIT"**. A confirmation box will be displayed. If you wish to confirm your vote, click on **"OK"**, else to change your vote, click on **"CANCEL"** and accordingly modify your vote.

(xiii) Once you **"CONFIRM"** your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on **"Click here to print"** option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- ·The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; secretarial@shanmugahospital.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERSATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1.The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop 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.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretarial@shanmugahospital.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretarial@shanmugahospital.com. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9.Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact attoll free no. 1800 2109911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, MarathonFuturex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 2109911.

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

ITEM NO. 4

In order to facilitate the future fund-raising requirements and to support the growth and expansion plans of the Company, the Board of Directors at its meeting held on 11.08.2026 considered it neces sary to increase the Authorised Share Capital of the Company. Accordingly, it is proposed to increase the Authorised Share Capital of the Company from ₹14,00,00,000 divided into 1,40,00,000 Equity Shares of ₹10/- each to ₹25,00,00,000 divided into 2,50,00,000 Equity Shares of ₹ 10/- each ranking pari passu in all respects with the existing Equity Shares of the Company.

Further, in view of increased Authorised share capital it is also necessary to amend clause V of the Memorandum of Association to give effect to the increase in the Authorised Share Capital.

As per the provisions of Sections 13 & 61 of the companies Act, 2013, consent of the members is required to be accorded for alteration in the Memorandum of Association and for increasing the Authorized Share Capital of the Company.

None of the Directors, Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolutions set out under item no. 4 except to the extent of their shareholding in the Company, if any. The Board, therefore, recommends resolutions set out under business Item no. 4 for consent of the members by way of Ordinary Resolution.

ITEM NO. 5

The Company is presently engaged in the business of providing healthcare services through its hospitals and allied healthcare facilities. As part of its long-term growth strategy and with a view to expanding its presence in the healthcare ecosystem, the Board of Directors has identified opportuni ties to diversify the Company's operations into the fields of medical education and healthcare information technology.

Accordingly, the Company proposes to amend Clause III(A) of the Memo randum of Association by inserting new object clauses enabling it to establish and operate medical colleges, nursing and paramedical institutions, and to undertake the business of development and commercialization of healthcare information technology solutions.

The proposed alteration will enable the Company to expand its business activities, capitalize on emerging opportunities in the healthcare and medical education sectors, diversify its revenue streams and achieve long-term sustainable growth.

The alteration of the Memorandum of Associa tion requires the approval of the members by way of a Special Resolution pursuant to Section 13 and other applicable provisions of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their shareholding, if any, in the Company. The Board, therefore, recommends resolutions set out under business Item no. 5 for consent of the members by way of Special Resolution.

ITEM NO. 6

The Board of Directors of the Company, at its meeting held on August 11, 2026, considered and approved, subject to the approval of the members, the alteration of the Articles of Association of the Company as set out at Item No. 6 of this Notice. The existing Articles of Association of the Company were last altered vide a resolution passed at the Extra-Ordinary General Meeting held on 27th February, 2024. Upon a review of the said Articles, the Board is of the view that it would be in the interest of the Company to:

(i) incorporate a comprehensive set of definitions of the terms used in the Articles of Association, so as to bring the Articles in line with the terminology and provisions of the Companies Act, 2013;
(ii) streamline and rationalise the provisions relating to Share Capital, Variation of Rights of Share holders and Further Issue of Share Capital, so as to bring the same in conformity with the applicable provisions of the Companies Act, 2013, the Rules made thereunder, applicable SEBI Regulations and other applicable laws; and
(iii) delete the existing Articles 2, 3 and 8, which relate to the issue of physical share certificates and other allied matters, since the said provisions have become redundant in view of the present mode of holding and dealing in the securities of the Company in dematerialised form.

In terms of Section 14 of the Companies Act, 2013, any alteration to the Articles of Association of a company requires the approval of the members by way of a Special Resolution. Accordingly, the Board recommends the resolution set out at Item No. 6 of the Notice for approval of the members as a Special Resolution.

A copy of the Articles of Association of the Company as proposed to be altered, together with a copy of the existing Articles of Association, is available for inspection by the members at the Registered Office of the Company on all working days (except Saturdays, Sundays and public holidays) between 10:00 a.m. and 1:00 p.m. up to the date of the Meeting, and shall also be available for inspection by the members during the continuance of the Meeting.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice, except to the extent of their respective shareholding, if any, in the Company. The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval of the members of the Company.
sanctions required, if any by the statutory authority and all other applicable laws and regulations if any, approval of the members of the Company be and is hereby accorded for effecting the following amendments in the existing Articles of Association of the Company:

To insert following definitions:
Definitions

a. “Act” means “The Companies Act, 2013” or any other statutory modification or re-enactment thereof for the time being in force.
b. “Articles” means these Articles of Association as may, from time to time, be altered by special resolution.
c. “Annual General Meeting” means a general meeting of the members held in accordance with the provisions of Section 96 of the Act or any adjourned meeting thereof.
d. “Auditors” means and include those persons appointed as such for the time being by the Com pany or, where so permitted by Applicable Law, by its Board.
e. “Applicable Law” means the Act, and as appropriate, includes any statute, law, listing agreement, regulation, ordinance, rule, judgment, order, decree, bye-law, clearance, directive, guideline, policy, requirement, notifications and clarifications or other governmental instruction or any similar form of decision of, or determination by, or any interpretation or administration having the force of law of any of the foregoing, by any governmental authority having jurisdiction over the matter in question, or mandatory standards as may be applicable from time to time.
f. Addition of Clause 5 and 6 to the Main Object Clause of the Memorandum of Association of the Company
g. “Board” or “Board of Directors” means the means the collective body of the directors for the time being of the Company.
h. “Capital” means the share capital for the time being raised or authorised to be raised, for the purpose of the Company. i. “Committee” means any committee of the Board of Directors of the Company formed as per the requirements of Act or for any other purpose as the Board may deem fit

i. “Committee” means any committee of the Board of Directors of the Company formed as per the requirements of Act or for any other purpose as the Board may deem fit.

j. “Company” or “This Company” means Shanmuga Hospital Limited (Formerly Known as Shanmu ga Hospital Private Limited)

k. “Chief Executive Officer” means an officer of a Company, who has been designated as such by the Company.

l. “Chief Financial Officer” means a person appointed as the Chief Financial Officer of a Company.

m. “Company Secretary” or “Secretary” means a company secretary as defined in clause (c) of sub-Section (1) of section 2 of the Company Secretaries Act, 1980 (56 of 1980) who is appointed by the Company to perform the functions of a company secretary under the Act.

n. “Debenture” means and includes debenture-stock, bonds and any other debt securities of the Company, whether constituting a charge on the assets of the Company or not.

o. “Depositories Act” means the Depositories Act, 1996 and includes any statutory modification or enactment thereof.

p. “Depository” means a Depository as defined in clause (e) subsection (1) of section 2 of the Depositories Act, 1996 and includes a company formed and registered under the Companies Act, 1956 which has been granted a certificate of registration under sub Section (1A) of section 12 of the Securities and Exchange Board of India Act, 1992.

q. “Independent Director” means a Director fulfilling the criteria of independence and duly appoint ed as per Applicable Law.

r. “Key Managerial Personnel” means such persons as defined in Section 2(51) of Act.

s. “Managing Director” means a Director who, by virtue of the articles of the Company or an agree ment with the company or a resolution passed in its General Meeting, or by its Board of Directors, is entrusted with substantial powers of management of the affairs of the company and includes a Director occupying the position of managing Director, by whatever name called.

t. “Meeting” or “General Meeting” means a meeting of Members.

u. “Members” in relation to a company, means- (a) the subscribers to the Memorandum of Association of the Company who shall be deemed to have agreed to become members of the company, and on its registration, shall be entered as member in its register of members, (b) every other person who agrees in writing to become a member of the company and whose name is entered in the register of members of the company; (c)every person holding shares in the company and whose name is entered in Register of Beneficial Owners as Beneficial Owner.

v. “Ordinary Resolution” means a resolution referred to in Section 114 of the Act.

w. “Postal Ballot” means voting by post through any electronic mode as permitted under Applicable Law.

x. “Security” means shares, Debentures and/or such other securities as defined in clause (h) of section 2 of the Securities Contracts (Regulation) Act, 1956.

y. “Shares” means the shares into which the Capital of the Company is divided whether held in tangible or fungible form.

z. “Small Shareholder” means a shareholder holding shares of the nominal value of not more than twenty thousand rupees or such other sum as may be prescribed under Applicable Law.

aa. “Special Resolution” means a resolution referred to in Section 114 of the Act.

Term(s) and phrases not specifically defined in these Articles shall bear the same meaning as assigned to the same in the Act. Reference to the singular includes reference to the plural and vice versa; Reference to any gender includes a reference to all genders;

SHARE CAPITAL (in substitution of the existing heading “Share Capital and Variation of Rights” and existing Articles 1 to 9)

II. 1. The authorised Share Capital of the Company shall be as stated under Clause V of the Memorandum of Association of the Company from time to time and the Company may sub-divide, consolidate and increase the Share Capital from time to time and upon the sub-division of Equity Shares, apportion the right to participate in profits in any manner as between the Equity Shares resulting from the sub-division.

2. The Company shall have power, from time to time, to increase or reduce its authorised, issued, subscribed or paid-up Share Capital in accordance with the applicable provisions of the Act, the Rules made thereunder and other applicable laws.

2.1. Subject to the provisions of the Companies Act, 2013, the Rules made thereunder, the Depositories Act, 1996, applicable SEBI Regulations and other applicable laws, the Company shall issue, renew, replace, consolidate, sub-divide, endorse and deal with share certificates and other securities in accordance with the applicable provisions of law. In respect of securities held in dematerialised form, the provisions of the Depositories Act, 1996 and applicable laws shall apply.

2.2. The Company may increase its subscribed capital upon the exercise of an option attached to debentures issued or loans raised by the Company to convert such debentures or loans into shares in the Company, subject to the provisions of the Act, the Rules made thereunder, applicable SEBI Regulations and other applicable laws.

2.3. The provisions of Article 2.1 shall, mutatis mutandis, apply to debentures of the Company.

3. The Board may, subject to the provisions of the Companies Act, 2013, the Rules made thereunder, applicable SEBI Regulations and other applicable laws, allot and issue Equity Shares of the Company, as payment or part payment, for any property acquired or purchased by the Company, or for any goods sold or transferred, machinery, equipment or appliances supplied, services rendered, acquisition of any business or undertaking, goodwill, intellectual property rights, technical know-how, or for any other consideration other than cash as may be permitted under applicable law. Such Equity Shares may be issued as fully paid-up or partly paid-up Equity Shares, as may be determined in accordance with the applicable provisions of the Act and other applicable laws. Provided that any such allotment and issue shall be subject to such approvals of the shareholders and other authorities, valuation by a registered valuer and such other requirements as may be applicable under Section 62(1)(c) of the Act, the Rules made thereunder, applicable SEBI Regulations and other applicable laws.

3.1. Except as required by law, no person shall be recognised by the Company as holding any share upon any trust, and the Company shall not be bound by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these Articles or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.

4. (i) The Company may exercise the powers of paying commissions conferred by sub-section (6) of Section 40, provided that the rate per cent. or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made thereunder.

(ii) The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of Section 40.

(iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.

5. The Company may issue the following kinds of shares in accordance with these Articles, the Act, the Rules and other applicable laws:

(a) Equity share capital: (i) with voting rights; and/or (ii) with differential rights as to dividend, voting or otherwise, in accordance with the Act, the Rules made thereunder and other applicable laws; and

(b) Preference share capital.

Subject to the provisions of Section 55 of the Act, the Rules made thereunder and other applicable laws, the Company shall have the power to issue preference shares which are, or at the option of the Company are, liable to be redeemed within such period as provided in the Act from the date of issue, and the resolution authorising such issue shall prescribe the manner, terms and conditions of redemption.

On the issue of Redeemable Preference Shares, the following provisions shall take effect:

(a) No such shares shall be redeemed except out of profits of the Company which would otherwise be available for dividend or out of the proceeds of a fresh issue of shares for the purpose of the redemption;
(b) No such shares shall be redeemed unless they are fully paid;
(c) The premium, if any, payable on redemption shall be provided for in accordance with the provisions of Section 55 of the Act, the Rules made thereunder and other applicable laws; and
(d) Where any such shares are redeemed otherwise than out of the proceeds of a fresh issue, there shall, out of profits which would otherwise be available for dividend, be transferred to a reserve fund, to be called the "Capital Redemption Reserve Account", a sum equal to the nominal amount of the shares redeemed, and the provisions of the Act relating to the reduction of the share capital of the Company shall, except as provided in Section 55 of the Act, apply as if the Capital Redemption Reserve Account were paid-up share capital of the Company.

(c) VARIATION OF RIGHTS OF SHAREHOLDERS (new heading)

6. (a) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of Section 48 of the Act and other applicable laws, and whether or not the Company is being wound up, be varied with the consent in writing of the holders of not less than three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class. Provided that, where the variation by one class of shareholders of the rights attached to such class affects the rights of any other class of shareholders, the consent of the holders of not less than three-fourths of the issued shares of such other class shall also be obtained, or a separate special resolution of the holders of the shares of such other class shall be passed, in accordance with Section 48 of the Act.
(b) To every such separate meeting, the provisions of these Articles relating to general meetings shall, mutatis mutandis, apply, subject to the provisions of the Act and applicable laws, and the necessary quorum shall be as prescribed under the Act and these Articles, as applicable.

7. The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking pari passu therewith.

(d) FURTHER ISSUE OF SHARE CAPITAL (new heading)

8. Where at any time the Company having share capital proposes to increase its subscribed capital by the issue of further Shares, such Shares shall be offered or issued in accordance with the relevant provisions of the Act, the Rules made thereunder, applicable SEBI Regulations and other applicable laws.

8.1. The Company may issue Equity Shares or other securities to its employees, including directors other than independent directors, or to such other persons as may be permitted under applicable law, under an Employee Stock Option Scheme (ESOP), Employee Stock Purchase Scheme (ESPS) or any other employee benefit scheme, by whatever name called, subject to the provisions of the Companies Act, 2013, the Rules made thereunder, applicable SEBI Regulations, other applicable laws and such approvals as may be required under applicable law.

8.2. A further issue of Shares or other securities may be made in any manner whatsoever as the Board may determine, including by way of rights issue, bonus issue, preferential issue, private placement, conversion of securities or in any other manner permitted under the Act, the Rules made thereunder, applicable SEBI Regulations and other applicable laws, subject to and in accordance with the applicable provisions of Sections 42, 54 (where applicable), 62 and other applicable provisions of the Act and the Rules made thereunder.

8.3. Nothing contained in Articles 8.1 and 8.2 shall apply to the increase of the subscribed Share Capital of the Company caused by the exercise of an option attached to Debentures or other securities issued, or loans raised by the Company, to convert such Debentures, securities or loans into Equity Shares or other securities of the Company.

8.4. Provided that the terms of issue of such Debentures, securities or loans containing such option have been approved before the issue of such Debentures or securities or the raising of such loan, by a Special Resolution passed by the Company in a General Meeting, wherever required under applicable law.

8.5. The Company may issue Debentures or other securities, as defined under the Securities Contracts (Regulation) Act, 1956, and the Rules made thereunder, in compliance with the provisions of the Companies Act, 2013, applicable SEBI Regulations and other applicable laws.

9. Subject to the provisions of the Act, the Rules made thereunder, applicable SEBI Regulations and other applicable laws, the Company may issue, from time to time, share warrants, convertible securities, securities convertible into Equity Shares, exchangeable securities, optionally convertible securities, compulsorily convertible securities or any other securities, instruments or financial instruments permitted under applicable law, upon such terms and conditions relating to issue, allotment, conversion, exchange, redemption, repayment or otherwise, as may be determined in accordance with applicable law. Provided that the Company shall not issue any Equity Shares or securities convertible into Equity Shares at a discount except as may be permitted under applicable law.

(e) DELETION OF EXISTING ARTICLES

The existing Articles 2, 3 and 8 of the Articles of Association (relating to issue of physical share certificates, renewal/replacement of worn-out or lost certificates, and redemption of preference shares by ordinary resolution respectively) shall stand deleted in their entirety, the subject matter thereof having been re-cast, updated and consolidated in Part B and Part D above.

Note: *All other Articles of the existing Articles of Association of the Company, which are not specifically altered, substituted or deleted as above, shall continue to remain unchanged and in full force and effect*

ITEM NO. 7

Equity based compensation is considered to be an integral part of the employee compensation across sectors which enables alignment of personal goals of the employees with organizational objectives by participating in the ownership of the Company through stock based compensation scheme. The Company believes in rewarding its employees including Directors of the Company for their continuous hard work, dedication and support, which has led the Company on the growth path. The objective of the Plan is to provide an incentive to attract and retain the key employees by way of rewarding their performance and motivate them to contribute to the overall corporate growth and profitability.

Accordingly, on recommendation of the Nomination and Remuneration Committee ("Committee"), the Board of Directors ("the Board") of the Company at its meeting held on August 11, 2026 approved introduction of the Plan subject to the approval of the Members of the Company and the provisions of the SBEB Regulations, the SEBI (LODR) Regulations and other Accordingly, on recommendation of the Nomination and Remuneration Committee ("Committee"), the Board of Directors ("the Board") of the Company at its meeting held on August 11, 2026 approved introduction of the Plan subject to the approval of the Members of the Company and the provisions of the SBEB Regulations, the SEBI (LODR) Regulations and other applicable laws and authorised the Committee constituted by the Board under Section 178 of the Companies Act, 2013 to formulate the detailed terms and conditions of the Plan and to administer and implement the Plan in accordance with the provisions of the SBEB Regulations. All questions of interpretation of the Plan shall be determined by the Committee and such determination shall be final and binding.

The Plan is formulated in accordance with SBEB Regulations. In accordance with the terms of these resolutions and the Plan, the Options would be granted in one or more tranches as may be decided by the Committee, from time to time. The Company seeks the Members' approval in respect of the Plan and grant of Options to the eligible employees of the Company as decided on this behalf from time to time in due compliance of Regulation 6 of the SBEB Regulations.

The salient features of the Plan are as under:

a Brief Description of the Plan

The Company proposes to introduce the Plan primarily with a view to: (i) attract, retain and incentivize employees and directors of the Company but excluding an independent director; (ii) motivate such employees and directors for performance, higher productivity and sustained corporate growth; and (iii) assist in aligning such employee's and director's interests with that of the shareholders. The Plan contemplates grant of Options to the eligible Employees as may be determined in due compliance of SBEB Regulations. After vesting, the eligible Employees earn a right (but not obligation) to exercise the vested Options within the predefined exercise period. The Committee shall administer the Plan. All questions of interpretation of the Plan shall be determined by the Committee and such determination shall be final and binding upon all persons having an interest in the Plan. The Company shall issue Equity Shares upon exercise subject to payment of exercise price and satisfaction of consequential tax obligations. The liability of paying taxes if any, in respect of the Options granted pursuant to the Plan and the equity shares issued pursuant to exercise of Options shall be on the Option grantee in accordance with the provisions of Income Tax Act, 1961 read with rules issued thereunder. The Company shall have the right to deduct from the Option grantee's salary or recover any of the Option grantee's tax obligations arising in connection with the transactions in respect of Options or Equity Shares acquired upon the exercise thereof.

b. Total Number of Options to be granted

3,50,000 (Three Lakh Fifty Thousand) Options exercisable into an aggregate of 3,50,000 (Three Lakh Fifty Thousand) of Equity Shares in the Company of face value of Rs. 10/- each fully paid-up, would be available for grant to the eligible employees of the Company under the Plan, in one or more tranches.

c. Identification of class of employees entitled to participate in the Plan

Following classes of Employees are entitled to participate in the Plan:

a) an employee as designated by the Company, who is exclusively working for the Company in India or outside India; or
b) a director of the company, whether a whole-time director or not, including a non-executive director who is not a promoter or member of the promoter group, but excluding an Independent Director.
c) an employee as defined in sub-clauses (a) or (b), of a group company including subsidiary or its associate company, in India or outside India, or of a holding company of the company, but does not include-

i. an employee who is a promoter or a person belonging to the promoter group; or
ii. a director who, either himself or through his relative or through any body corporate, directly or indirectly, holds more than ten (10) percent of the outstanding equity shares of the company.

d. Requirements of vesting, period of vesting and maximum period within which the Options shall be vested

The Committee may, at its discretion, lay down certain parameters such as performance of the Company, period of service, rank or designation and such other parameters on the achievement of which such Options would vest and the proportion in which Options granted would vest subject to the minimum vesting period of 1 year and maximum vesting period of 3 years.

Also, vesting in case of various scenarios such as death, permanent incapacitation, retirement, voluntary resignation, termination of employment for cause or without cause etc. shall be governed by the terms of the Plan.

e. Exercise Price or Pricing formula

The Exercise Price of any Option granted under the Plan shall be the price for Exercise of Options as determined by the committee which shall not be less than the face value of the equity shares and not more than the closing market price as on the previous day of the date of Grant communicated to the Participating Employee vide the Option Grant Agreement or such other mode as the committee may deem fit. Once granted, the Exercise Price of the Options may be varied by the committee to account for any rights issues, mergers, stock splits, bonus issue or share consolidations etc.

f. Exercise Period and process of Exercise

In case of continuation of employment/ service, vested Options shall be exercised by the Employees within the maximum exercise period of 1 (One) year from the date of vesting of first Options, or such other shorter period as may be prescribed by the Committee at time of grant. The Plan envisages shorter or no exercise periods than that specified above in case of resignation/ separation/ termination from employment/ service on account of specified reasons. The options will lapse if not exercised within the specified exercise period

g. Appraisal process for determining the eligibility under the Plan

The appraisal process for determining the eligibility of the employee will be specified by the Committee, and may be based on various criteria including role/designation of the employee, length of service with the Company, performance of the Company, past performance or future potential of the employee and/or such other criteria that may be determined by the Committee at its sole discretion, which would be final and binding.

h. Maximum number of Options to be issued per employee and in aggregate

The maximum number of Options that may be granted under the Plan per Eligible Employee and in aggregate shall not exceed 3,50,000 Options.

i. Maximum quantum of benefits to be provided per employee under the Plan

No benefit other than by way of grant of Options is envisaged under the Plan.

j. Whether the Plan is to be implemented and administered directly by the Company or through a trust

The Plan will be implemented by the Company directly as per the SBEB Regulations.

k. Whether the Plan involves new issue of shares by the Company or secondary acquisition by the trust or both

The Plan contemplates only issue of new Equity Shares by the Company.

l. The amount of loan to be provided for implementation of the Plan by the Company to the trust, its tenure, utilisation, repayment terms, etc.

The Plan contemplates only issue of new Equity Shares by the Company.

m. Maximum percentage of Secondary Acquisition that can be made by the trust for the purpose of the scheme

Not Applicable

n. Transferability of Options and lock-in of shares

The Options granted to an employee shall not be transferable to any person and shall not be pledged, hypothecated, mortgaged or otherwise alienated in any manner. There will be a lock-in period of 1(one) year for the shares allotted pursuant to exercise of options.

o. Accounting and Disclosure Policies

The Company shall conform to the applicable provisions of the SBEB Regulations, including the disclosure and the accounting policies as specified in guidelines/rules and regulations, as may be applicable from time to time.

p. Method of valuation of Options

Method of Valuation will be as prescribed under relevant / applicable SBEB Regulations, rules / laws

q. Period of Lock-in

The Shares issued pursuant to exercise of Options shall be subject to a lock-in period of 1 (one) year.

Regulation 6(1) of SBEB Regulations requires that every employee stock option scheme shall be approved by the members of the Company by passing a special resolution in a general meeting. Further, as the Plan will entail further issue of shares, consent of the members is required by way of a special resolution pursuant to Section 62(1)(b) of the Companies Act, 2013. Accordingly, the Special Resolution set out at Item No. 7 of this Notice is proposed for approval by members.

The Options to be granted under the Plan shall not be treated as an offer or invitation made to public for subscription of securities of the Company. The Plan conforms to the SBEB Regulations.

Directors / Key Managerial Personnel of the Company / their relatives who may be granted Options under the Plan may be deemed to be concerned or interested in the Special Resolutions at Item No. 7 of this Notice. Save as aforesaid, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said Special Resolutions.

ITEM NO. 8

In terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the board has considered the appointment of CS Anuradha, Practic ing Company Secretary(M.No. A14640, CoP:4122), as the secretarial auditor of the Company, for a term of five consecutive financial years, commencing from the financial year 2026-27 to the financial year 2030-31. Disclosure under Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Sl. No.	Particulars	Details
1	Proposed fee payable	Remuneration and expenses as recommended by the Audit Committee and approved by the Board.
2	Terms of appointment	CS Anuradha, Practicing Company Secretary, will hold office for a term of five financial years commencing from the financial year 2026-27 to the financial year 2030-31, to conduct the Secretarial Audit of the Company for the said financial years.
3	Any material change in the fee payable to the auditor compared to the outgoing auditor, along with rationale	Not Applicable.
4	Basis of recommendation and credentials of the proposed auditor	CS Anuradha, Practising Company Secretary, has more than 25 years of professional expertise and brings extensive knowledge in corporate and securities law, corporate governance, secretarial and regulatory compliance, legal due diligence, corporate restructuring, listing-related matters, capital market transactions, joint ventures, technology-transfer arrangements, and allied advisory services.

ANNEXURE A

DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

(Pursuant SEBI Listing Regulations, 2015 and Secretarial Standard-2 on General Meetings)

Name of the Directors	Mrs. Panneerselvam Jayalakshmi (DIN: 10692765)	Mr. Karuppiah Saravanan (DIN: 10692765)
Designation and Category of Director:	Executive Director	Non-Executive Director
Date of the first appointment on the Board:	4th July 2024	4th July 2024
Date of Birth:	15th March 1964	10th December 1976
Age:	62	50
Qualification	M.A (History)	MBA (Finance) | Post Graduate Certificate Programme for Emerging CFOs, IIM Nagpur | M.Com (Banking & Insurance Management) | B.Com | Qualified Independent Director
Experience	30+ Years	17+ Years
Number of Meetings of the Board attended during the financial year 2025-2026	5 out of 5	5 out of 5
List of Directorship/ Membership / Chairmanship of Committees of other Board as on date (excluding Foreign Companies):	Directorship of Other Board: Nil Directorship of other listed entities: Nil Membership of Committees of other Board: Nil Chairmanship of Committees of other Board: Nil	Directorship of Other Board:Nil Directorship of other listed entities: Nil Membership of Committees of other Board: Nil Chairmanship of Committees of other Board: Nil
Shareholding in Shanmuga Hospital Limited as on March 31, 2026:	24,30,000 Equity Shares Held	2,000 Equity Share Held

Relationship with other Directors, Managers and other Key Managerial Personnel of the Company:	1. Dr. P S Panneerselvam (MD) – Husband 2 Dr P Prabu Sankar (CEO) - Son 3 Dr. D Priyadharshni (Non-Executive) – Daughter in Law	Not Applicable
Terms and Conditions of appointment:	Liable to retire by rotation.	Liable to retire by rotation.
Remuneration sought to be paid	As per company's norms.	Sitting Fees as per company's norms.
Remuneration Last Drawn	18.69 Lakhs (FY 2025-26)	NA
List of listed entities from which the director/proposed appointee has resigned in the last three years:	Not Applicable	Not Applicable
Information as required pursuant toBSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018	Mrs. Panneerselvam Jalayakshmi is not debarred from holding the office of director pursuant to any SEBI order or any other such authority.	Mr. Karuppiah Saravanan is not debarred from holding the office of director pursuant to any SEBI order or any other such authority.

DIRECTOR'S REPORT

DIRECTOR'S REPORT

To
Dear Members,

Your Directors' are pleasure to present the Sixth Annual Report on the business and operations of the Company along with the Audited Financial Statementsfor the financial year ended 31st March, 2026.

1.FINANCIAL HIGHLIGHTS:

The financial results for the year ended 31st March 2026 are furnished below.

Particulars	2025-2026 (Rs. In Lakhs)	2024-2025 (Rs. In Lakhs)	2023-2024 (Rs. In Lakhs)
Revenue from Operations	4743.61	4785.33	4303.74
Other Income	62.71	23.35	35.04
Total Income	**4806.32**	**4808.67**	**4338.78**
Less: Cost of Consumption	1474.72	1772.74	1696.39
Less: Employee Benefit Expenses	757.98	559.25	323.64
Less: Finance Costs	42.15	62.27	60.81
Less: Other Expenses	1682.79	1629.48	1424.06
Profit Before Exceptional and Extraordinary Items and Tax	**567.02**	**568.74**	**703.49**
Less: Exceptional Items	-	-	-
Less: Prior Period Item	-	-	ss
Less: Depreciation	281.65	215.8	130.39
Less: Tax Expenses (i). Current Tax (ii). Deferred Tax (iii). Tax Adjustment for earlier years	82.38 63.58 -	133.84 13.77 0.46	165.31 (12.4) -
Profit After Tax	**421.06**	**420.67**	**524.84**

2. COMPANY STATE OF AFFAIRS

During the financial year 2025–26, the Total Operating Income of the Company stood at ₹4,743.61 lakhs as compared to ₹4,785.33 lakhs in the previous year. The Profit After Tax (PAT) for the year under review stood at ₹421.06 lakhs as against ₹420.67 lakhs in the previous year. Depreciation for the year stood at ₹281.65 lakhs as against ₹215.80 lakhs in the previous year, primarily due to additions to fixed assets and capital expenditure undertaken by the Company.

3. DIVIDEND

Board has not recommended dividend for the financial year 2025-26 keeping in view the long-term objectives of the Company.

4. RESERVES

The Company has not transferred any amount to General reserve during the year.

5. CHANGE IN NATURE OF BUSINESS

There is no change in the nature of business of your Company

6. SHARE CAPITAL

- During the year the Authorised Share Capital of the Company is Rs.14,00,00,000/- (Rupees Fourteen Crores only) divided into 1,40,00,000 (One Crore Forty Lakh shares) Equity Shares of face value Rs. 10/- (Rs. Ten).
- The Paid-up share capital of the company as on 31st March, 2026 is Rs. 13,61,30,000/- (Rupees Thir teen Crores Sixty-One Lakhs and Thirty Thousand Only) divided into 1,36,13,000 Equity Shares of Rs. 10/- each.

a. BUY BACK OF SECURITIES:

The Company has not bought back any of its securities during the year under review.

b. SWEAT EQUITY:

The Company has not issued any Sweat Equity Shares during the year under review.

c. BONUS SHARES:

The Company has not issued any Bonus Shares during the year under review.

d. RIGHTS ISSUE

The Company has not issued any Rights Issue during the year under review.

e. EMPLOYEES STOCK OPTION PLAN:

The Company has not provided any Stock Option Scheme to the employees.

7. CREDIT RATING

As your company has not availed any credit facility requiring credit rating. Hence, the company did not obtain credit rating.

8. TRANSFER OF SHARES / AMOUNT TO IEPF

During the year under review, the Company had not transferred any amount or Shares to the Investor Education and Protection Fund.

9. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There are no significant and material orders passed by the Regulators / Courts or tribunals that would impact the going concern status of the Company and its future operations.

10. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

Nil

11. INTERNAL FINANCIAL CONTROL AND RISK MANAGEMENT

The company has an established Internal Financial Control framework including internal controls over financial reporting, operating controls and anti-fraud framework. The frame work is reviewed regularly by the Management and tested by internal audit team and presented to the Audit Committee. Based on periodical testing, the framework is strengthened from time to time, to ensure adequacy and effectiveness of Internal Financial Control. The established controls are constantly assessed and strengthened with new / revised standard operating procedures. The Company has adopted policies and procedures for ensuring adherence to the Company's policies, safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and reliability of accounting records and timely preparation of reliable financial disclosures.

12. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

During the financial year 2025-26, no penalties have been imposed on the company by any regulatory authorities.

13. PUBLIC DEPOSITS

The Company has not accepted any deposit from the public during the year ended 31stMarch 2026.

14. INTERNAL AUDITORS

Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014 and based on the recommendations made by the Audit Committee M/s. JV & Co, Chartered Accountants, Salem has been appointed as the Internal Auditors for carrying out the Internal Audit of the company for the FY 2026-27.

15. STATUTORY AUDITORS

Section 139 of the Companies Act, 2013 provided for the appointment of Statutory Auditors for a period of five years and hence M/s P P N AND COMPANY, Chartered Accountant (Firm Registration No. 013623S), Chennai were appointed as the Statutory Auditors of the Company in the Annual General Meeting of the Company held on 30th September 2023 for a period till the conclusion of the Eighth Annual General Meeting.

16. SECRETARIAL AUDITORS

Pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuner ation of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Suryah & Dinesh Associ ates LLP, Practicing Company Secretaries, as the Secretarial Auditors of the Company in the Board Meeting held on 28-05-2025, for the FY 2025-26. The Secretarial Audit Report issued by the Company's Secretarial Auditor M/s. Suryah & Dinesh Associates LLP is annexed and forms part of this Report in ANNEXURE-III.The report does not contain any qualification

17. COST RECORDS & COST AUDITORS

The Company is required to maintain cost records as specified under Section 148(1) of the Companies Act, 2013. However, the provisions relating to cost audit are not applicable to the Company. Accordingly, no Cost Auditor has been appointed for the financial year under review.

18. STATUTORY AUDITOR'S REPORT

The Statutory Auditors' Report for the Financial Year 2025-26 does not contain any qualification, reservation or adverse remarks and the same is enclosed with the audited financial statements in this Annual Report.

19. ANNUAL RETURN

The Annual Return as required under Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is available on the Company's website at https://shanmugahospital.com/annual-return/

20. INFORMATION REQUIRED UNDER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014 PERTAINING TO CONSERVATION OF ENERGY, TECH NOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The information required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 relating to conservation of energy, The information required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 relating to conservation of energy, technology absorption and foreign exchange earnings and outgo is set out in **"ANNEXURE – I"** which forms an integral part of this Report.

21. BOARD OF DIRECTORS

Pursuant to the provisions of Section 203 of the Companies Act, 2013, the Board of Directors is duly constituted.

Sr. No	DIN/PAN	Name	Designation
1	8772887	Dr. PALANIAPPAN SHANMUGAM PANNEERSELVAM	Managing Director
2	8772888	Dr. PANNEERSELVAM PRABU SANKAR	Executive Director & CEO
3	10692764	Mrs. PANNEERSELVAM JAYALAKSHMI	Executive Director
4	10469316	Dr. DHANDAPANI PRIYADHARSHNI	Non-Executive Director
5	10692765	Mr. KARUPPIAH SARAVANAN	Non-Executive Director
6	10670386	CS BHOOPATHY AKILAN	Independent Director
7	7830578	CS GOWRI	Independent Director
8	9217524	Mr. RAJKUMAR ASHWIN	Independent Director

DIRECTORS RETIRING BY ROTATION:

Dr. Panneerselvam Prabu Sankar, Executive Director & Chief Executive Officer and
Dr. Dhandapani Priyadharshni, Non-Executive and Non–Independent Directors of the Company are liable to retire by rotation at the ensuing Annual General Meeting and being eligible offers themselves for re-appointment.

The profile of Dr. Panneerselvam Prabu Sankar & Dr. Dhandapani Priyadharshni is given in the Annexure to the Notice of the Annual General Meeting.

Key Managerial Personnels:

Sl. No	Name of the Key Managerial Personnels	Designation
1	Dr. Panneerselvam Prabu Sankar	Chief Executive Officer
2	Mr. Karthick	Chief Financial Officer
3	CS Kannan Anjana Maragatham	Company Secretary & Compliance Officer

During the year under review, following changes occurred in the composition of the Board of Directors and KMP:

22. BOARD MEETING

During the year board has met 5 times the details as follows:

Date of Meeting	No. of Directors Entitle to Attend	No. of Directors Attend
28.05.2025	8	7
11.08.2025	8	8
12.11.2025	8	7
30.01.2026	8	7
27.03.2026	8	8

23. GENERAL MEETINGS:

During the year under review, the following General Meetings were held, the details of which are given as under

S.No	Type of General Meeting	Date of General Meeting
1	Annual General Meeting	19.09.2025

24. BOARD COMMITTEE

The company constituted three committees as per the Companies Act, 2013 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015, in order to fulfil the conditions specified for listing its shares with the Stock Exchange. The committees constituted by the Board are:

a). Audit Committee
b). Nomination Remuneration Committee
c). Stakeholders Relationship Committee

The Composition and meeting held during the year are annexed as **Annexure II**.

25. CORPORATE SOCIAL RESPONSIBILITY

During the Financial Year 2025–26, the Company spent the amount required to be spent towards Corporate Social Responsibility ("CSR") activities in accordance with the provisions of Section 135 of the Companies Act, 2013. The Company has duly constituted a Corporate Social Responsibility Committee as required under Section 135 (1) of the Companies Act, 2013 appended as ANNEXURE II and the relevant rules made thereunder and the Board has approved a policy on Corporate Social Responsibility which is available in the website of the Company.
The Annual Report on your Company's CSR activities is appended as **"ANNEXURE-V"** to the Board's Report.
The detailed CSR Policy has been uploaded on Company's website and can be accessed through the web-link https://shanmugahospital.com/policy-documents/policies

26. NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE THE SUBSIDIARIES, JOINT VEN TURES OR ASSOCIATE COMPANIES DURING THE YEAR

During the year ended March 31, 2026, no company became or ceased to be a subsidiary, joint venture, or associate of the Company.

27. ANNUAL PERFORMANCE EVALUATION

Pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual evaluation of its own performance, the performance of its Committees and individual Directors. The evaluation was conducted in accordance with the criteria and framework approved by the Board and covered various aspects relating to the functioning of the Board, its Committees and individual Directors.
The Independent Directors evaluated the performance of the Non-Independent Directors, the Chairman and the Board as a whole, while the Board evaluated the performance of the Independent Directors. The evaluation process indicated that the Board, its Committees and individual Directors functioned effectively and continued to contribute towards the Company's governance framework, operational oversight and strategic objectives.
In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2018/79 dated May 10, 2018, the details of the Board Evaluation are provided below

Particulars	Details
Observations of Board Evaluation carried out for the year	The evaluation process indicated that the Board, its Committees and individual Directors functioned effectively and discharged their responsibilities in accordance with the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations and the Articles of Association of the Company. No material observations were identified during the evaluation process.
Previous year's observations and actions taken	There were no observation arising from the previous year's evaluation requiring any corrective action.
Proposed actions based on current year's observations	As no material observations emerged from the evaluation process, no specific action is proposed.

28. DISCLOSURE OF ACCOUNTING TREATMENT

The financial statements of the Company have been prepared in accordance with the applicable Accounting Standards prescribed under the Companies (Accounts) Rules, 2014, as amended, to the extent applicable.

29. POLICY ON VIGIL MECHANISM

Pursuant to the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Company has established a Vigil Mechanism / Whistle Blower Policy for its Directors, employees and other stakeholders to report genuine concerns relating to unethical behaviour, actual or suspected fraud, or violation of the Company's Code of Conduct or Ethics Policy.
The Policy provides for adequate safeguards against victimization of persons who use the mechanism and also provides for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases. The Vigil Mechanism / Whistle Blower Policy is available on the Company's website https://shanmugahospital.com/investor-relations/#Policies

30. POLICIES

The Board of Directors of the Company has, from time to time, framed and approved various policies and codes in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obliga tions and Disclosure Requirements) Regulations, 2015, as applicable. These policies and codes are periodically reviewed by the Board and updated, wherever considered necessary, to ensure continued compliance with the applicable laws and regulatory requirements. The policies and codes are availa ble on the Company's website at https://shanmugahospital.com/investor-relations/#Policies

31. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company is committed to providing a safe, secure and conducive work environment and has zero tolerance for sexual harassment at the workplace. In accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("PoSH Act"), the Company has adopted a Policy on Prevention of Sexual Harassment and constituted an Internal Committee to redress complaints relating to sexual harassment.
The Policy applies to all employees of the Company, including permanent, contractual, temporary and trainee personnel.
The summary of complaints received and disposed of under the PoSH Act during the Financial Year ended March 31, 2026 is provided below:

Particulars	No. of Cases
Number of complaints pending at the beginning of the year	Nil
Number of complaints received during the year	Nil
Number of complaints disposed of during the year	Nil
Number of complaints pending as on March 31, 2026	Nil

32. PREVENTION OF INSIDER TRADING

The Company has adopted a code for prevention of insider trading with a view to regulate trading and securities by the Directors and designated employees of the Company. The code requires preclearance for dealing in the Company's securities and prohibits the purchase or sale of Compa ny's Securities while in possession of unpublished price sensitive information and during the period when the trading window is closed. The company maintains a structured digital database called "PIT Archive" software wherein the details of all the designated persons are being captured in compliance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 .

33. DISCLOSURE OF PARTICULARS OF LOANS/ADVANCES/INVESTMENTS OUTSTANDING DURING THE FINANCIAL YEAR

The Company has not given any loans and advances to any other body corporate and associates as specified under Section 186 of the Companies Act, 2013 during the financial year 2025-26. The details of the investments made by the Company and guarantees provided by the Company are given in the notes to the financial statements.

34. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the financial year 2025-26, all contracts and arrangements entered into by the Company with related parties were in the ordinary course of business and on an arm's length basis. There were no materially significant related party transactions entered into by the Company with its Promoters, Directors, Key Managerial Personnel or other designated persons that may have had a potential conflict with the interests of the Company.
The Policy on Related Party Transactions, as approved by the Board of Directors, is available on the Company's website.
The particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2, wherever applicable, are annexed to this Report as **"Annexure-IV"**

35. REPORT ON CORPORATE GOVERNANCE, CEO/CFO CERTIFICATE AND COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

The equity shares of the Company are listed on the BSE SME Platform. In terms of Regulation 15(2)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions relating to Corporate Governance specified under Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 read with Para C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company.
Accordingly, the Report on Corporate Governance, the CEO/CFO Certificate and the Compliance Certificate on Corpo rate Governance from a Practising Company Secretary or Practising Chartered Accountant do not form part of this Annual Report.

36. DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

All the Directors and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended 31st March, 2026.

37. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis for the year, as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate section forming part of the Annual Report as **"ANNEXURE –VI"**

38. PARTICULARS OF EMPLOYEES

The ratio of the remuneration of each director to the median of employees' remuneration as per Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed to this Report as **"Annexure-VII".**

39. DIRECTORS' RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134 (5) OF THE COMPANIES ACT, 2013

In terms of provisions of Section 134(5) of the Companies Act, 2013, your Directors confirm that: (i) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures. (ii) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period. (iii) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities. (iv) The directors had prepared the annual accounts on a going concern basis. (v) The directors, had laid down internal financial controls and such internal financial controls are adequate and were operating effectively. (vi) The directors had devised proper systems to ensure compliance with the provisions of all appli cable laws and that such systems were adequate and operating effectively

40. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

During the financial year under review, the Statutory Auditors have not reported any fraud under Section 143(12) of the Companies Act, 2013. Further, no fraud by the Company or no material fraud on the Company by its officers or employees was noticed or reported by the Statutory Auditors during the year.

41.DECLARATIONS GIVEN BY INDEPENDENT DIRECTORS

All the Independent Directors of the Company have submitted the declaration of independence pursuant to Section 149(7) of the Companies Act, 2013, confirming that they meet the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board has taken the same on record and is of the opinion that all the Independent Directors possess the requisite integri ty, expertise and experience, including proficiency, as required under the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations. The Board further confirms that there has been no change in the circumstances affecting the status of the Independent Directors as Independent Directors of the Company during the financial year under review.

All the Independent Directors are registered with the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs (IICA) in accordance with the provisions of Section 150 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014. The Independent Directors have also confirmed that, upon expiry of their registration, they shall renew the same in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

42.THE DETAILS OF APPLICATION MADE OR ANY PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR

During the Financial Year 2025–26, no application was made and no proceeding was pending against the Company under the Insolvency and Bankruptcy Code, 2016 as on March 31, 2026.

43. SECRETARIAL STANDARDS

The Directors confirm that, during the Financial Year 2025–26, the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India under Section 118(10) of the Companies Act, 2013.

44. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT / UNCLAIMED SUSPENSE ACCOUNT AS PER PARA F OF SCHEDULE V OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Particulars	Remarks
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	NIL
Number of shareholders who approached listed entity for transfer of shares from suspense account during the year	
Number of shareholders to whom shares were transferred from suspense account during the year	
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	
The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares	

45. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTI TUTIONS ALONG WITH THE REASONS THEREOF

The disclosure required under Rule 8(5)(xii) of the Companies (Accounts) Rules, 2014 relating to the difference between the amount of valuation done at the time of one-time settlement and the valua tion done while availing loans from Banks or Financial Institutions is not applicable to the Company during the Financial Year 2025–26.

46. INTELLECTUAL PROPERTY OF COMPANY

The registration of these trademarks marks a significant milestone in strengthening the Company's brand identity and reinforcing its commitment to innovation and quality. Securing these intellectual property rights provides legal protection to the Company's brands, enhances its market presence, and reflects its strategic focus on creating long-term value through intellectual property. These trademarks will play a vital role in distinguishing the Company's products and services in an increasingly competitive marketplace. The Company remains committed to protecting its intellectual property and further expanding its IP portfolio in the years ahead.

47.BSE CORPORATE COMPLIANCE & LISTING CENTRE (THE 'LISTING CENTRE')

BSE's Listing Centre is a web-based platform developed to facilitate electronic filing of statutory and regulatory disclosures by listed companies. The Company files all applicable periodic and event-based compliances, including the shareholding pattern, financial results, reconciliation of share capital audit report and other disclosures, electronically through the BSE Listing Centre in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued by BSE from time to time.

48.SEBI COMPLAINTS REDRESS SYSTEM (SCORES)

Investors' complaints are processed in a centralized web-based complaints redress system. The salient features of this system are: Centralized database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status. The Company regularly redresses the complaints if any, on SCORES within stipulated time.

49. DESIGNATED EXCLUSIVE EMAIL-ID

The Company has designated the email ID secretarial@shanmugahospital.com exclusively for redressal of investor grievances and investor-related correspondence

50. LISTING FEES

The Company confirms that it has paid the Annual Listing Fee for the financial year 2026-27 to BSE Limited, the stock exchange on which the equity shares of the Company are listed

51. MATERNITY BENEFIT PROVIDED BY THE COMPANY UNDER THE MATERNITY BENEFIT ACT, 1961

The Company has complied with the provisions of the Maternity Benefit Act, 1961 and has extended all statutory benefits to eligible women employees in accordance with the applicable provisions of the Act

52. GREEN INITIATIVES

In support of the Green Initiative undertaken by the Ministry of Corporate Affairs and to contribute towards environmental sustainability, electronic copies of the Notice of the Annual General Meeting and the Annual Report for the Financial Year 2025–26 are being sent to all Members whose e-mail addresses are registered with the Company or their respective Depository Participant(s).

53. APPRECIATION

Your directors place on record their sincere appreciation for the continued support and co-operation received from customers, promoters, shareholders, bankers, suppliers, auditors, regulatory authorities, various departments and agencies of the Central and State Governments, and other business associates.

For and on behalf of the Board of Directors
of Shanmuga Hospital Limited

Sd/-
Dr. P. S. PANNEERSELVAM
Managing Director
DIN:08772887

Sd/-
Dr. P. Prabu Sankar
Director & CEO
DIN: 08772888

Place: Salem
Date: 11.08.2026

ANNEXURE I

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information required under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 and forming part of the Report of the Board of Directors is given below:

CONSERVATION OF ENERGY:

(A). Steps taken or impact on conservation of energy

- The Hospital continues to implement energy conservation measures through the use of energy-effi cient lighting systems, optimum utilisation of electrical equipment, and periodic monitoring of energy consumption.
- Regular preventive maintenance of electrical and air-conditioning systems is carried out to ensure efficient energy usage
- These initiatives have contributed towards improved energy efficiency and reduction in operating costs.

(B). Steps taken for utilising alternate sources of energy

- The Hospital continues to utilise electricity generated from **a Solar Power Plant** (taken on rent) to partially meet its energy requirements and reduce dependence on conventional power sources.
- A **Bio-gas Plant** is in operation for effective utilisation of biodegradable waste generated within the Hospital premises.
- The **Sewage Treatment Plant (STP)** continues to recycle treated water for gardening, sanitation, and other non-clinical purposes, thereby promoting water conservation and sustainable resource utilisation.

(C). Capital investment on energy conservation equipment

- The Hospital continues to invest in energy-efficient medical and electrical equipment as part of its commitment towards sustainable operations.
- Further investments in energy conservation initiatives will be undertaken based on operational requirements and technological advancements.

TECHNOLOGY ABSORPTION:

1.Efforts made towards technology absorption

- The Hospital continues to adopt modern medical technologies to enhance the quality of healthcare services and improve patient outcomes
- Advanced medical equipment installed in earlier years continues to be effectively utilised and integrated into clinical practice.
- Continuous training and skill development programmes are conducted for medical professionals and technical staff to ensure effective utilisation of available technologies.

2. Benefits derived

- Improved quality of patient care through enhanced diagnostic and treatment capabilities. Increased operational efficiency, patient safety, and clinical effectiveness.
- Better healthcare outcomes through the adoption and effective utilisation of advanced medical technologies.

3. Imported technology

- The advanced imported medical technologies installed by the Hospital continue to be fully opera tional and effectively utilised in patient care.
- The benefits derived include improved treatment precision, enhanced diagnostic capabilities, and better clinical outcomes.

4. Expenditure incurred on Research & Development

• The Hospital has not incurred any material expenditure on in-house Research & Development during the financial year.

Foreign Exchange Earnings & Outgo:

Activities relating to exports, initiatives taken to increase exports, development of new export markets for products and services and export plans:

The Hospital does not engage in export activities. Accordingly, there were no foreign exchange earn ings during the financial year.

Particulars	31/03/2026 (Rs. in Lakhs)	31/03/2025 (Rs. in Lakhs)
Foreign Exchange Earned	0	0
Foreign Exchange Used	0	19.2

For and on behalf of the Board of Directors of Shanmuga Hospital Limited

Place: Salem
Date: 11.08.2026

Sd/-
Dr. P. S. PANNEERSELVAM
Managing Director
DIN:08772887

Sd/-
Dr. P. Prabu Sankar
Director & CEO
DIN: 08772888

ANNEXURE II

COMPOSITION OF BOARD COMMITTEE OF SHAMUGA HOSPITAL LIMITED

AUDIT COMMITTEE

Sl. No.	Name	Designation	No. of Meeting Held during the Year	No. of Meeting attended during the year
1	CA A. S. Gowri	Chairperson	5	5
2	CS B Akilan	Member	5	5
3	Dr. P. Prabu Sankar	Member	5	5

NOMINATION AND REMUNERATION

Sl. No.	Name	Designation	No of Meeting Held during the Year	No of Meeting attended during the year
1	CS B Akilan	Chairman	1	1
2	Mr. Rajkumar Ashwin	Member	1	1
3	Dr. D Priyadharshni	Member	1	1

STAKEHOLDERS RELATIONSHIP COMMITTEE

Sl. No.	Name	Designation	No. of Meetings Held during the year	No. of Meetings Attended during the year
1	Mr. Rajkumar Ashwin	Chairman	1	1
2	Dr. D Priyadharshni	Member	1	1
3	Dr. P. Prabu Sankar	Member	1	1

Corporate Social Responsibility Committee

Sl. No.	Name	Designation	No. of meetings Held during the year	Number of meetings attended during the year
1	CA A. S. Gowri	Chairperson	2	2
2	Dr. P S Panneerselvam	Member	2	2
3	Dr. P. Prabu Sankar	Member	2	2

Form No. MR-3 **ANNEXURE III**

SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31st March 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and rule no.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
SHANMUGA HOSPITAL LIMITED
51/24, SARADHA COLLEGE ROAD,
Salem - 636007
Tamil Nadu, India.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. SHANMUGA HOSPITAL LIMITED (hereinafter called 'the Company') having (CIN: L85110TZ2020PLC033974). Secretarial Audit was conducted for the period from 01st April 2025 to 31st March 2026 in a manner that provided us a reasonable basis for evaluat ing the corporate conducts/statutory compliances and expressing our opinion thereon.

On the basis of the above and on our verification of documents, books, papers, minutes, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the period covered under the audit as aforesaid, complaied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter

We have examined the books, papers, minutes, forms and returns filed and other records maintained by the Company for the financial year ended on 31stMarch, 2026 according to the provisions of:

a)The Companies Act, 2013 (the Act) (including amendments made thereto) and the rules made there under;

b)The Depositories Act, 1996 and the Regulations and Bye-Laws framed there under.

c)Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder.

(d) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

The followings are the other laws as specifically applicable to the Company:

We have relied on the representation made by the Company and its Officers for systems and mechanism framed by the Company and on examination of the documents and records in test check basis for the following Acts, Regulations, Rules
a)Indian Medical Council (Professional Conduct, Etiquette and Ethics) Regulations, 2002 (Ethics Regulations).
b)Pre-Natal Diagnostic Techniques (Regulations & Preventions of Misuse) Act, 1994.
c)Registration of Births and Deaths (Amendment) Act, 2023.
d)Water (Prevention and Control of Pollution) Amendment Act, 2024.
e)Biomedical Waste Management Rules, 2016.
f)The Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016,
g)The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
h)The Pharmacy Act, 1948
i)The Medical Termination of Pregnancy Act, Rules and Regulations
j)The Pre-Conception and Pre-Natal Diagnostic Techniques (Prohibition of Sex Selection Act,1994)
k)The Environment Protection Act, 1986 & Bio-Medical Waste (Management & Handling) Rules, 1998
l)Indian Medical Council Act, 1956.

Based on the information and explanation provided, the Company had no transactions during the period covered under the Audit requiring the compliance of the provisions of:

a)The Foreign Exchange Management Act, 1999 and Rules and Regulations framed thereunder.
b)The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018
c)The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
d)The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.
e)The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018.
f)The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021.

During the financial year ended on 31st March, 2026, the Company has complied with the applicable clauses of Secretarial Standard (SS-1 and SS-2) issued by the Institute of Company Secretaries of India and it was noted that the Company has complied with the same to the extent possible. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting member's view, if any are captured and recorded as part of the minutes

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
We further report that no other specific event/ action having a major bearing on the company's affairs in pursuance to the laws, rules, regulations, guidelines, etc. referred to above.

For Suryah & Dinesh Associates LLP
(Practicing Company Secretaries)

Date: 10/08/2026
Place: Salem

Sd/-
N DINESH
ACS No. 53945; **C P No.:** 24143
PRC No: 7963/2026
Unique Identification No. L2022TN012800
UDIN: A053945H001067177

To,
The Members
SHANMUGA HOSPITAL LIMITED
51/24, SARADHA COLLEGE ROAD,
Salem - 636007
Tamil Nadu, India.

Our report of even date is to be read along with this letter. Management's Responsibility:

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date: 10/08/2026
Place: Salem

For Suryah & Dinesh Associates LLP
(Practicing Company Secretaries)

Sd/-
N DINESH
ACS No. 53945; **C P No.:** 24143
PRC No: 7963/2026
Unique Identification No. L2022TN012800
UDIN: A053945H001067177

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members
SHANMUGA HOSPITAL LIMITED
51/24, SARADHA COLLEGE ROAD,
Salem - 636007
Tamil Nadu, India

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of SHANMUGA HOSPITAL LIMITED having CIN L85110TZ2020PLC033974 and having registered office at 51/24, SARADHA COLLEGE ROAD, Salem - 636007 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of SHANMUGA HOSPITAL LIMITED having CIN L85110TZ2020PLC033974 and having registered office at 51/24, SARADHA COLLEGE ROAD, Salem - 636007 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No	DIN	Name	Designation	Category	Date of Appointment
1	8772887	PALANIAPPAN SHANMUGAM PANNEERSELVAM	Managing Director	Promoter	26.06.2020
2	8772888	PANNEERSELVAM PRABU SANKAR	Director	Promoter	26.06.2020
3	10692764	PANNEERSELVAM JAYALAKSHMI	Director	Promoter	04.07.2024
4	10692765	KARUPPIAH SARAVANAN	Director	Professional	04.07.2024
5	10670386	BHOOPATHY AKILAN	Director	Independent	21.06.2024
6	7830578	GOWRI	Director	Independent	10.05.2024
7	9217524	RAJKUMAR ASHWIN	Director	Independent	10.05.2024
8	10469316	DHANDAPANI PRIYADHARSHNI	Director	Promoter	16.02.2024

Ensuring the eligibility of for the continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Date: 10/08/2026
Place: Salem

For Suryah & Dinesh Associates LLP
(Practicing Company Secretaries)

Sd/-
N DINESH
ACS No. 53945; **C P No.:** 24143
PRC No: 7963/2026
Unique Identification No. L2022TN012800
UDIN: A053945H001067201

ANNEXURE - IV

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	-
b)	Nature of contracts/arrangements/transaction	-
c)	Duration of the contracts/arrangements/transaction	-
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	-
e)	Justification for entering into such contracts or arrangements or transactions'	-
f)	Date of approval by the Board	-
g)	Amount paid as advances, if any	-
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	-

Details of contracts or arrangements or transactions at Arm's length basis

Sl. No.	Name (s) of the related party	Nature of Relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ Transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
1	Velavan Hospital Needs Private Limited	Company owned or significantly influenced by KMP	Purchases	Continuing	-	27.03.2026	-
2	Shanmuga Medical Research Foundation Trust	Company owned or significantly influenced by KMP	Rent		-		-
3	Travellers Inn	Firm owned or significantly influenced by KMP	Purchase		-		-
4	Dr. Prabu Sankar P	Director/KMP	Consulting fees		-		-
5	Dr. D. Priyadharishni	Director/KMP	Consulting fees		-		-
6	Dr. P. S. Panneerselvam	Director/KMP	Consulting fees		-		-
7	Mrs. P Jayalakshmi	Director/KMP	Consulting Fees		-		-
8	Dr. P S Panneerselvam	Director/KMP	Rent			13.12.2023	

For and on behalf of the Board of Directors of Shanmuga Hospital Limited

Place: Salem
Date: 11.08.2026

Sd/-
Dr. P. S. PANNEERSELVAM
Managing Director
DIN:08772887

Sd/-
Dr. P. Prabu Sankar
Director & CEO
DIN: 08772888

Annexure -V

ANNUAL REPORT ON CSR ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT

1.Brief outline on CSR Policy of the Company.

As a healthcare provider, fulfilling its social responsibilities alongside its normal business activities, Shanmuga Hospital Private Limited through objectives of CSR aims at bringing an impact in the communities wholesomely and positively, which includes

a) Building awareness on health issues;
b) Improving access to basic healthcare facilities for economically weaker sections of society and at times of disaster;
c) Develop and implement the education, healthcare, water and sanitation, infrastructure development and elderly care projects for sustainable socio-economic development of the rural areas
d) To identify and develop infrastructure facilities which caters the growth of urban areas.

2. Composition of CSR Committee:

The Company has formed CSR Committee as per SEBI Regulation.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Sl. No.	Name	Designation	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	CA A. S. Gowri	Chairperson	2	2
2	Dr. P S Panneerselvam	Member	2	2
3	Dr. P. Prabu Sankar	Member	2	2

3. Provided the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company https://shanmugahospital.com/

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1	-	-	-
2	-	-	-
	Total	**Nil**	**Nil**

6. Average net profit of the company as per section 135(5) Rs. 643.79 Lakhs

7. a) Two percent of average net profit of the company as per section 135(5) Rs. 12,87,585 /-
   b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years – Rs. Nil
   c) Amount required to be set off for the financial year, if any– Rs. Nil
   d) Total CSR obligation for the financial year Rs. 12,87,585 /-

e). Manner in which amount spent during the year: The Company has fully utilized the CSR Obligation in the following manner. Rs. 2,00,000/- to Salem Ex-Servicemen Welfare Trust & Rs. 10,90,000/- to Medical Foundation Trust. Contribution for Education and Health care activities & other Social Services.

8. (a) CSR amount spent or unspent for the financial year:

<table>
<tr><th rowspan="2">Total Amount Spent for the Financial Year. (in Rs.)</th><th colspan="5">Amount Unspent (in Rs.)</th></tr>
<tr><th colspan="2">Total Amount transferred to Unspent CSR Account as per section 135(6)</th><th colspan="3">Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).</th></tr>
<tr><th></th><th>Amount.</th><th>Date of transfer</th><th>Name of the Fund</th><th>Amount</th><th>Date of transfer</th></tr>
<tr><td>1,294,322</td><td colspan="5">Nil</td></tr>
</table>

The entire CSR obligation for the year has been fully spent, and the corresponding utilization report has been duly obtained from the respective trust.

(b) Details of CSR amount spent against ongoing projects for the financial year:

1	2	3	4	5		6	7	8	9	10	11	
Sl. No	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No).	Location of the project.		Project duration.	Amount allocated for the project (in Rs.)	Amount spent in the current financial Year (in Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
1	-	-	-	-		-	-	-	-	-	-	-
	Total						Nil					

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in Rs.)	Mode of implementation - Direct (Yes/ No)	Mode of implementation - Through implementing	
				State	District			Name	CSR registration number
1	Promoting education	Promoting education, including special educatio	Yes	Tamil Nadu	Salem	658,922	No	Shanmuga Medical Research Foundation Trust	CSR00058499
2	Promotion of Preventive Healthcare	Promoting health care including preventive health care	Yes	Tamil Nadu	Salem	435,400	No	Shanmuga Medical Research Foundation Trust	CSR00058499
3	Various activities related to Educati	Various activities related to Education	Yes	Tamil Nadu	Salem	200,000	No	Salem Ex-service men Welfare Trust	CSR00065748
	Total					1,294,322			

(d) Amount spent in Administrative Overheads **Nil**
(e) Amount spent on Impact Assessment, if applicable **Nil**
(f) Total amount spent for the Financial Year (8b+8c+8d+8e) **Rs. 12,94,322.4/-**
(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	12,87,585 /-
(ii)	Total amount spent for the Financial Year	12,94,322/-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	6737
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Nil

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
1	2025-2026	Nil	Nil	Nil	Nil	Nil	Nil
2	2024-2025	Nil	Nil	Nil	Nil	Nil	Nil
3	2023-2024	Nil	Nil	Nil	Nil	Nil	Nil
4	2022-2023	Nil	Nil	Nil	Nil	Nil	Nil
	Total						

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	**Project ID.**	**Name of the Project.**	**Financial Year in which the project was commen ced**	**Project duration**	**Total amount allocated for the project (in Rs.).**	**Amount spent on the project in the reporting Financial Year (in Rs).**	**Cumulati ve amount spent at the end of reporting Financial Year. (in Rs.)**	**Status of the project - Complete d /Ongoing .**
1						Nil	Nil	
2						Nil	Nil	
3						Nil	Nil	
	Total					Nil	Nil	

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year - **Nil**

a.Date of creation or acquisition of the capital asset(s).

b.Amount of CSR spent for creation or acquisition of capital asset.

c.Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.

d.Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset(s).

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). - NA

For and on behalf of the Board of Directors of Shanmuga Hospital Limited

Place: Salem

Date: 11.08.2026

Sd/-
Dr. P. S. PANNEERSELVAM
Managing Director
DIN:08772887

Sd/-
Dr. P. Prabu Sankar
Director & CEO
DIN: 08772888

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Annexure VI

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Industry Overview

The Indian healthcare sector continues to be one of the fastest-growing segments of the economy, supported by rising healthcare awareness, increasing health insurance penetration, growing prevalence of lifestyle diseases, improving healthcare infrastructure and rapid digital transformation. According to industry estimates, the Indian healthcare delivery market is expected to grow at a CAGR of approximately 10% to 12% over the next few years, driven by increasing demand for quality healthcare services and expanding access to medical care across urban and semi-urban regions. India remains one of the world's fastest-growing major economies with GDP growth estimated at around 6.5% during FY 2025-26. Continued government focus on healthcare infrastructure, digital health initiatives and expansion of health insurance coverage is expected to support sustained growth in the healthcare sector. Government programmes such as Ayushman Bharat and the Ayushman Bharat Digital Mission continue to improve accessibility, affordability and digitisation ofhealthcare services across the country.The healthcare sector is also witnessing significant transformation through the adoption of digital healthcare solutions, telemedicine, artificial intelligence-enabled diagnostics and integrated patient engagement platforms. Increasing health insurance penetration, rising healthcare expenditure and growing demand for specialised healthcare services are expected to create substantial opportunities for organized healthcare providers. Salem and the surrounding regions continue to emerge as an important healthcare destination in Western Tamil Nadu, generating increasing demand for advanced tertiary and specialty healthcare services. Against this backdrop, Shanmuga Hospital Limited remains well-positioned to capitalize on emerging opportunities through its focus on clinical excellence, technology adoption, patient-centric care and continuous enhancement of healthcare infrastructure and services.

Healthcare Landscape in Salem and Western Tamil Nadu

Salem continues to emerge as a leading healthcare destination in Western Tamil Nadu, serving patients not only from Salem district but also from neighbouring districts and adjoining states. The increasing demand for tertiary and super-specialty healthcare services, advanced diagnostics, oncology care, nephrology services, critical care, and preventive healthcare has contributed significantly to the region’s healthcare growth

Key Industry Trends

• Growing adoption of digital healthcare and telemedicine services.

• Increasing demand for specialized and super-specialty medical care.

• Expansion of health insurance coverage and cashless healthcare facilities.

• Rising focus on preventive healthcare and wellness management.

• Increased investments in advanced medical technologies and diagnostics.

• Growing adoption of Artificial Intelligence (AI) and data-driven healthcare solutions.

• Enhanced patient expectations regarding quality, safety, convenience, and accessibility.

Challenges

• Shortage of skilled healthcare professionals. • Increasing operational and manpower costs. • Rapid technological advancements requiring continuous investments. • Regulatory changes and compliance requirements. • Inflationary pressures affecting healthcare delivery costs

Outlook

The Indian healthcare sector is expected to maintain strong growth momentum in the coming years. Increasing healthcare expenditure, growing awareness, technological advancements and government support for healthcare infrastructure are expected to create significant opportunities for organized healthcare providers. The Company remains well-positioned to capitalize on these opportunities through its strong clinical capabilities, patient-centric approach, and ongoing infrastructure and technology investments.

2. FINANCIAL AND OPERATIONAL PERFORMANCE

The financial statements have been prepared in accordance with the provisions of the Companies Act, 2013, Indian Accounting Standards (Ind AS), SEBI Regulations and other applicable statutory requirements. The Management accepts responsibility for the integrity and objectivity of the financial statements and confirms that all estimates and judgments have been made on a prudent and reasonable basis.

FINANCIAL SUMMARY (RS.)

(All figures are in Lakhs)

Particulars	2025-26	2024-25
Operating Income	4743.61	4785.33
Other Income	62.71	23.35
Total Income	**4806.32**	**4808.67**
Operating Expenses	3920.9	3968.23
EBITDA	**885.42**	**840.44**
Interest Expense	36.75	55.9
Depreciation	281.65	215.8
Profit/(Loss) before Tax	**567.02**	**568.74**
Tax Expense	145.96	148.07
Profit/(Loss) after Tax (PAT)	**421.06**	**420.67**

Analysis

During the year under review, the Company continued its focus on enhancing healthcare delivery, strengthening specialty services, improving operational efficiency, and investing in technology-driven healthcare solutions. The Company's operational and financial performance reflects its commitment towards delivering quality healthcare services while maintaining sustainable growth and financial discipline.

3 OPPORTUNITIES AND THREATS

Opportunities

Growing demand for quality healthcare services in Tier-II cities:

Rising urbanization, increasing health awareness and improving income levels continue to drive demand for quality healthcare services.

Expansion of specialty and super-specialty healthcare services:

Increasing demand for advanced medical treatments presents opportunities to expand specialized healthcare offerings.

Increasing insurance penetration and government healthcare schemes:

Wider health insurance coverage and government initiatives are expected to improve access to quality healthcare services.

Growing demand for oncology, nephrology, critical care and advanced surgical services

The increasing prevalence of chronic diseases and lifestyle-related illnesses is driving demand for spe cialized medical care.

Digital healthcare initiatives and telemedicine:

Technology-driven healthcare solutions provide opportunities to improve patient engagement, operational efficiency and service accessibility.

Medical tourism and regional patient referrals:

The Company's quality healthcare services position it to attract patients from neighbouring regions and support growth in medical tourism.

Increasing preference for organized healthcare providers:
Patients are increasingly choosing organized hospitals that offer comprehensive healthcare services, advanced infrastructure and quality clinical outcomes

Threats

Intensifying competition:
The healthcare sector continues to witness increasing competition from private hospitals, corporate healthcare chains and government healthcare institutions.

Rising employee and Professional retention costs:
Increasing demand for skilled doctors, nurses and healthcare professionals may lead to higher employee and retention costs.

Capital-intensive business: Continuous investment is required in medical equipment, technology and infrastructure to maintain quality standards and remain competitive.

Regulatory changes: Changes in healthcare regulations, pricing policies and compliance requirements may impact operations and profitability.

Inflationary pressures: Rising costs of medical consumables, pharmaceuticals, equipment, utilities and other operating expenses may affect profit margins.

4. RISKS AND CONCERNS

The Company continually evaluates and monitors risks that may affect its business operations and growth prospects. Key risks include:

- Regulatory and compliance risks.
- Talent acquisition and retention challenges.
- Technology and cybersecurity risks.
- Operational risks arising from increasing patient volumes.
- Inflationary pressures impacting profitability.
- Changes in healthcare reimbursement mechanisms and insurance frameworks.

Appropriate risk management systems and mitigation measures have been established to address these risks effectively.

5. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has established adequate internal control systems commensurate with the size, nature and complexity of its business operations. These systems are designed to ensure the orderly and efficient conduct of business, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

The key features of the internal control framework include:

- Well-defined policies, procedures and authorization frameworks.
- An independent internal audit mechanism to evaluate the adequacy and effectiveness of internal controls.
- Periodic review of internal audit findings and control measures by the Audit Committee.
- Continuous monitoring of operational and financial controls.
- Regular compliance monitoring with applicable laws, regulations and internal policies.

The Board of Directors and the Audit Committee periodically review the adequacy and effectiveness of the Company's internal control systems and are satisfied that the internal controls are adequate and operating effectively.

6. OPERATIONAL HIGHLIGHTS

During the financial year under review, the Company continued its efforts towards strengthening its position as a leading healthcare provider in the region through investments in infrastructure, technology, clinical excellence and patient-centric initiatives. As part of its commitment towards enhanced transparency and stakeholder engagement following its listing on the BSE SME Platform, the Company voluntarily adopted the publication of quarterly financial results during the financial year. This initiative reflects the Company’s commitment to maintaining high standards of corporate governance and timely dissemination of information to investors and stakeholders.

As part of its commitment towards enhanced transparency and stakeholder engagement following its listing on the BSE SME Platform, the Company voluntarily adopted the publication of quarterly financial results during the financial year. This initiative reflects the Company's commitment to maintaining high standards of corporate governance and timely dissemination of information to investors and stakeholders. The Company also continued the development of its integrated digital healthcare platform, "Shanmuga 360", aimed at enhancing patient convenience and engagement. The platform is envisioned to provide a comprehensive healthcare ecosystem encompassing online appointment booking, teleconsultation services, access to medical records, diagnostic services, pharmacy services and other patient-centric healthcare solutions. The development of the platform marks an important milestone in the Company's digital transformation journey and is expected to strengthen patient outreach and service accessibility. Further, the Company continued to focus on strengthening specialty services, enhancing clinical capabilities, improving patient experience and driving operational efficiencies across various departments. The Company continued to witness healthy patient footfalls across outpatient and inpatient services during the year, reflecting the trust reposed by patients and the community in the quality of healthcare services offered by the Hospital.

Patient Statistics

Particulars	2025-26	2024-25
Inpatients (IP)	4593	4247
Outpatients (OP)	44898	41733

7. HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company firmly believes that its employees are the cornerstone of its success and sustainable growth. During the financial year under review, the Company continued to focus on the following key areas:

- Skill enhancement and professional development programmes.
- Clinical and non-clinical training initiatives.
- Leadership development programmes.
- Employee engagement and retention strategies.
- Performance-based recognition and reward mechanisms.
- Workplace safety, employee health and well-being initiatives.

Industrial relations remained cordial and harmonious throughout the financial year. The Company continues to foster a culture of professionalism, integrity, accountability, teamwork and continuous learning, while promoting a safe, inclusive and performance-driven work environment.

8. FUTURE OUTLOOK

The Company remains optimistic about its future growth prospects and continues to focus on strengthening its position as a leading healthcare provider in the region. The strategic focus areas for the coming years include:

- Expansion of healthcare infrastructure and patient care facilities.
- Strengthening specialty and super-specialty healthcare services.
- Enhancing patient experience through technology-enabled healthcare solutions.
- Continued investment in advanced medical equipment and clinical excellence.
- Digital healthcare expansion through the phased rollout and enhancement of the "Shanmuga 360" platform.
- Strengthening operational efficiencies and quality healthcare delivery.
- Enhancing shareholder value through sustainable growth and sound corporate governance practices.

Through these initiatives, the Company aims to further strengthen its market position while continuing to deliver high-quality healthcare services to the community.

Disclaimer The statements made in this Report describing the Company's objectives, projections, estimates, expec tations and predictions may constitute forward-looking statements within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied due to various risks, uncertainties and other factors beyond the Company's control.

9. DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

RATIOS	As at March 31, 2026	As at March 31, 2025	Variance	Reason for Variance
Current Ratio (in times)	2.22	3.35	(33.55%)	Decrease mainly due to encashment of term deposits (₹993.13L) used to fund capital expenditure during the year, together with lower closing Trade Receivables and Trade Payables balances.
Debt-Equity Ratio (in times)	0.16	0.19	(17.35%)	Not Applicable
Debt Service Coverage Ratio (in times)	24.09	15.03	60.27%	Increase mainly due to higher PBT for the year and no scheduled principal repayment of borrowings during FY26.
Return on Equity Ratio (%)	0.1	14.80%	(30.80%)	Decrease mainly due to a higher average shareholders' fund base (following FY25 IPO proceeds) growing faster than net profit, and higher depreciation on the year's capital expenditure.
Inventory Turnover Ratio (in times)	6.08	7.32	(16.92%)	Not Applicable
Trade Receivables Turnover Ratio (in times)	6.4	6.41	-0.17%	Not Applicable
Trade Payable Turnover Ratio (in times)	4.73	4.23	11.80%	Not Applicable
Net Capital Turnover Ratio (in times)	3.4	4.41	-22.91%	Not Applicable
Net Profit Ratio (%)	8.88%	8.79%	0.97%	Not Applicable
Return on Capital Employed (%)	12.01%	13.09%	(8.27%)	Not Applicable
Return on Investment (in %)	1.87%	2.33%	(19.59%)	Not Applicable
Interest Coverage Ratio	16.43	11.17	47.04%	Increase mainly due to a reduction in interest cost from ₹55.90L to ₹36.75L (-34%), following repayment of working capital borrowings (Short-Term Borrowings reduced from ₹402.10L to ₹314.43L), while EBIT remained broadly flat at ₹603.77L (PY ₹624.64L).
Operating Profit Margin Ratio	11.52%	0.1271	(9.34%)	Not Applicable

10. DISCLOSURE OF ACCOUNTING TREATMENT

The financial statements of the Company have been prepared in accordance with the Indian Account ing Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time. No treatment different from that prescribed under the applicable Accounting Standards has been followed in the preparation of the financial statements.

11. CAUTIONARY STATEMENT

The statements in this Management Discussion and Analysis Report describing the Company's objectives, expectations and projections may be forward-looking statements within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied depending upon economic conditions, government policies, competitive developments and other incidental factors.

11. DECLARATION REGARDING COMPLIANCE OF CODE OF CONDUCT

The Company has adopted a Code of Conduct applicable to Directors, Senior Management Personnel and Employees. The Code of Conduct is available on the Company's website. It is hereby confirmed that all Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct for the financial year ended March 31, 2026

For and on behalf of the Board of Directors of Shanmuga Hospital Limited

Place: Salem

Date: 11.08.2026

Sd/-
Dr. P. S. PANNEERSELVAM
Managing Director
DIN:08772887

Sd/-
Dr. P. Prabu Sankar
Director & CEO
DIN: 08772888

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Annexure VII

Statement of Particulars as per Rule 5 (1) of the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014

1.The Ratio of the remuneration of each Director and Key Managerial Personnel to the median remuneration of the employees of the Company for the financial year ended March 31,2026:

Sr. No.	Director/KMP	Designation	Remuneration (Rs.InLakhs)	Ratio to median Remuneration of employees
1	P. Jayalakshmi	Executive Director	18.7	8.86:1
2	Karthick	Chief Financial Officer	10.38	4.92:1
3	Veera Pratap Reddy Gandaluru	Company Secretary	10.35	4.91:1

2.The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any,in the financial year ended March 31,2026:

Sr. No.	Director/KMP	Designation	Ratio to median remuneration of employees
1	P. Jayalakshmi	Executive Director	-24.60%
2	Karthick	Chief Financial Officer	0.4142
3	Veera Pratap Reddy Gandaluru	Company Secretary	NA

The other directors are receiving remuneration in professional capacity and sitting fees during the financial year ended March 31, 2026.

3.The percentage increase in the median remuneration of employees in the financial year ended March 31,2026: 0%

4.The number of permanent employees on the rolls of Company: There are 254 permanent employees on the rolls of the Company as on March 31, 2026.

5.Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financiall year and its comparison with the percentile increase in the managerial remuneration and justification there of and point out if there are any exceptional circumstances for increase in the managerial remuneration;

The average increase in the median remuneration of employees for the year 2025-26 was 0.00%, where as the change in the managerial remuneration for the year was -10.61%.
Annual increment in the salary is based on the different grades, industry pattern, qualification, exper tise and experience of individual employee. As such the annual increment in remuneration is as per the terms of appointment and is in conformity with the remuneration policy

6. Affirmation that the remuneration is as per the remuneration policy of the Company:
The remuneration paid to Key Managerial Personnel is as per the remuneration policy of the Company.

For and on behalf of the Board of Directors of Shanmuga Hospital Limited

Place: Salem

Date: 11.08.2026

Sd/-
Dr. P. S. PANNEERSELVAM
Managing Director
DIN:08772887

Sd/-
Dr. P. Prabu Sankar
Director & CEO
DIN: 08772888

Shanmuga Hospital

A legacy of caring

Financial Reporting

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Shanmuga Hospital Limited,

Report on the Audit of the Financial Statements

OPINION

We have audited thefinancial statements of Shanmuga Hospital Limited(formerly known as Shan muga Hospital Private Limited) (the "Company"), which comprise the Balance Sheet as at31st March, 2026, the Statement of Profit and Loss andstatement of cash flows for the yearthen ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information. (hereinafter referred to as "financial statements") In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act,2013("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at 31stMarch, 2026, its profit, and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of financial statements in accordance with the Standards on Auditing (SAs) as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of theFinancial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of thefinancial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for ouropinion on the Financial Statements.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and We have determined the matters described below to be the key audit matters to be communicated in our report.

The Key audit matter	How the matter was addressed in our audit
Cash on Hand: The company operates in cash due to nature of the business. We focused on this area as it is material to the financial statements and area of significant risk for our audit as it requires considerable time and resource to audit due to its magnitude, it is considered to be a key audit matter.	As at the reporting date, the balance of cash in hand was not considered material in the context of the size and nature of the Company's operations. However, due to the inherent risk associated with cash transactions and the need to ensure completeness and existence, this area was considered significant for our audit. In view of the above, we requested and relied upon the physical cash verification report conducted by the management as at the reporting date. Additionally, we performed independent verification of cash on hand during the audit period on a sample basis. We also reviewed the reconciliation statements between the

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Management and the Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained during the course of audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, then we are required to report that fact. We have nothing to report in this regard[PR1] . [PR1]Observation 2 - MATERIAL: The logic is inverted. Under SA 720 the reporting obligation arises where the auditor concludes that there IS a material misstatement of the other information, not where there is none. Delete the word 'no'. Correct before signing.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS:

The Company's Management and the Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Management and the Board of Directors are also responsible for overseeing the Company's financial reporting process.

AUDITOR’S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS:

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

AUDITOR’S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS:

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

(i)Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

(ii)Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

(iii)Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

(iv)Conclude on the appropriateness of Management and the Board of Director’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Company to cease to continue as a going concern..

(v)Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS:REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS:

1. As required by the **Companies (Auditor's Report) Order, 2020 ("the Order")**, issued by the Central Government of India in terms of sub section (11) of section 143 of the Act, based on our audited financial statements, we give in **"Annexure - A"** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable

2. As required by Section 143(3) of the Act, we report that:

a). We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b). In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c). The Balance Sheet, the Statement of Profit and Loss, and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

d). In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act read with the Rule 7 of Companies (Accounts) Rules, 2014, as amended.

e). On the basis of the written representation received from the directors as on March 31, 2026, taken on records by the Board of Directors, none of the directors are disqualified as on March 31, 2026, from being appointed as a Director in terms of Section 164(2) of the Act.

e). Reporting with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial control over financial reporting.

f). With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the period is in accordance with the provisions of section 197 read with Schedule V to the Act.

g). With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note No.27(Other Notes to Accounts) to the financial statements.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. a. The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b. The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

c. Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

V. The Company has not declared or paid any dividend, hence reporting under Rule 11(f) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2026.

VI. As per the reporting requirements under Rule 11(g) of the Companies (Audit and Auditors) Rules,2014, and based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software. Further, for the periods where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with.

For P P N And Company
Chartered Accountants
Sd/-
R Rajaram
Partner
Firm's Registration No: 013623S
Peer Review Certificate No.020690
M. No: 238452
UDIN: 26238452DPYNAC7160

Place: Chennai
Date: 11-05-2026

ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that,
i.(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanation given to us, all Property, Plant and Equipment have been physically verified by the management during the year, however, there is a regular planned programme of periodical physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified every period. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) The title deeds of all the immovable properties of the Company are held in the name of the Company.

(d) The Company has not revalued any of its Property, Plant and Equipment during the year ended 31^{st} March 2026.

(e) There are no proceedings initiated or pending against the Company or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made there under.

ii. (a) The management has conducted physical verification of inventory at reasonable intervals during the year, except for inventory lying with third parties. In our opinion, the coverage and procedure of such verification by the management is appropriate and no significant discrepancies were noticed. In respect of inventory lying with third parties, these have substantially been confirmed by the third parties. Discrepancies of 10% or more in aggregate for each class of inventories were not noticed on such physical verification and in respect of such confirmations.

(b) According to the information and explanations given to us, and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are materially in agreement with the books of account of the Company.

iii. In respect of investments in, or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to any company, firm, LLP, or other parties, the company has not made investments in, or provided any guarantee or security or granted any loans or advances in the nature of loans secured or unsecured to any company, firm, LLP, or other parties during the period, and hence reporting under clause 3(iii)(a) to (f) of the Order is not applicable.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of loans granted, investments made and guarantees and securities provided, as applicable.

v. According to the information and explanations given to us, the Company has not accepted deposits and does not have any unclaimed deposits within the meaning of Section 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of the clause 3 (v) of the Order are not applicable.

vi. The Company is required to maintain cost records as prescribed by the Central Government under section 148(1) of the Act for the reporting period. As per our opinion, the cost records as per section 148(1) are followed, as applicable.

vii. In respect of statutory dues:

(a) According to the information and explanations given to us and according to the records as produced and examined by us, in our opinion, the Company is regular in depositing with appropriate authorities the undisputed statutory dues including income tax, sales tax, service tax, value added tax, goods and service tax, duty of customs, duty of excise, cess and other statutory dues applicable to it and there are no arrears of outstanding statutory dues as at 31st March, 2026 for a period of more than six months.

(b)According to the information and explanations given to us, there are no dues of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service-tax, Duty of Customs, Duty of Excise, Value Added Tax or Cess which have not been deposited on account of any dispute.

viii. According to the information and explanation given to us and on the basis of our examination of the records, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Accordingly, paragraph 3 (viii) of the Order is not applicable.

ix. (a) The Company has not defaulted in repayments of loans or other borrowings or in the payment of interest thereon from any lender.

(b) The Company has not been declared a wilful defaulter by any bank or financial institution or any other lender.

(c) The Company has not taken any term loan and reporting under clause 3(ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary companies, hence reporting on clause 3(ix)(e) of the Order is not applicable.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiary companies. Hence, the requirement to report on clause 3(ix)(f) of the Order is not applicable.

x. (a) During the year, the company has not raised any money by way of Initial Public Offer or Further Public Offer (including debt instruments) during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the period, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) under section 42 and section 62 of the Companies Act,2013. Accordingly, reporting of the purpose for which amount raised under clause 3 (x)(b) of the Order is not applicable.

xi. i.(a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.

(b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government

(c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.

xii. The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act where applicable and the details of such transactions have been properly disclosed in Point 25 of Note: 27 - Other Notes on Accounts to the financial statements, as required by the applicable accounting standards.

xiv. (a) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) The Internal audit reports of the company issued till the date of the audit report, for the period under audit have been considered by us.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order for reporting the provisions of section 192 of the Companies Act is not applicable.

xvi. (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) (a) of the Order is not applicable.

(b) The Company has not conducted any Non-Banking Financial & Housing Finance Activities during the year. Accordingly, paragraph 3(xvi) (b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Accordingly, paragraph 3(xvi) (c) of the Order is not applicable.

(d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

xvii. The Company has not incurred any cash loss during the financial year covered by our audit and immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Financial Statements, our knowledge of the plans of the Board of Directors and management, we are of the opinion that no material uncertainty exists as on the date of the audit report that Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

xx. According to the information and explanations given to us, the company is liable to comply with Corporate social responsibility requirements under section 135 of the Companies Act, 2013 for the FY25-26. The company has contributed Rs. 12,90,000/- for the FY 25-26. (Refer Point 16 in note 27. Notes to accounts)

For P P N And Company
Chartered Accountants
Sd/-
R Rajaram
Partner
Firm's Registration No: 013623S
Peer Review Certificate No.020690
M. No: 238452
UDIN: 26238452DPYNAC7160

Place: Chennai
Date: 11-05-2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report)

Report on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Act ("the Act")

We have audited the internal financial controls over financial reporting of **Shanmuga Hospital Limited** (the "Company") as of **March 31, 2026** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Financial Statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Financial Statements included obtaining an understanding of internal financial controls with reference to Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to Financial Statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial control with reference to Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted accounting principles.

A company's internal financial control with reference to Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the Financial Statements

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Financial Statements to future periods are subject to the risk that the internal financial control with reference to Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls with reference to Financial Statements and such internal financial controls were operating effectively as at March 31, 2026, based on the internal control with reference to Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India

For P P N And Company
Chartered Accountants
Sd/-
R Rajaram
Partner
Firm's Registration No: 013623S
Peer Review Certificate No.020690
M. No: 238452
UDIN: 26238452DPYNAC7160

Place: Chennai
Date: 11-05-2026

Balance Sheet as at March 31, 2026

(All amounts are in ₹ lakhs unless stated)

Particulars			Note No.	As at March 31, 2026	As at March 31, 2025
I.	EQUITY AND LIABILITIES				
1	SHAREHOLDERS' FUNDS				
	(a)	Share Capital	3	1,361.30	1,361.30
	(b)	Reserves and Surplus	4	2,888.89	2,608.50
2	NON-CURRENT LIABILITIES				
	(a)	Long-Term Borrowings	5	359.35	359.35
	(b)	Deferred Tax Liabilities (Net)	6	104.92	41.35
	(c)	Long-Term Provisions	7	29.29	11.04
3	CURRENT LIABILITIES				
	(a)	Short-Term Borrowings	8	314.43	402.10
	(b)	Trade Payables	9		
		(A) Total outstanding dues of Micro Enterprises and Small Enterprises; and		-	12.11
		(B) Total outstanding dues of Creditors other than Micro Enterprises and Small Enterprises		206.27	366.04
	(c)	Other Current Liabilities	10	40.51	115.59
	(d)	Short-Term Provisions	11	0.73	0.72
	TOTAL EQUITY AND LIABILITIES			**5,305.70**	**5,278.10**
II.	ASSETS				
1	NON-CURRENT ASSETS				
	(a)	Property, Plant & Equipment and Intangible Assets	12		
		(i) Property, Plant & Equipment		3,746.89	2,242.71
		(ii) Intangible Assets		16.85	-
		(iii) Capital Work-in-Progress		244.08	-
	(b)	Non-Current Investments	13	2.74	2.74
	(c)	Long-term Loans and Advances	14	45.15	31.64
2	CURRENT ASSETS				
	(a)	Inventories	15	195.77	288.97
	(b)	Trade Receivables	16	685.73	796.05
	(c)	Cash and Cash Equivalents	17	192.52	1,258.93
	(d)	Short-term Loans and Advances	18	117.97	628.02
	(e)	Other Current Assets	19	58.01	29.04
	TOTAL ASSETS			**5,305.70**	**5,278.10**

As per our report of even date attached
For P P N And Company
Chartered Accountants
Firm's Reg. No: 013623S
Peer Review Certificate No. 013578

Sd/-
R.Rajaram
Partner
M.No: 238452
Salem
11-05-2026

For and on behalf of the Board of Directors of Shanmuga Hospital Limited

Sd/-
Dr. P. S. Panneerselvam
Managing Director
DIN: 08772887

Sd/-
Dr. P. Prabu Sankar
Director cum CEO
DIN: 08772888

Sd/-
Mr. Karthick
Chief Financial Officer
PAN: FB******6P

Sd/-
CS Kannan Anjana Maragatham
Company Secretary
M No: A70080

Profit and Loss as on March 31, 2026

(All amounts are in ₹ lakhs unless stated)

Sl. No.	Particulars	Note No.	For the Year Ended March 31, 2026	For the Year Ended March 31, 2025
I	Revenue From Operations	20	4,743.61	4,785.33
II	Other Income	21	62.71	23.35
III	**Total Income (I + II)**		**4,806.32**	**4,808.67**
IV	**Expenses :**			
	Cost of Consumption	22	1,474.72	1,772.74
	Employee Benefits Expense	23	757.98	559.25
	Finance Costs	24	42.15	62.67
	Depreciation & Amortisation Expense	25	281.65	215.80
	Other Expenses	26	1,682.79	1,629.48
	Total Expenses (IV)		**4,239.30**	**4,239.94**
V	**Profit Before Exceptional and Extraordinary Items and Tax (III-IV)**		**567.02**	**568.74**
VI	Exceptional Items			
VII	**Profit before extraordinary items and tax (V-VI)**		**567.02**	**568.74**
VIII	Extraordinary items			
IX	**Profit before tax (VII-VIII)**		**567.02**	**568.74**
X	**Tax Expense:**			
	(1) Current Tax		82.38	133.84
	(2) Deferred Tax		63.58	13.77
	(3) Tax Adjustment for earlier years			0.46
XI	**Profit/(Loss) from continuing operations (IX-X)**		**421.06**	**420.67**
XII	**Profit/(Loss) from discontinuing operations**			
XIII	**Profit/(Loss) For The Period**		**421.06**	**420.67**
	(1) Basic (in Rs. Per share)		3.09	4.03
	(2) Diluted (in Rs. Per share)		3.09	4.03

As per our report of even date attached
For P P N And Company
Chartered Accountants
Firm's Reg. No: 013623S
Peer Review Certificate No. 013578

Sd/-
R.Rajaram
Partner
M.No: 238452
Salem
11-05-2026

For and on behalf of the Board of Directors of Shanmuga Hospital Limited

Sd/-
Dr. P. S. Panneerselvam
Managing Director
DIN: 08772887

Sd/-
Dr. P. Prabu Sankar
Director cum CEO
DIN: 08772888

Sd/-
Mr. Karthick
Chief Financial Officer
PAN: FB******6P

Sd/-
CS Kannan Anjana Maragatham
Company Secretary
M No: A70080

Cash Flow as on March 31 ,2026

(All amounts are in ₹ lakhs unless stated)

	Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
A	**CASH FLOWS FROM OPERATING ACTIVITIES**		
	Net Profit Before Tax	567.02	568.74
	Adjustments for:		
	Depreciation	281.65	215.80
	Interest Expenses	36.75	55.90
	Dividend Income	(0.05)	(0.06)
	Interest Income	(13.98)	(6.90)
	Operating Profit before working capital changes:	**871.39**	**833.47**
	Adjustments for changes in working capital:		
	(Increase)/Decrease in Inventories	93.20	(93.80)
	(Increase)/Decrease in Trade Receivables	110.32	(99.90)
	(Increase)/Decrease in Short term Loans & Advances	510.05	(544.97)
	(Increase)/Decrease in Other Current assets	(28.97)	140.58
	(Increase)/Decrease in Other Non Current assets	(13.51)	(14.79)
	Increase/(Decrease) in Trade payables	(171.87)	(126.49)
	Increase/(Decrease) in Other Current Liabilities	(75.08)	37.90
	Increase/(Decrease) in Provisions	18.26	7.13
	Cash generated from operations	**1,313.79**	**139.12**
	Less: Income Taxes Paid	(82.38)	(296.06)
	NET CASH FROM OPERATING ACTIVITIES (A)	**1,231.42**	**(156.94)**
B	**CASH FLOWS FROM INVESTING ACTIVITIES**		
	Interest Received	13.98	6.90
	Dividend Income	0.05	0.06
	Purchase of Property, Plant and Equipment	(2,046.76)	(440.22)
	(Increase)/Decrease in Non-Current Investments	-	(0.25)
	NET CASH USED IN INVESTING ACTIVITIES (B)	**(2,032.73)**	**(433.50)**
C	**CASH FLOWS FROM FINANCING ACTIVITIES**		
	Interest paid	(36.75)	(55.90)
	Proceeds from issue of equity shares for initial public offer	-	2,061.72
	Issue Expenses for initial public offer	(140.68)	(225.94)
	Net Proceeds/(Repayment) in Long Term Borrowings	-	-
	Net Proceeds/(Repayment) in Short Term Borrowings	(87.67)	(140.42)
	NET CASH USED IN FINANCING ACTIVITIES (C)	**(265.10)**	**1,639.46**
D	**NET INCREASE IN CASH AND CASH EQUIVALENT (A+B+C)**	**(1,066.41)**	**1,049.02**
	Opening Cash and Cash Equivalents	1,258.93	209.92
	CLOSING CASH AND CASH EQUIVALENT	**192.52**	**1,258.93**

As per our report of even date attached
For P P N And Company
Chartered Accountants
Firm's Reg. No: 013623S
Peer Review Certificate No. 013578

Sd/-
R.Rajaram
Partner
M.No: 238452
Salem
11-05-2026

For and on behalf of the Board of Directors
of Shanmuga Hospital Limited

Sd/-
Dr. P. S. Panneerselvam
Managing Director
DIN: 08772887

Sd/-
Dr. P. Prabu Sankar
Director cum CEO
DIN: 08772888

Sd/-
Mr. Karthick
Chief Financial Officer
PAN: FB******6P

Sd/-
CS Kannan Anjana Maragatham
Company Secretary
M No: A70080

Notes to Financial Statements for March 31, 2026

Company Overview & Significant Accounting Policies

1 Company Overview

The Company was incorporated as a Private Limited Company on 26th June 2020 under the provisions of the Companies Act 2013, with CIN:U85110TZ2020PTC033974 and having its registered office at 51/24, Saradha College Road, Salem, Tamil Nadu, India, 636007 .Subsequently the company was converted into Public Limited Company vide special resolution passed by our shareholders at the Extra Ordinary General Meeting held on 27.02.2024 and the name of the Company was changed to Shanmuga Hospital Limited ('the company' or 'the issuer') pursuant to issuance of Fresh Certificate of Incorporation dated 06.06.2024 Registrar of Companies, Chennai with Corporate Identification Number L85110TZ2020PLC033974.

The Company is engaged in the business of establishing, maintaining, assisting, encouraging or promoting in India, as and when deemed proper or expedient for the purpose of medical relief, in the form of hospitals, institutions or in connection therewith or attached thereto all or any of the following institutions: Nursing Homes, Hospitals, Multispeciality Hospitals or Wards, rehabilitation centers, I.C.U.s, I.C.C.U.s and related units, Diagnostic Centers, Scan Center, Health centers and other related centers, Physiotherapy, Laboratories, Dispensaries, Blood bank and Creches.

2 Significant Accounting Policies

a)Basis of Preparation:

The Financial Statements have been prepared in accordance with Indian Generally Accepted Accounting Principles (IGAAP) under historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards prescribed by the Companies (Accounting Standards) Rules, 2021.

b) The Company has issued 38,18,000 Equity share of Rs.10/- each at a preimum of Rs.44/- each by way of Initial Public Offer ("IPO") and got listed on SME Platform of BSE Limited on 21st February, 2025. Accordingly, these audited financial result for the year ended March 31, 2025 are drawn in accordance with the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Sr. No.	Object as per the Offer Document	Total Amount as per Offer Document	Amount Utilised upto 31st March, 2025	Amount Utilised during FY 2025-26 (April 2025 to March 2026)	Cumulative Utilisation upto 31st March, 2026	Unutilised Amount as at 31st March, 2026
1	Capital Expenditure	1,452.50	337	1,115.50	1,452.50	Nil
2	Issue Related Expenses	225.94	225.94	-	225.94	Nil
3	General Corporate Purposes	383.28	383.28	-	383.28	Nil
Grand Total		**2,061.72**	**946.22**	**1,115.50**	**2,061.72**	**Nil**

Notes

(i) The entire IPO proceeds of Rs. 2,061.72 Lakhs have been fully utilised as at 31st March, 2026. There is no unutilised amount remaining as at the Balance Sheet date.

(ii) Of the total IPO proceeds, Rs. 1,115.50 Lakhs pertaining to Capital Expenditure was held in the form of Fixed Deposits as at 31st March, 2025 (previous year). The said amount was fully deployed during the period April 2025 to September 2025 towards the said object of issue, as confirmed by the Utilisation Certificate.
(iii) There has been no deviation or variation in the utilisation of the proceeds from the objects stated in the Offer Document. The Company confirms full compliance with Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
(iv) A Utilisation Certificate for IPO Proceeds as at 30th September, 2025 has been issued by M/s PPNAND & Company, Chartered Accountants (Firm Registration No. 013623S, Peer Review Certificate No. 020690), the Statutory Auditors of the Company (UDIN: 25238452BMHSXD2771), confirming that all IPO proceeds have been fully utilised in accordance with the objects stated in the Offer Document, with no deviation.
(v) These Financial Statements for the year ended 31st March, 2026 are the first annual financial statements prepared after listing and are drawn in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

c. Revenue Recognition:

The company derives its revenues primarily from Health care services, Patient care services (including procedures such as surgeries and diagnostics imaging), and from appointments and related services. Revenue from services provided under fixed price contracts, where the outcome can be reliably estimated, is recognized based on contract activity.
Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured in accordance with AS-9, Revenue Recognition. Sales are recognized on accrual basis, and only after transfer of services to the customer.
Revenue from healthcare services is recognised as follows: (a) In-patient (IPD) revenue is recognised over the period of patient stay based on services rendered up to the balance sheet date, with unbilled revenue for services rendered but not yet invoiced recognised as 'Unbilled Revenue' under Other Current Assets; (b) Out-patient (OPD) revenue is recognised at the point the service/consultation is rendered; (c) Revenue from package/fixed-price procedures is recognised on completion of the procedure; (d) Revenue from patients covered under Third Party Administrator (TPA)/insurance arrangements is recognised at the gross billed amount, net of discounts as per the empanelment agreement, at the time services are rendered, with recoverability assessed at each reporting date; (e) Pharmacy and related trading revenue is recognised at the point of sale/dispensing to the patient, net of applicable discounts.
Interest Income : Revenue is recognized on the time proportion basis after taking into account the amount outstanding and the rate applicable.
Dividend Income : Dividend Income is recognised when the owners right to receive payment is established.
Other Income : Other items of income and expenditure are recognized on accrual basis and as a going concern basis, and the accounting policies are consistent with the generally accepted accounting policies.

d Property Plant and Equipment Including Intangible Assets:

Property Plant and Equipments are stated at cost, less accumulated depreciation. Cost includes cost of acquisition including material cost, freight, installation cost, duties and taxes, and other incidental expenses, incurred up to the installation stage, related to such acquisition. Property Plant and Equipments purchased in India in foreign currency are recorded in Rupees, converted at the exchange rate prevailed on the date of purchase. Intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.

e Depreciation:

The Company has applied the estimated useful lives as specified in Schedule II of the Companies Act 2013 and calculated the depreciation as per the Straight Line Method (SLM). Depreciation on new assets acquired during the year is provided at the rates applicable from the date of acquisition to the end of the financial year. In respect of the assets sold during the year, depreciation is provided from the beginning of the year till the date of its disposal.

Intangible assets are amortised on a straight-line basis over the estimated useful life as specified in Schedule II of the Companies Act 2013. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss. In respect of the assets sold during the year, amortisation is provided from the beginning of the year till the date of its disposal.

Capital work in-progress represents expenditure incurred in respect of assets which are yet to be brought to it working condition for its intended use and are carried at cost. Cost includes related acquisition expenses, construction or development cost, borrowing costs capitalised and other direct expenditure.

Useful Life of Property, Plant and Equipments

Category	Useful life	Schedule - II Part 'C '	Useful life
Computer & Accessories	3 years	XII (ii)	3 years
Furniture & Fittings	10 years	V (i)	10 years
Office Equipments	5 years	XI	5 years
Plant & Machinery - Medical	13 years	IV (ii) (i)	13 years
Plant & Machinery - Others	15 years	IV (i) (a)	15 Years
Vehicles - General	8 years	VI (3)	8 years
Building	60 years	I (c)	60 years
Temporary structure	Not disclosed - pending management confirmation	I (e)	3 years
Software	6 years	Intangible Assets	
Electrical Installations	10 years	XIV	

f Impairment of Assets:

The Management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired. An impairment loss is recognised wherever the carrying value of an asset exceeds its recoverable amount. The recoverable amount is higher of the asset's net selling price and value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. Reversal of impairment loss is recognised immediately as income in the profit and loss account.

g Inventories:

The inventories of medical consumables, drugs and surgical instruments are valued at lower of cost and net realizable value and Cost of these inventories comprises of all costs of purchase and other costs incurred in bringing the inventories to their present location The Company follows the FIFO method for determining the Cost of Inventories.

h Use of Estimates:

The preparation of the financial statements in conformity with Generally Accepted Accounting Principles requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and the reported amounts of income and expenses during the year. Examples of such estimates include provisions for doubtful debts, income taxes, post - sales customer support and the useful lives of Property Plant and Equipments and intangible assets.

i Foreign Currency Transactions:

During the year, the Company had no material foreign currency transactions (CIF value of imports: Nil; Earnings in foreign currency: Nil; Expenditure in foreign currency: Nil). The policy below will apply if such transactions arise in future.

I Initial Recognition :

A foreign currency transactions are recorded, on initial recognition in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

II Measurement:

Foreign currency monetary items are reported using the closing rate.

Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction

Non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

III Treatment of Foreign Exchange:

Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the Company are recognised as income or expenses in the Statement of Profit and Loss.

j **Employee Benefits:**

Post-Employment Benefits:

Defined Benefit Plan:

Gratuity liability is a defined benefit obligation and is unfunded. The Company accounts for liability for future gratuity benefits based on the actuarial valuation using Projected Unit Credit Method carried out as at the end of each financial year.

Defined Contribution Plan:

The company makes provident fund and employe estate insurance scheme contributions which are defined contribution plans, for qualifying employees. Under these schemes, both the employee and the Firm make monthly contributions. The employer contribution is charged off to Profit & Loss Account as an expense.

k Taxes on Income:

Income Tax expenses is accounted for in accordance with AS-22 "Accounting for Taxes on Income" for both Current Tax and Deferred Tax stated below:

A. Current Tax:

Provision for current tax is made in accordance with the provisions of the Income Tax Act, 1961.

B. Deferred Tax:

Deferred tax is recognised, subject to the consideration of prudence, as the tax effect of timing difference between the taxable income and accounting income computed for the current accounting year using the tax rates and tax laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax assets are recognised and carried forward to the extent that there isa reasonable certainty, except arising from unabsorbed depreciation and carried forward losses, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

l Provisions and Contingent Liabilities:

A provision is recognised if, as a result of past event, the Company has a present legal obligation that can be estimated reliably and it is probable that an outflow of economic benefit will be required to settle the obligation. Provisions are determined by the best estimate of outflow of economic benefits required to settle the obligation at the reporting date. Where no

m. Earnings Per Share:

Basic Earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit after tax by the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

n. Cash and Bank Balances:

Cash and cash equivalents comprises Cash-in-hand, Current Accounts, Fixed Deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value. Other Bank Balances are short-term balance (with original maturity is more than three months but less than twelve months).

o). Cash Flow Statement:
Cash flows are reported using indirect method, whereby net profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

P). Segment Reporting:

The Operations of the company are in the nature of sale of medicines and services to the patients. Since the service nature includes medicines and consumables utilized and forming part of the same treatment to the patients, bifurcation of expenses, assets may not be practicable and separable for the operations, hence the combined nature of treatment through service and sale can only be regarded as a single segment. Since the company is operating in a segment, hence segment reporting is not applicable.

Q). Investments:

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

NOTE: 3 SHARE CAPITAL

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number	Amount (Rs. In Lakhs)	Number	Amount (Rs. In Lakhs)
a) Number and amount of equity shares authorised	14,000,000	1,400.00	14,000,000	1,400.00
(i) Number and amount of equity shares Issued, Subscribed and Paid-Up	13,613,000	1,361.30	13,613,000	1,361.30
Number and amount of equity shares Subscribed but not fully Paid-Up	-	-	-	-
Total b (i) + b (ii)	**13,613,000**	**1,361.30**	**13,613,000**	**1361.3**
c) Par value per Equity share (in ₹ each)	**10**		**10**	

RECONCILIATION OF NO. OF SHARES OUTSTANDING AT THE END OF THE YEAR

(NO. OF SHARES ARE IN NUMBERS)

Particulars	As at March 31, 2026	As at March 31, 2025
Shares outstanding at the beginning of the period	**13,613,000**	9,795,000
Bonus Shares issued during the period	-	-
Shares issued through rights issue	-	-
Fresh issue of equity shares through IPO*	-	3,818,000
Shares bought back during the period	-	-
Shares outstanding at the end of the period	**13,613,000**	**13,613,000**

*The company has raised money through Initial Public Offer ("IPO") and has got listed on BSE-SME Platform by way of fresh issue of 38,18,000 fully paid-up equity shares of face value of Rs.10 each at a premium of Rs.44 each.

Terms/Rights attached to Equity Shares:

(a) The company has only one class of Equity Shares having a par value of ₹ 10/- per share. Each holder of Equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity share will be entitled to receive remaining Assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the Share holders.

(b) The equity shares are not repayable except in the case of a buy back, reduction of capital or winding up in terms of the provisions of the Companies Act, 2013.

(c) Every member of the company holding equity shares has a right to attend the General Meeting of the Company and has a right to speak and on a show of hands, has one vote if he is present in person and on a poll shall have the right to vote in proportion to his share of the paid-up capital of the company.

d) The rights, preferences and restrictions attaching to each class of shares:
The Company has only one class of shares and all shareholder have equal rights and there are no restriction.

e) Details of shareholders holding more than 5% of shares:

Name of the Shareholder	As at March 31, 2026		As at March 31, 2025	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
Dr. P. S. Panneerselvam	2,430,000	17.85%	2,430,000	17.85%
Mrs. P. Jayalakshmi	2,430,000	17.85%	2,430,000	17.85%
Dr. P. Prabu Sankar	2,444,000	17.95%	2,452,000	18.01%
Dr. D. Priyadharshni	2,430,000	17.85%	2,430,000	17.85%
Total	**9,734,000**	**71.56%**	**9,742,000**	**71.56%**

f) Shareholding of Promoters

Promoter Name	No. of Shares at the end of the year	No. of Shares at the Beginning of the year	% of Change during the year
Dr. P. S. Panneerselvam	2,430,000	2,430,000	-
Dr. P. Prabu Sankar	2,444,000	2,452,000	-0.33%
Dr. D. Priyadharshni	2,430,000	2,430,000	-
Mrs. P. Jayalakshmi	2,430,000	2,430,000	-
Total	**9,734,000**	**9,742,000**	-

Notes 4 Reserve and Surplus

(All amounts are in ₹. lakhs unless stated)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Securities Premium		
Opening Balance	**1453.98**	**1679.92**
Add: Premium on fresh issue on IPO	-	(225.94)
Less: Issue expenses	(140.68)	-
Closing Balance	**1,313.30**	**1,453.98**
(b) General/ Free Reserves		
Opening Balance	-	-
Add: Additions during the year	-	-
Less: Bonus Shares issued	-	-
Closing Balance		**-**
(c) Surplus		
Opening Balance	1,154.52	733.85
Add: Profit / (Loss) transfer from the current year	421.06	420.67
Less: Transferred to General Reserves		-
Closing Balance	**1,575.59**	**1,154.52**
Total	**2,888.89**	**2,608.50**

Note: 5 Long-Term Borrowings
(Rs. In lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Secured a) From banks	-	-
Unsecured Loan from Related Parties b) From Directors*	359.35	359.35
Total	**359.35**	**359.35**

*The unsecured loan received from directors are interest free and no security has been providedby the company against the loan.

Note: 6 Deferred Tax Liabilities (Net)
(Rs. In lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
a) On account of Depreciation b) On account of Gratuity c) On account of Income Tax disallowance	104.92 - -	45.47 (4.13) -
Total	**104.92**	**41.35**

Note: 7 Long-Term Provisions
Rs. In lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Provision for Gratuity	29.29	11.04
Total	**29.29**	**11.04**

Note: 8 Short-Term Borrowings
(Rs. In lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Secured a) Axis Bank - Overdraft b) Axis Bank - Dropline OD	 271.19 43.24	 280.75 121.36
Total	**314.43**	**402.1**

Annexure to short term borrowings: **(Rs. In lakhs)**

S. No.	**Particulars of Bank**	**Facility type**	**Rate of Interest**	**Outstanding as at March 31, 2026**	**Outstanding as at March 31, 2025**	**Limit sanctioned (Rs)**	**Security**
1	Axis bank	Overdraft	9.75%	271.19	280.75	44,000,000	Security offered as collateral is Personal Guarantee of Promoters and Self Occupied Residential property in the name of Director Mr Paneerselvam*
2	Axis bank	Dropline OD	9.75%	43.24	121.36	44,000,000	
Total				**314.43**	**402.1**		

* New T.S No 1/10A, 1/14.ward-c, Block no 1, Old no 49, new no52/28A, Saradha Main road, LRN colony, Alagapuram, Salem -636007.

Note: 9 Trade Payables

Particulars	As at March 31, 2026	As at March 31, 2025
a). Total outstanding dues of Micro Enterprises and Small Enterprises; and b). Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises	0 206.27	12.11 366.05
Total	**206.27**	**378.15**

Ageing Schedule

a) Trade Payables ageing schedule for the period ended March 31, 2026
(Rs. In lakhs)

Particulars	Outstanding for following periods				Total
	0 - 1 year	1 - 2 Years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	**-**
(ii) Others	206.27	-	-	-	**206.27**
(iii) Disputed dues MSME	-	-	-	-	**-**
(iv) Disputed dues others	-	-	-	-	**-**

b) Trade Payables ageing schedule for the period ended March 31, 2025
(Rs. In lakhs)

Particulars	Outstanding for following periods				Total
	0 - 1 year	1 - 2 Years	More than 2 Years	More than 3 years	
(i) MSME	12.11	-	-	-	**12.11**
(ii) Others	103.18	24.04	238.83	-	**366.04**
(iii) Disputed dues MSME	-	-	-	-	-
(iv) Disputed dues others	-	-	-	-	-

Dues of Micro Enterprises and Small Enterprises (Rs. In lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
(a) Dues remaining unpaid to any supplier at the end of each accounting year - Principal - Interest on the above	- -	12.11 -
(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(d) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Note: Based on the information available with the Company,the above are the dues to Small and Micro enterprises as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006. The information regarding Micro and Small enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

Note: 10 Other Current Liabilities

(Rs. In lakhs)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
a) ESI, PF and Professional Tax Payable	1.82	7.05
b) TDS & TCS Payable	10.56	13.83
c) GST Payable	-	-
d) Audit Fees Payable	6.35	6.35
e) Rent Payable	1.62	19.44
f) Salary & remuneration payable	15.52	58.87
g) Advance from customers	4.62	7.66
h) Other Payables	0.01	2.38
Total	**40.51**	**115.59**

Note: 11 Short-Term Provisions

Particulars	As at March 31, 2026	As at March 31, 2025
a) Provision for Tax b) Provision for Gratuity	0 0.73	0 0.72
Total	**0.73**	**0.72**

Note: 12 Property, Plant & Equipment and Intangible asset Attached Separately

Note: 13 Non-Current Investments

Particulars	As at March 31, 2026	As at March 31, 2025
Investment in Equity Instruments (At cost)	2.74	2.74
Total	**2.74**	**2.74**

Notes for Investment in Equity Instruments as at 31 st March2026:
Aggregate value of Quoted Investments 2.74
Aggregatevalue of Unquoted Investments -
Aggregate Market value of quoted Investments thereon - 2.01

Note: 14 Other Non-Current Assets

Particulars	As at March 31, 2026	As at March 31, 2025
Fixed deposits in banks Rental Deposit Other Deposits	8.50 5.00 31.65	8.35 15.40 7.88
Total	**45.15**	**31.64**

Note: 15 Inventories

Particulars	As at March 31, 2026	As at March 31, 2025
Stock-in-Trade - Pharmacy items and Consumables	195.77	288.97
Total	**195.77**	**288.97**

Note: 16 Trade Receivables **(Rs. In lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
a) Trade receivable considered good – Unsecured	658.73	796.05
Total	**658.73**	**796.05**

Ageing Schedule

Trade Receivables ageing schedule For the period ended March 31, 2026 (Rs. In lakhs)

Particulars	Outstanding for following periods from due date of payment					
	< 6 Months	6 Months - 1 Year	1 - 2 Years	2-3 Years	More Than 3 years	Total
(i) Undisputed Trade Receivables - Considered good, Unsecured	514.07	38.34	55.56	32.93	44.84	**685.73**
(ii) Undisputed Trade Receivables considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

A. Trade Receivables ageing schedule For the year ended March 31, 2025 (Rs. In lakhs)

Particulars	Outstanding for following periods from due date of payment					
	< 6 Months	6 Months - 1 Year	1 - 2 Years	2-3 Years	More Than 3 years	Total
(i) Undisputed Trade Receivables - Considered good, Unsecured	449.36	154.6	128.05	30.93	33.12	**796.05**
(ii) Undisputed Trade Receivables considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

Note: 17 Cash & Bank Balances **(Rs. In lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
a. Cash and cash equivalent a) Balance with banks b) Cash in hand (As certified by management)	31.03 33.04	98.34 39.02
b. Other Bank Balance with Scheduled Bank Balance with banks in Fixed deposits (having maturity more than 3 months but remaining maturity less than 12 months) *	128.45	1,121.58
Total	**192.52**	**1,258.93**

Note: 18 Short-Term Loansand Advances **(Rs. In lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Advances given to Suppliers & contractors	2.6	578.55
a) TDS & TCS receivable(Net-of Income Tax Provision)	115.37	49.47
Total	**117.97**	**628.02**

Note: 19 Other Current Assets **(Rs. In lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
a) Prepaid Expenses	7.14	9.32
b) Balance with Govt Authorities	16.91	19.27
c) Other Deposits	-	-
d) Other Current Assets	33.96	-
Total	**58.01**	**29.04**

Note: 12 Property, Plant &Equipment and Intangible Asset (All amounts are in ₹. lakhs unless stated)

Assets	GROSS BLOCK						ACCUMULATED DEPRECIATION				NET BLOCK	
	As on	Additions	Transferred In	Transferred Out	Deletion	As on	As on	For the Period	Deletion	As on	As on	As on
	01.04.2025					3/31/2026	01.04.2025			3/31/2026	3/31/2026	3/31/2025
Tangible Assets												
Plant and Machinery	1,688.34	1,723.83	71.71	119.7	-	3,364.18	340.96	223.79	-	564.75	2,799.42	1,347.37
Furniture & Fittings	121.96	38.45	3.77	-	-	164.18	19.36	11.87	-	31.23	132.95	102.6
Electrical Equipments	89.92	32.84	119.96	74.88	-	167.83	27.99	20.62	-	48.61	119.23	61.93
Computer	37.37	4.44	-	20.17	-	21.64	15.61	3.42	-	19.02	2.62	21.77
Building	712.28	-	-	-	-	712.28	10.26	15.42		25.68	686.6	702.02
Vehicles	10.7	-	-	-	-	10.7	3.67	0.94	-	4.62	6.08	7.02
Intangible Assets												
Software	-	3.13	19.32	-	-	22.45	-	5.6	-	5.6	16.85	-
			-	-		-	-					-
Capital Work in Progress							-					-
Building	-	244.08	-	-	-	244.08	-		-	-	244.08	-
Total (A)	**2,660.57**	**2,046.76**	**214.76**	**214.76**	**-**	**4,707.33**	**417.86**	**281.65**	**-**	**699.51**	**4,007.82**	**2,242.71**

Note: 20 Revenue from Operations

(All amounts are in ₹. lakhs unless stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of services Sale of Goods	3,525.43 1,218.18	3,451.42 1,333.90
Total	**4,743.61**	**4,785.33**

Note: 21 Other Income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Income	13.98	6.9
Dividend from shares	0.05	0.06
Interest on IT Refund	2.53	-
Misc Income	46.16	16.38
Total	**62.71**	**23.35**

Note: 22 Cost of Consumption

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Stock	288.97	195.16
Purchases & Consumables	1,381.52	1,866.55
Closing Stock	(195.77)	(288.97)
Total	**1,474.72**	**1,772.74**

(All amounts are in ₹. lakhs unless stated)

Note: 23 Employee Benefits Expense

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries & Wages	669.81	506.21
Contribution to Employee Welfare Fund	7.95	21.28
Gratuity Expenses	18.26	7.13
Staff Welfare	61.97	24.64
Total	**757.98**	**559.25**

Note: 24 Finance Costs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest on Term Loan	-	-
Interest on working capital limits	36.75	55.9
Bank Charges	5.41	6.76
Total	**42.15**	**62.67**

Note: 25 Depreciation & Amortisation Expense **(Rs. In lakhs)**

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation on Tangible Assets	281.65	215.8
Total	**281.65**	**215.8**

Note: 26 Other Expenses (Rs. In lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Advertisement Charges	124.1	68.16
Administrative Expenses	0.24	3.24
Remuneration to Auditors*	11.42	11.31
CSR Expenditure	12.9	15
Consulting Doctors Payment	775.34	768.27
Patient Discount Allowed	246.74	243.81
Power and Fuel	131.13	130.27
Printing and Stationery	28.25	27.51
Professional and Consulting Charges	21.93	15.37
Rates and Taxes	8.3	14.92
Rent - Building	37.14	41.82
Rent - Machinery	21.42	19.6
Repairs and Maintenance (Plant & Machinery)	130.21	146.52
Repairs and Maintenance (Building & Others)	48.67	70.71
Software Charges Paid	0.16	1.04
Subcription and Membership fees	18.93	12.06
Telephone Charges	3.65	3.69
Travelling Expenses	25.94	11.79
Miscellaneous Expenses	36.32	24.37
Total	**1,682.79**	**1,629.48**

27. Other Notes to Accounts

1 Contingent Liabilities and Commitments (to the extent not provided for):

A. Contingent Liabilities (Rs. Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Litigation in consumer court *	30	30
Total	**30**	**30**

A. Contingent Liabilities (Rs. Lakhs)

*** Note :**

S.No	Case and reference number	Filed by	Respondent	Amount in Rs.	Latest status in brief
1	CC 10 of 2023	Elisapath Rani	Dr Murugavel, Dr Palaniappan and Chairman of Shanmuga Hosital private limited	3,000,000	Appeal preferred against the demand vide FA 16 of 2024**

**The District Consumer disuputes redressal commission has ordered to pay sum of Rs 30,00,000/- to the respondent vide order dated 13-10-2023. How ever the company preferred appeal over the demand after deposting a sum of Rs 16,11,000/- with the court and the appeal is still in progress.

B. Commitments **(Rs. In lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil	Nil
Uncalled liability on shares and other investments partly paid	Nil	Nil
Other commitments	Nil	Nil
Total	**-**	**-**

2 Proposed Dividend Details:

The Company has not declared dividend during the period under review.

3 No issue of securities were made for any specificpurpose by the Company duringthe reporting year.

4 The Company has not made borrowings from banks and financial institutions for any specific purposes during the year

5 The assets other than Property, Plant and Equipment, Intangible Assets and non-current investments have value on realization in the ordinary course of business equal to the amount at which they are stated

6Details of Benami Property Held:
There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988).

7 The company has no borrowing from the banks or financial institutions on the basis of security of current assets, hence no quarterly returns or statements of current assets are required to be filed by the Company with any the banks or financial institutions.

8 The Company has made borrowings from the banks on the basis of security of current assets, and the statements of current assets as required to be filed by the Company with any the banks or financial institutions are done periodically.

9 Wilful Defaulter:
The company is not declared as wilful defaulter by any bank or financial institution or other lender.

10 Relationship with Struck off Companies:
The Company has not entered into any transactions with companies struck off undersection 248 of the Companies Act, 2013.

11 Registration of Charges or Satisfaction with Registrar of Companies:
The Company has no charge which is yet to be registered with Registrar of Companies beyond the statutory period .

12 Compliance with Number of Layers of Companies:
The Company has no subsidiaries hence layers prescribed under clause (87) of section2 of the Act read with Companies (Restriction on number of Layers) Rules,2017 are not applicable.

13 Compliance with Approved Scheme(s)of Arrangements:
No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

14. Utilisation of Borrowed Funds and Share Premium:

A. The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall
(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
B. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall
(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

15. Payment to the Auditor:

Particulars	For the year ended	
	31.03.2026	31.03.2025
Statutory Audit Fees	11.42	11.31
Tax Audit Fees		
Other Matters	-	-
Total	**11.42**	**11.31**

16. Corporate Social Responsibility:

As per provisions of Section 135 of the Companies Act, 2013, the applicability towards CSR has commenced from the financial year 2022-23 onwards.Our Company has constituted the Corporate Social Responsibility Committee under sub-section (1) of Section 135 of Companies Act, 2013. As part of its initiatives under “Corporate Social Responsibility (CSR), our Company has undertaken projects in the areas of Healthcare, Livelihood and Education. These projects are in accordance with Schedule VII read with Section 135 (2) of the Companies Act, 2013.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Amount Required to be spent by the company during the period/year	12.9	15
Amount of expenditure incurred	12.9	
Shortfall at the end of the period/year	-	-
Total of previous years shortfall	-	-
Reason for shortfall	NA	NA
Nature of CSR activities	Contribution to Education and Health care activites	Contribution to Education and Health care activities
Details of related party transactions e.g.,contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard	NA	NA
Provision is made with respect to a liability incurred by entering into a contractual obligation	-	-
Excess amount Spent as per Section 135(5)	-	-
Carry Forward	-	-

17 No amounts have been set aside or proposed to be set aside to reserve to meet any specific liability, contingency or commitment known to exit at the date as at which balance sheet made up.

18 Details of Supply of Service :

A. In case of companies rendering or supplying services

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Gross Income Derived from services rendered or supplied	3,525.43	3,451.42
Total	**3,525.43**	**3,451.42**

19 In the case of all concerns having works in progress **(Rs. In lakhs)**

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Capital Works in Progress	244.08	-
Total	**244.08**	**-**

20 A. CIF value of Imports **(Rs. In lakhs)**

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Raw materials	-	-
Components and spare parts	-	14.52
Capital goods	-	-
Total	**-**	**14.52**

B. Earnings in Foreign Exchange **(Rs. In lakhs)**

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
FOB value of Exports	-	-
Royalty, know-how, professional and consultation fees, Interest, Dividend	-	-
Other Income	-	-
Total	-	-

C. Expenditure in Foreign Currency (Rs. In lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Travelling Expenses	-	**4.7**
Total	**-**	**4.7**

21 Undisclosed Income:

There are no transactions that were not recorded in the books of account, and which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

There is no previously unrecorded income and related assets have been recorded in the books of account during the year.

22 Details of Crypto Currency or Virtual Currency:

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

23 Dues to Micro, Small and Medium Enterprise (MSME):

The dues towards micro, small and medium enterprises have been disclosed in the schedules to balance sheet.

24 Disclosure of related parties/related party transactions pursuant to Accounting Standard (AS) - 18 "Related Party Disclosures":

S. No	Name of the Key Managerial Personnel/Entity	Relationship
1	Dr. P S Paneerselvam	Director/KMP
2	Dr. P Prabu Sankar	Director/KMP
3	Mrs. P. Jayalakshmi	Director/KMP
4	Dr. D Priyadharshni	Director/KMP
5	CA AS Gowri	Independent Director
6	Mr. Ashwin Raj	Independent Director
7	CS B Akilan	Independent Director
8	Mr. Saravanan	Non-Executive
9	Mr. Karthick	Chief Financial Officer
10	CS K Anjana Maragatham	Company Secretary cum Compliance officer
11	PS Paneerselvam (HUF)	HUF owned or Significantly influenced by KMP

S. No	Name of the Key Managerial Personnel/Entity	Relationship
12	Velavan Hospital Needs Private Limited	Company owned or significantly influenced by KMP
13	Shanmuga Medical Research Foundation Trust	Company owned or significantly influenced by KMP
14	Travellers Inn (Partnership firm)	Firm owned or significantly influenced by KMP

Note:

Mr Veera Pratap Reddy Gandaluru resgined as Company secretary on 24.03.2025 and Mrs K Anjana Maragatham is appointed as Company secretary cum compliance officer on 31.03.25

B. Transactions with relatedparties during the year (Rs. In lakhs)

Particulars	For the Year Ended 31-March-2026	For the Year Ended 31-March-2025
Professional fees paid to KMP		
Dr. PS Paneerselvam	40.59	38.38
Dr. P Prabhushankar	35.79	33.58
Dr. D Priyadharshni	23.79	21.58
Total	**100.17**	**93.53**
Director / KMP remuneration paid		
Mr. Karthick	10.38	7.34
CS Veera Pratap Reddy Gandaluru	-	4.75
CS Kanna Anjana Maragatham	10.38	7.22
Mrs. P. Jayalakshmi	18.7	24.8
Total	**39.43**	**44.11**
Director Sitting Fees paid		
Dr. P. S Paneerselvam	0.45	2.1
Mrs. P. Jayalakshmi	0.6	1.2
Dr. P Prabu Sankar	1.2	2.55
Dr. D Priyadharshni	1.05	2.55
CA AS Gowri	1.05	1.65
Mr. Ashwin Raj	0.75	1.05

Particulars	For the Year Ended 31-March-2026	For the Year Ended 31-March-2025
CS B Akilan	1.05	1.65
Mr. Saravanan	0.75	0.6
Total	**6.9**	**13.35**
Purchase of medicines and other consumables		
Velavan Hospital Needs Private Limited	113.4	148.79
Travellers Inn	54.04	52.36
Total	**167.44**	**201.15**
Other transactions with related parties		
Rent paid towards Building, Plant and Machinery		
Shanmuga Medical Research Foundation Trust	34.63	30.67
Dr. P S Paneerselvam	19.44	18
Total	**54.07**	**48.67**
O/s Payable		
Velavan Hospital Needs Private Limited	-	12.96
Travellers Inn	3.02	23.19
Shanmuga Medical Research Foundation Trust	198.78	271.15
Rent payable to Dr. P S Paneerselvam	1.62	19.44
Total	**203.42**	**326.74**
Unsecured Loans Received/(Paid)		
Dr. P S Paneerselvam	359.35	359.35
Total	**359.35**	**359.35**

25 Income Taxes:

I . Minimum Alternate Tax

Company has opted for special rate of tax of the Income Tax Act, 1961. Hence, MAT asset is not recognised.

II. Current Tax (Rs. In lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current Tax Add: Tax Adjustment for earlier years	82.38 -	133.84 0.46
Net Current Tax	**82.38**	**134.3**

26 Exchange Difference: **(Rs. In lakhs)**

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Exchange Difference Gain/(Loss)	-	-
Total	**-**	-

27 Employee Benefit (Incurred in India):

Gratuity - The Present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method and is unfunded. This method considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation.

Interest Cost: It is the increase in the Plan liability over the accounting period resulting from the operation of the actuarial assumption of the interest rate.

Current Service Cost: is the discounted present value of the benefits from the Plan's benefit formula attributable to the services rendered by employees during the accounting period.

Actuarial Gain or Loss: occurs when the experience of the Plan differs from that anticipated from the actuarial assumptions. It could also occur due to changes made in the actuarial assumptions.

(i) Reconciliation of Opening and Closing Balance of Gratuity Obligations: **(Rs. In lakhs)**

Particulars	As at March 31, 2026	As at March 31, 2025
Net Liability as at the Beginning of the Period Net Expenses in P/L A/c Benefits Paid Net Liability as at the End of the Period	11.8 18.26 - 30.06	4.63 7.17 - 11.80
Present Value of Gratuity Obligation (Closing)	**30.06**	**11.8**

ii) Expenses Recognised in Statement of Profit and Loss during the Year: (Rs. In lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Cost	0.80	0.17
Current Service Cost	5.03	0.56
Past Service Cost	-	-
Expected Return on Plan Assets	-	-
Curtailment Cost (Credit)	-	-
Settlement Cost (Credit)	-	-
Net Actuarial (gain) / loss	12.43	6.44
Net Expenses to be Recognized in P&L	18.26	7.17
Total	**18.26**	**7.17**

(iii) Changes in Benefit Obligations: (Rs. In lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Defined benefit Obligation	18.97	11.8
Current service Cost	5.03	0.56
Interest Cost for the Year	0.8	0.17
Actuarial Losses (gains)	12.43	6.44
Benefits Paid	-	-
Closing Defined benefit Obligation	**37.23**	**18.97**
Total	**37.23**	**18.97**

Actuarial Assumptions:

Particulars	For the year ended 31.03.2026	For the year ended 31.03.2025
Rate of Discounting	8.25%	7.26%
Salary Escalation	5.00%	5.00%
Attrition Rate	2.00%	5.00%
Mortality rate during employment Indian	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

28 Cash Flow Statement:

(1) The amount of cash and bank balances held by the enterprise as at March 31, 2026 was Rs.1,92,52,090.06/- that are available for use by Company.
(2) Company does not have undrawn borrowing facilities that may be available for future operating activities.
(3) The Company has appropriate amount of Cash Flows that are required to maintain operating capacity.
(4) Company is investing adequately in the maintenance of its operating capacity.
(5) There are no non cash transactions happened in investing and financing activities to be excluded from Cash Flow Statement.

I. Components of Cash and Cash Equivalents:	**For the year ended 31.03.2026**	**For the year ended 31.03.2025**
Cash on Hand	33.04	39.02
Cheque in Hand		
Balance with Banks	31.03	98.34
Demand Deposits with Banks	-	-
Short Term Highly Liquid Investments	-	-
Bank Overdraft	-	-
Total Components of Cash and Cash Equivalents:	**64.07**	**137.36**

29. Changes in Accounting Estimates:

There are no changes in Accounting Estimates made by the Company for the period ended 31st Mar 2026.

30. Changes in Accounting Policies:

There are no changes in Accounting Policy made by the Company for the period ended 31st Mar 2026.

31. Disclosures on Property, Plant and Equipment and Intangible Assets:

I. Property, Plant and Equipment

- There is no restriction on the title of Property, Plant and Equipment, subject to only those which are under hypothication/ charge.
- Company has no contractual commitments for the acquisition of Property, Plant & Equipment.
- Company has no Impairment loss during the period for Property, Plant & Equipment.
- Assets are periodically checked for active usage and those which are retired are written off.
- There are no temporarily idle property, plant and equipment.
- Intangible asset is amortised as per Schedule II

- The carrying amount and remaining amortization period of any individual intangible asset are not material to the financial statements of the enterprise as a whole.
- There are no amounts of intangible assets whose title is restricted and the carrying amounts of intangible assets pledged as security for liabilities.

32. Investments:

I. Profits and Losses with Regard to Investments have been Disclosed as under:
a) Profits and losses on disposal of current investments
b) Profits and losses on changes in the carrying amount of current investments
c) Profits and losses on disposal of long-term investments
d) Profits and losses on changes in the carrying amount of long- term investments

33. Segment Reporting:

The Operations of the company are in the nature of sale of medicines and services to the patients. Since the service nature includes medicines and consumables utilized and forming part of the same treatment to the patients, bifurcation of expenses, assets may not be practicable and separable for the operations, hence the combined nature of treatment through service and sale can only be regarded as a single segment. Since the company is operating in a segment, hence segment reporting is not applicable.

35 Balance shown under head Sundry debtors, creditors and advances are subject to confirmation.

36 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with current year's classification.

34 Earning Per Share

Particulars	For the Year Ended March 31,	
	2026	**2025**
Profit after tax for the year attributable to equity shareholders (A)	421.06	420.67
Basic & Diluted		
Outstanding Number of Equity Shares at the beginning of the year (Nos.) (B)	13,613,000	9,795,000
Outstanding Number of Equity Shares after Bonus issue & rights issue (Nos.) (C)	13,613,000	9,795,000
Outstanding Number of Equity Shares After IPO (Nos.) (D)	-	3,818,000
Outstanding Number of Equity Shares at the end of the year (Nos.) (E=C+D)	13,613,000	13,613,000
Weighted Average Number of Equity Shares at the end of the year (Nos.) (F)	13,613,000	10,431,333
Earnings Per Share		
Pre Bonus Issue (Outstanding no. of shares at the beginning of the year) (A/B)		
Basic EPS (in ₹)	3.09	4.29
Diluted EPS (in ₹)	3.09	4.29
Pre IPO & Post Bonus Issue (A/C)		
Basic EPS (in ₹)	3.09	4.29
Diluted EPS (in ₹)	3.09	4.29
Post IPO (Outstanding no. of shares at the end of the year) (A/E)		
Basic EPS (in ₹)	3.09	3.09
Diluted EPS (in ₹)	3.09	3.09
Post IPO (Weighted average no. of shares) (A/F)		
Basic EPS (in ₹)	3.09	4.03
Diluted EPS (in ₹)	3.09	4.03

28 Statement of Other Accounting Ratios, as per Companies Act, 2013

RATIOS	As at March 31, 2026	As at March 31, 2025	Variance	Reason for Variance
Current Ratio (in times)	2.22	3.35	(33.55%)	Decrease mainly due to encashment of term deposits (₹993.13L) used to fund capital expenditure during the year, together with lower closing Trade Receivables and Trade Payables balances.
Debt-Equity Ratio (in times)	0.16	0.19	(17.35%)	Not Applicable
Debt Service Coverage Ratio (in times)	24.09	15.03	60.27%	Increase mainly due to higher PBT for the year and no scheduled principal repayment of borrowings during FY26.
Return on Equity Ratio (%)	0.1	14.80%	(30.80%)	Decrease mainly due to a higher average shareholders' fund base (following FY25 IPO proceeds) growing faster than net profit, and higher depreciation on the year's capital expenditure.
Inventory Turnover Ratio (in times)	6.08	7.32	(16.92%)	Not Applicable
Trade Receivables Turnover Ratio (in times)	6.4	6.41	-0.17%	Not Applicable
Trade Payable Turnover Ratio (in times)	4.73	4.23	11.80%	Not Applicable
Net Capital Turnover Ratio (in times)	3.4	4.41	-22.91%	Not Applicable
Net Profit Ratio (%)	8.88%	8.79%	0.97%	Not Applicable
Return on Capital Employed (%)	12.01%	13.09%	(8.27%)	Not Applicable
Return on Investment (in %)	1.87%	2.33%	(19.59%)	Not Applicable
Interest Coverage Ratio	16.43	11.17	47.04%	Increase mainly due to a reduction in interest cost from ₹55.90L to ₹36.75L (-34%), following repayment of working capital borrowings (Short-Term Borrowings reduced from ₹402.10L to ₹314.43L), while EBIT remained broadly flat at ₹603.77L (PY ₹624.64L).
Operating Profit Margin Ratio	11.52%	0.1271	(9.34%)	Not Applicable

Note: The above reason for variance shall be addressed if there is a change in the variance of more than 25%.

As per our report of even date attached
For P P N And Company
Chartered Accountants
Firm's Reg. No: 013623S
Peer Review Certificate No. 013578

Sd/-
R.Rajaram
Partner
M.No: 238452
Salem
11-05-2026

For and on behalf of the Board of Directors of Shanmuga Hospital Limited

Sd/-
Dr. P. S. Panneerselvam
Managing Director
DIN: 08772887

Sd/-
Dr. P. Prabu Sankar
Director cum CEO
DIN: 08772888

Sd/-
Mr. Karthick
Chief Financial Officer
PAN: FB******6P

Sd/-
CS Kannan Anjana Maragatham
Company Secretary
M No: A70080

Shanmuga Hospital

A legacy of caring

SHANMUGA HOSPITAL LIMITED

51/24, Saradha College Road, Salem - 636 007.

PH: 0427- 2706674 | E Mail: secretarial@shanmugahospital.com

Website: www.shanmugahospital.com