

SUSHRUTA MEDICAL AID AND RESEARCH HOSPITAL LIMITED

CIN: U85110KA1982PLC004845

Registered Office: 202, Rashtriya Vidyalaya Road, Bengaluru – 560 004, Karnataka

Tel: 080-41187600 | E-mail: office@bangalorehospital.co.in | Website: www.bangalorehospitals.in

ANNUAL REPORT FOR THE FINANCIAL YEAR 2025-26

BOARD OF DIRECTORS

Dr. Krishna Prasad Surapaneni (DIN: 02036963)	Director
Dr. Abhishek Mannem (DIN: 09708706)	Director
Mrs. Surapaneni Vimaladevi (DIN: 03327290)	Director

STATUTORY AUDITORS

M Panigrahi & Co., Chartered Accountants (FRN: 324889E)
909, 9th Floor, B Wing, Mittal Tower, M.G. Road, Bengaluru – 560 001, Karnataka

REGISTRAR AND SHARE TRANSFER AGENT

KFin Technologies Limited (CIN: L72400TG2017PLC117649)

REGISTERED OFFICE

202, Rashtriya Vidyalaya Road, Bengaluru – 560 004, Karnataka |
CIN: U85110KA1982PLC004845

VENUE OF THE 44TH ANNUAL GENERAL MEETING

Admin Building, The Bangalore Hospital, Lakshmi Towers, Near South End Metro
Station, Jayanagar, Bengaluru – 560 004

CONTACT

Tel: 080-41187600 | E-mail: office@bangalorehospital.co.in |

Website: www.bangalorehospitals.in

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NOTICE OF THE 44TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 44th Annual General Meeting of the Members of Sushruta Medical Aid and Research Hospital Limited (CIN: U85110KA1982PLC004845) will be held on **Friday, the 30th day of October, 2026** at **11:00 A.M.** (IST) at Admin Building, The Bangalore Hospital, Lakshmi Towers, Near South End Metro Station, Jayanagar, Bengaluru – 560 004, a place other than the Registered Office of the Company at 202, Rashtriya Vidyalaya Road, Bengaluru – 560 004 but within the city in which the Registered Office is situated, to transact the following business:

ORDINARY BUSINESS:

1. Adoption of the audited financial statements

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 the Board of Directors and the Auditors thereon, and in this regard to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT the audited financial statements of the Company for the financial year ended 31st March, 2026, comprising the Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date and the Notes thereto, together with the Reports of the Board of Directors and the Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted.”

2. Re-appointment of Dr. Krishna Prasad Surapaneni (DIN: 02036963), who retires by rotation

To appoint a Director in place of Dr. Krishna Prasad Surapaneni (DIN: 02036963), who retires by rotation at this meeting and, being eligible, offers himself for re-appointment, and in this regard 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 other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, Dr. Krishna Prasad Surapaneni (DIN: 02036963), who retires by rotation at this meeting and, being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

By Order of the Board
For **SUSHRUTA MEDICAL AID AND RESEARCH HOSPITAL LIMITED**



Abhishek Mannem

Director

DIN: 09708706

Place: Bengaluru

Date: 07/10/2026

NOTES:

1. A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and, on a poll, to vote instead of himself or herself, and the proxy need not be a Member of the Company (Section 105(1) of the Companies Act, 2013).
2. The instrument appointing a proxy, in Form MGT-11 annexed to this Notice, duly completed, stamped and signed, must be deposited at the Registered Office of the Company **not less than 48 hours before the commencement of the Meeting** (Section 105(4)). A proxy form received after that time will be invalid.
3. A person can act as proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten per cent of the total share capital of the Company carrying voting rights. A Member holding more than ten per cent of the total share capital of the Company carrying voting rights may appoint a single person as proxy, and such person shall not act as proxy for any other person or Member (proviso to Section 105(1) read with Rule 19(2) of the Companies (Management and Administration) Rules, 2014).
4. A corporate Member intending to send its authorised representative to attend the Meeting under Section 113 of the Companies Act, 2013 is requested to send to the Company a certified copy of the Board resolution authorising such representative to attend and vote on its behalf.
5. Members, proxies and authorised representatives are requested to bring the Attendance Slip, duly filled in and signed, to the Meeting. Members holding shares in dematerialised form are requested to write their DP ID and Client ID, and those holding shares in physical form their Folio Number, on the Attendance Slip.
6. Every Member entitled to vote at the Meeting is entitled, during the period beginning twenty-four hours before the time fixed for the commencement of the Meeting and ending with its conclusion, to inspect the proxies lodged, during the business hours of the Company, provided not less than three days' notice in writing of the intention to inspect is given to the Company (Section 105(8)).
7. The documents referred to in this Notice are open for inspection at the Registered Office of the Company on all working days between 11:00 a.m. and 1:00 p.m. up to the date of the Meeting, and at the venue during the Meeting.
8. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 will be open for inspection at the Meeting (Section 171), and the Register of Contracts or Arrangements in which Directors are interested

maintained under Section 189 will be produced at the commencement of the Meeting and will remain open and accessible during the Meeting (Section 189(4)).

9. The route map to the venue of the Meeting is annexed as **Annexure-1** (Secretarial Standard on General Meetings, SS-2).
10. The quorum for the Meeting is five Members personally present (Section 103(1)(a)(i)).
11. The Company has fewer than one thousand Members and its shares are not listed. The facility of remote e-voting under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 is therefore not mandatory and is not being provided. Voting at the Meeting will be by show of hands unless a poll is ordered by the Chairman or validly demanded under Section 109; if a poll is taken, it will be conducted by ballot paper in Form MGT-12 under the supervision of the Scrutiniser, Mr. Venkataraman Jayagopal, Practising Company Secretary (Membership No. 6347; Certificate of Practice No. 5389), appointed for the purpose (Section 109(5) read with Rule 21).
12. On a poll, the voting rights of a Member shall be in proportion to his or her share in the paid-up equity share capital of the Company (Section 47(1)(b)).
13. No special business is proposed at this Meeting. Accordingly, no statement under Section 102(1) of the Companies Act, 2013 is annexed.
14. This Notice, together with the Annual Report for the financial year 2025-26, is being sent by e-mail to Members whose e-mail addresses are registered with the Company or the Depository Participants, and by post or courier to the other Members, at their registered addresses (Sections 20, 101 and 136). The Notice and the Annual Report are also available on the Company's website, www.bangalorehospitals.in.
15. Members holding shares in physical form are requested to register their e-mail addresses with the Registrar and Share Transfer Agent, KFin Technologies Limited, and Members holding shares in dematerialised form with their Depository Participants. Members are also requested to notify any change in e-mail address, bank mandate or address, quoting their Folio Number or DP ID and Client ID in all correspondence.
16. Members who wish to seek information on the financial statements are requested to write to the Company at its Registered Office or at office@bangalorehospital.co.in at least seven days before the date of the Meeting.
17. Members still holding share certificates in physical form are advised to dematerialise their holding. Under Rule 9A of the Companies (Prospectus and Allotment of Securities) Rules, 2014, a holder of securities of an unlisted public company who intends to transfer them must first get them dematerialised.
18. Members may avail of the nomination facility by filing Form SH-13 under Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014. Blank forms will be supplied on request.
19. Members who have not encashed their dividends for the financial years 2017-18, 2018-19 and 2020-21 (interim) are requested to write to the Company or the Registrar and Share Transfer Agent. Dividends that remain unpaid or unclaimed for seven years from the date of transfer to the Unpaid Dividend Account are required to be transferred to the Investor Education and Protection Fund (IEPF), together with the shares on which dividends have remained unclaimed for seven consecutive years (Sections 124(5) and 124(6)). Amounts and shares so transferred can be claimed only from the IEPF Authority.

By Order of the Board

For **SUSHRUTA MEDICAL AID AND RESEARCH HOSPITAL LIMITED**



Abhishek Mannem

Director

DIN: 09708706

Place: Bengaluru

Date: 07/10/2026

ANNEXURE-1

ROUTE MAP TO THE VENUE OF THE 44TH ANNUAL GENERAL MEETING

Admin Building, The Bangalore Hospital, Lakshmi Towers, Near South End Metro Station, Jayanagar, Bengaluru – 560 004

Landmark: Lakshmi Towers, near South End Metro Station, Jayanagar



Location of the venue – Lakshmi Towers, Jayanagar



Route from Kempegowda International Airport to the venue

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ATTENDANCE SLIP

44th Annual General Meeting – Friday, the 30th day of October, 2026 at 11:00 A.M. (IST)

Folio No. / DP ID – Client ID	
Name of the first-named Member / Proxy / Authorised Representative	
Name(s) of joint Member(s), if any	
Number of shares held	

I/We certify that I/we am/are Member(s) / proxy / authorised representative for the Member(s) of the Company. I/We hereby record my/our presence at the 44th Annual General Meeting of the Company held on Friday, the 30th day of October, 2026 at 11:00 A.M. (IST) at Admin Building, The Bangalore Hospital, Lakshmi Towers, Near South End Metro Station, Jayanagar, Bengaluru – 560 004.

Signature of the Member / Proxy
/ Authorised Representative

Signature of the first joint holder

Signature of the second joint
holder

Notes: (1) Please sign this attendance slip and hand it over at the attendance verification counter at the venue.
(2) Only Members of the Company, their proxies and authorised representatives will be allowed to attend the Meeting.

Form No. MGT-11**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	U85110KA1982PLC004845
Name of the Company	SUSHRUTA MEDICAL AID AND RESEARCH HOSPITAL LIMITED
Registered Office	202, Rashtriya Vidyalaya Road, Bengaluru – 560 004, Karnataka
Name of the Member(s)	
Registered address	
E-mail ID	
Folio No. / DP ID – Client ID	

I/We, being the Member(s) holding _____ shares of the above-named Company, hereby appoint:

1. Name:	Address:
E-mail ID:	Signature: _____, or failing him/her

2. Name:	Address:
E-mail ID:	Signature: _____, or failing him/her

3. Name:	Address:
E-mail ID:	Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 44th Annual General Meeting of the Company to be held on Friday, the 30th day of October, 2026 at 11:00 A.M. (IST) at Admin Building, The Bangalore Hospital, Lakshmi Towers, Near South End Metro Station, Jayanagar, Bengaluru – 560 004, and at any adjournment thereof, in respect of the resolutions indicated below:

Resolution No.	Resolution	For	Against
1.	Ordinary Resolution – adoption of the audited financial statements for the financial year ended 31st March, 2026, together with the Reports of the Board of Directors and the Auditors thereon		
2.	Ordinary Resolution – re-appointment of Dr. Krishna Prasad Surapaneni (DIN: 02036963), who retires by rotation		

Signed this _____ day of _____, 2026.

Signature of the Member	Signature of the Proxy holder(s)	Affix revenue stamp
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Note: This form of proxy, in order to be effective, should be duly completed, stamped and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.