

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

NOTICE OF EXTRA ORDINARY GENERAL MEETING (EOGM)

Notice is hereby given that Extra Ordinary General Meeting ('EOGM') of the members of Saakshi Medtech And Panels Limited ("Company"/"Saakshi") will be held on Tuesday, June, 2nd 2026 at 03:00 p.m. IST through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM") to transact the following Special Businesses:

ITEM -1 To Increase in Authorized Capital of the Company and consequential Alteration in the Capital Clause of Memorandum of Association of the Company:

To consider and, if thought fit, to pass, with or without modification(s), if any, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 61 and Section 64 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the consent of the members of the company be and is hereby accorded to increase the authorized share capital of the Company from ₹18,00,00,000/- (Rupees Eighteen Crore only) divided into 1,80,00,000 (One Crore Eighty Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each to ₹25,00,00,000/- (Rupees Twenty-Five Crore only) divided into 2,50,00,000 (Two Crore Fifty Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each, by creation of additional 70,00,000 (Seventy Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each ranking pari-passu with the existing equity shares of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013, the existing Clause V (Capital Clause) of the Memorandum of Association of the Company be and is hereby altered to reflect the increased authorised share capital as follows:

"V. The Authorised Share Capital of the Company is ₹25,00,00,000/- (Rupees Twenty-Five Crore only) divided into 2,50,00,000 (Two Crore Fifty Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each."

RESOLVED FURTHER THAT for the purpose of giving effect to the above, any of the Director or the Company Secretary of the Company be and are hereby authorized severally to do all such acts, deeds, matters and things as it may, at its discretion deem necessary, desirable, incidental for such purpose, including without limitation, issuing clarifications on the offer, making any application etc., to the concerned statutory and regulatory authorities appointment of consultants, solicitors, or any other agencies as may be required, and entering into arrangements for listing, trading, depository services and such other arrangements and / or agreements as the case may be and also to seek listing of the equity shares with the stock exchange(s) where the equity shares of the Company are presently listed, with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard to any such issue, offer or allotment of equity shares and in complying with any regulations, and to execute all such deeds, documents, writings, agreements, applications, forms, in connection with the proposed issue as they may in their absolute discretion deem fit."

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

ITEM 2: To Approve the issue of Equity Shares of the Company on Preferential Basis for consideration other than cash

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

“RESOLVED THAT pursuant to the provisions of Section 62 read with Section 42 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations, 2018”), Securities & Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 (“SEBI Takeover Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations”), the applicable rules, notifications, guidelines issued by various authorities including but not limited to the Government of India, the Securities and Exchange Board of India (“SEBI”), the Reserve Bank of India (“RBI”) and other competent authorities including relevant Stock Exchanges and subject to the approvals, permissions, sanctions and consents as may be necessary from any regulatory and other appropriate authorities, as applicable, and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, sanctions and consents, which may be agreed to by the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include any committee which the Board has constituted or may constitute to exercise its powers, including the powers conferred by this resolution), the consent of the members of company be and is hereby accorded, to create, offer, allot and issue **20,22,940 fully paid-up equity shares** of face value of Rs.10/- each at a price of Rs. 207 /- per equity share which is not less than the price determined in accordance with Chapter V of the SEBI ICDR Regulations to the shareholders of **Laxmi Engineering Industries Bhopal Pvt Ltd (Target Company)**, who is not a promoter and who does not belong to the promoter(s) and the promoter group of the Company, as per the particulars set out below by way of preferential issue for consideration other than cash, being the acquisition of **23,92,850 fully paid-up equity shares** (“Sale Shares”) and voting rights constituting 34.41% of the shareholding of Target Company (for an aggregate consideration of Rs. 41,87,48,580/- in accordance with applicable law:

Sr. No.	Name of the Proposed Allottees / The shareholders of Laxmi Engineering Industries Bhopal Pvt Ltd (Target Company)	No. of Equity Shares to be acquired by company	No. of Equity Shares to be allotted by company
1	AARYA KETAN KOTECHA	15000	12681
2	AKASH SINGH	28600	24179
3	ANAND KUMAR TIWARI	15000	12681
4	ANANT CHIRIMAR	15000	12681
5	ANISH AMOL TAORI	15000	12681
6	ANSH MEHTA	8928	7548
7	ANUP GUPTA	30000	25362
8	CHETAN NAVINCHANDRA SHAH	30000	25362
9	DEEPIKA SIDDHARTH RAISONI	30000	25362

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

Sr. No.	Name of the Proposed Allottees / The shareholders of Laxmi Engineering Industries Bhopal Pvt Ltd (Target Company)	No. of Equity Shares to be acquired by company	No. of Equity Shares to be allotted by company
10	DEVKI NANDAN SHARMA	15000	12681
11	DHIRENDRA NATH TIWARI	15000	12681
12	DINESH KUMAR TIWARI	15000	12681
13	GIRISH PAMAN VANVARI	60000	50725
14	GOLD CIRCLE VENTURE PARTNERS LLP	30000	25362
15	HASTI MEET MEHTA	60000	50725
16	HETVI KIRIT NAGDA .	25000	21135
17	HIREN RAJENDRA MEHTA	60000	50725
18	HITEN POPATLAL SHAH	60000	50725
19	HITENDRA KHUSHALCHAND HARIA	45000	38043
20	JAIDEEP GOSWAMI	50000	42271
21	JASBIR SINGH CHOUHAN	63000	53261
22	JAYESH VASANT NAGDA	15000	12681
23	KALYANCHAND N KOTECHA	15000	12681
24	KIRAN I KARNAWAT	60000	50725
25	KRISHNAM CHIRIMAR	15000	12681
26	LALIT AGRAWAL	99000	83696
27	MANALI JEET GALA	15000	12681
28	MANISH KUMAR AGARWAL	15000	12681
29	NARESH SARAAF	170000	143720
30	PALAK SANJAY AGARWAL	15000	12681
31	PESB ALPHA FUND	30000	25362
32	PIYUSH BISANI	17857	15096
33	PRAFUL KUMAR	201000	169928
34	PRAKASH SARDA	24107	20380
35	PRATHAM PRASOON	279000	235870
36	REEMA AGRAWAL	15000	12681
37	RUPA KISHOR SHAH	60000	50725
38	SAGAR HARESHKUMAR DOSHI	7500	6341
49	SAPNA DEVANG SHAH	30000	25362
40	SATYABRATA MOHANTY	60000	50725
41	SAURABH MEHTA	63000	53261
42	SIDDHARTHA DAGA	90179	76238
43	SNEHAL BHUPENDRA SHAH	200000	169082
44	SUNIL VITHALRAO CHAVAN	60000	50725

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

Sr. No.	Name of the Proposed Allottees / The shareholders of Laxmi Engineering Industries Bhopal Pvt Ltd (Target Company)	No. of Equity Shares to be acquired by company	No. of Equity Shares to be allotted by company
45	TEJAL SHAH	7500	6341
46	USHA CHOUDHARY	49250	41636
47	VAISHALI PRASHANT JAIN	15000	12681
48	VARUN GUPTA	15000	12681
49	VINAY SURANA	8929	7549
50	VISHAL MAHINDRA GADA .	25000	21135
51	VRAJESH K SHAH	30000	25362
	Total	23,92,850	20,22,940

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for the Preferential Issue of the Equity Shares is April 30, 2026, being the date 30 days prior to the date of the Extra-Ordinary General Meeting ("Relevant Date").

RESOLVED FURTHER THAT the equity shares shall be made fully paid up at the time of allotment and shall rank pari-passu with the existing equity shares of the Company in all respects and be listed on NSE, where the equity share of the Company is currently listed and the same shall be subject to lock-in for such period that may be prescribed under the SEBI ICDR Regulations, 2018.

RESOLVED FURTHER THAT the equity shares to be allotted to the proposed allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under and that the Allotment of Shares shall only be made in dematerialized form.

RESOLVED FURTHER THAT pursuant to the provisions of the SEBI ICDR Regulations, 2018 the equity shares shall be allotted within a period of fifteen (15) days from the date of passing of this special resolution provided that where the allotment of equity shares is pending on account of pendency of any approvals for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of fifteen (15) days from the date of such approval or such other extended period as may be permitted under the applicable SEBI ICDR Regulations, 2018 as amended from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, any of the Director or the Company Secretary of the Company be and are hereby authorized severally to do all such acts, deeds, matters and things as it may, at its discretion deem necessary, desirable, incidental for such purpose, including without limitation, issuing clarifications on the offer, making any application etc., to the concerned statutory and regulatory authorities appointment of consultants, solicitors, or any other agencies as may be required, and entering into arrangements for listing, trading, depository services and such other arrangements and / or agreements as the case may be and also to seek listing of the equity shares with the stock exchange(s) where the equity shares of the Company are presently listed,

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard to any such issue, offer or allotment of equity shares and in complying with any regulations, and to execute all such deeds, documents, writings, agreements, applications, forms, in connection with the proposed issue as they may in their absolute discretion deem fit.”

For Saakshi Medtech and Panels Limited

S/d

ANIKET VIJAY LTKAR

Managing Director

DIN: 03312108

Date: 07/05/2026

Place: Pune

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Business in the Notice is annexed hereto.
2. Pursuant to General Circular No. 14/2020 dated April 8, 2020 read with General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular no. 10/2021 dated June 23, 2021, General Circular no. 20/2021 dated December 08, 2021, General Circular no. 03/2022 dated May 05, 2022, General Circular no. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated 19.09.2024 and General Circular 03/2025 dated 22.09.2025 issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and other circulars issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Circulars") and in compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 this EOGM is being convened to be held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. The proceedings of the EOGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the EOGM.
3. Since this EOGM is being held through VC / OAVM, pursuant to MCA Circulars, physical attendance of the members has been dispensed with. Hence, members have to attend and participate in the ensuing EOGM through VC/OAVM. Accordingly, the facility for appointment of proxies by the members will not be available for the EOGM. Hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the EOGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the EOGM through VC. Body Corporates whose Authorised Representatives are intending to attend the Meeting through VC/OAVM are requested to send to the Company on their email Id aniket.l@smtpl.co , a certified copy of the Board Resolution/authorization letter authorising their representative to attend and vote on their behalf at the Meeting and through E-voting.
5. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the EOGM is being sent only through electronic mode to those members whose email addresses are registered with the Company/Depositories. Members may note that the Notice will also be available on the Company's website www.smtpl.co, website of NSE Limited at www.nseindia.com, and depositories.
6. Members attending the EOGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

8. Any persons, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e., 26th May, 2026, may obtain the login ID and password by sending a request at Issuer/ RTA.
9. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e., 26th May, 2026 only shall be entitled to avail the facility of remote e-voting as well as voting during the EOGM.
10. The Board of Directors in their meeting held on Thursday, 7th May, 2026 have appointed Mr. Jay Pandya, Practicing Company Secretary (Membership No. A63213 and CP No. 24319), Practicing Company Secretaries as the Scrutinizer for the voting and remote e-voting process in a fair and transparent manner.
11. The Result declared along with the report of the scrutinizer shall be placed on the website of the Company the results shall simultaneously be communicated to the NSE.

Instructions for E-Voting:

- i. The voting period begins on <Friday, 29th May, 2026 at 9:00 A.M> and ends on <Monday, 1st June, 2026 at 5:00 P.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 <26th May, 2026> may cast their vote electronically. The e-voting module shall be disabled by Bigshare 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.

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

- 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.

1. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>Users who 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 URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where 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 BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin 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 option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.</p>

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co

Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

Individual Shareholders holding securities in demat mode with NSDL	<p>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 BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>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</p> <p>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 BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p> <p>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 with all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-vote (E-voting website) for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>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.</p>

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co
GSTIN: 27AAMCS9520N1ZM CIN : U51909PN2009PLC133690

--	--

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.com or contact at toll free No. 1800 22 55 33.
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.com or call at 022-48867000.

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID** followed by 8 Digit Client ID as user id.
 - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password?**'
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "**VOTE NOW**" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with "**User id and password will be sent via email on your registered email id**".

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password?**
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**'.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under "**DOCUMENTS**" option on custodian portal.
 - Click on "**DOCUMENT TYPE**" dropdown option and select document type power of attorney (POA).
 - Click on upload document "**CHOOSE FILE**" and upload power of attorney (POA) or board resolution for respective investor and click on "**UPLOAD**".

Note: The power of attorney (POA) or board resolution has to be named as the "**InvestorID.pdf**" (Mention Demat account number as Investor ID.)

- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select "**VOTE FILE UPLOAD**" option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "**UPLOAD**". Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

Vote e-Voting module available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 022-62638338

4. Procedure for joining the AGM/EGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on **“VIEW EVENT DETAILS (CURRENT)”** under **‘EVENTS’** option on investor portal.
- Select event for which you are desire to attend the AGM/EGM under the dropdown option.
- For joining virtual meeting, you need to click on **“VOTE NOW”** **“VC/OAVM”** link placed beside of **“VIDEO CONFERENCE LINK”** option.
- Members attending the AGM/EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM/EGM are as under:-

- The Members can join the AGM/EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM/EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be 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 in the AGM/EGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the AGM/EGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND / OR REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

ITEM NO. 1

The present Authorised Share Capital of the Company is Rs. 18,00,00,000/- (Rupees Eighteen Crores) divided into 1,80,00,000 (One Crore Eighteen Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each. It is proposed to increase the Authorised Share Capital to Rs. 25,00,00,000/- (Rupees Twenty-Five Crores) divided into 2,50,00,000 (Two Crores Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each by creation of additional 70,00,000 (Seventy Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each.

Pursuant to the Section 13 of Companies Act, 2013, the alteration of the Memorandum of Association of the Company requires the approval of the Members of the Company and accordingly, the Board now seeks the approval of members for the same by way of passing an ordinary resolution.

The Board of Directors recommends the resolution set out at Item Nos. 1 of the Notice for approval of the members of the Company.

None of the directors and key managerial personnel or their relatives are interested financially or otherwise in the resolution as set out in item no. 1 of this notice.

ITEM NO. 2

The Board of Directors of the Company ("Board") at its meeting held on Thursday, 7th May, 2026 approved the proposal to acquire 23,92,850 (Twenty Three Lakhs Ninety Two Thousand Eight Hundred and Fifty) fully paid-up equity shares of INR 10/- (Rupees Ten Only) each of Laxmi Engineering Industries (Bhopal) Private Limited ("Laxmi" or "Target Company") representing 34.41% of the equity share capital of the Target Company, being discharged by way of consideration other than cash by issue and allotment of 20,22,940 (Twenty Lakhs Twenty Two Thousand Nine Hundred Forty) Equity Shares of the Company having face value of 10/- (Rupees Ten only) each, at an issue price of INR 207/- (Rupees Two Hundred and Seven only) per Equity Shares, on a preferential basis to the proposed allottee as mentioned in Annexure-1, by way of preferential issue under the Act and SEBI ICDR Regulations.

Subject to receipt of requisite regulatory approvals and receipt of shareholders' approval, the Company propose to issue 20,22,940 (Twenty Lakhs Twenty Two Thousand Nine Hundred Forty) Equity Shares of 10/- (Rupees Ten only) each at an issue price of /- (Rupees Ten only) each, at an issue price of INR 207/- (Rupees Two Hundred and Seven only) per Equity Share (including a premium of INR 197/- (Rupees One Hundred and Ninety Seven Only) per Equity Shares in consideration of transfer of the Purchase Shares from the allottees as mentioned in Annexure -1 to the Company.

The consent of the members is being sought by Special Resolution to enable the Board to issue the Equity Shares to the Proposed Allottee in accordance with the provisions of the Companies Act, 2013 and the rules made there under, SEBI ICDR Regulations, as amended, SEBI LODR Regulations and any other applicable laws.

About the target company

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

Laxmi Engineering Industries (Bhopal) Private Limited (“LEI”) is an India-based engineering company engaged in the design, engineering, and manufacturing of customised heat transfer equipment and allied heavy engineering solutions. Its product portfolio includes shell and tube heat exchangers, air-cooled heat exchangers, surface condensers, feed water heaters, pressure vessels, finned tube heat exchangers, deaerators and other fabricated assemblies used across sectors such as power generation (thermal, hydro, nuclear and solar), oil & gas, chemicals, fertilisers, cement, sugar and other industrial process plants. The company also undertakes EPC-related activities and provides services such as refurbishment, maintenance and supply of spares for heat exchange systems.

LEI traces its origins to 1987, when it was established as a partnership firm by a first-generation technocrat entrepreneur, and was subsequently converted into a private limited company in July 2007. Over the years, the company has developed strong in-house capabilities in thermal design, engineering, fabrication and testing, and has built a credible track record of executing complex, customised engineering projects. It is compliant with quality standards such as ISO 9001:2015 and manufactures in accordance with applicable industry codes including ASME guidelines and Indian Boiler Regulations.

The company has established relationships with reputed customers including major public sector undertakings and global engineering companies such as BHEL, NTPC, GAIL, IOCL, L&T, Mitsubishi and others, and has also executed export orders across regions including the Middle East, South Asia and Eurasia, indicating an international presence. Its manufacturing facilities are located in Bhopal, Madhya Pradesh, with capabilities to handle large-scale and high-specification equipment.

Objects and impact of acquisition

The proposed acquisition of 34.41% equity stake in Laxmi Engineering Industries (Bhopal) Private Limited (“Target Company”) by Saakshi Medtech and Panels Limited is a strategic investment aimed at expanding the Company’s presence within the broader engineering and industrial ecosystem. The Target Company is engaged in the design, engineering, and manufacturing of heat transfer equipment and heavy engineering solutions, which are critical components in sectors such as power generation, oil and gas, chemicals, fertilizers, and other industrial process industries. This acquisition enables the Company to diversify into an adjacent and complementary segment of engineering, thereby reducing dependence on its existing line of business and enhancing its overall business portfolio.

Although the Target Company’s operations are not identical to the Company’s current business of electrical panels and related systems, both operate within the wider domain of industrial engineering and infrastructure solutions. The acquisition is therefore not in the nature of unrelated diversification but represents a logical extension into allied areas with overlapping customer segments, applications, and project environments. The Target Company’s established capabilities in thermal design, fabrication, and heavy engineering, along with its long-standing relationships with reputed public sector undertakings and global engineering companies, provide a strong platform for potential collaboration and business synergies.

Disclosure as per rule 13 of The Companies (Share Capital and Debentures) Rules, 2014 read with Rule 14 of The Companies (Prospectus and Allotment of Securities) Rules, 2014 and Regulation 163(1) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 are as mentioned below:

1. Purpose or Object of Preferential Issue:

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

The Company intends to acquire 34.41% paid-up equity share capital of Laxmi Engineering Industries (Bhopal) Private Limited from the Seller by proposed issuance and allotment of 20,22,940 (Twenty Lakhs Twenty Two Thousand Nine Hundred Forty) Equity Shares of the Company having face value of 10/- (Rupees Ten only) each, at an issue price of INR 207/- (Rupees Two Hundred and Seven only) per Equity Shares to the Proposed Allottees, being payment towards discharge of the Total Consideration payable *inter—alia* to the Proposed Allottees as mentioned in Annexure-1 for the Acquisition. A total of Rs. 41,87,48,580/- (Rupees Forty One Crore Eighty Seven Lakhs Forty Eight Thousand Five Hundred and Eighty only) is being discharged by way of the proposed issue.

2. Price or price band at / within which the allotment is proposed or pricing of preferential issue:

The Company proposes to issue and allot 20,22,940 (Twenty Lakhs Twenty-Two Thousand Nine Hundred Forty) Equity Shares of the Company having face value of 10/- (Rupees Ten only) each, at an issue price of INR 207/- (Rupees Two Hundred and Seven only) per Equity Shares. The pricing for the proposed allotment of Equity Shares is in accordance with the ICDR Regulations.

3. Kinds of Securities Offered and maximum/total number of securities to be issued:

The Company proposes to issue and allot 20,22,940 (Twenty Lakhs Twenty Two Thousand Nine Hundred Forty) Equity Shares of the Company having face value of 10/- (Rupees Ten only) each, at an issue price of INR 207/- (Rupees Two Hundred and Seven only) per Equity Shares.

4. Basis / Justification on which the price (including premium) has been arrived at for consideration other than cash, along with the report of the registered valuer:

The equity shares of the Company are listed on National Stock Exchange Limited (“NSE”). In accordance with the ICDR Regulations, the equity shares of the Company are frequently traded on the above Stock Exchanges. For the purpose of computation of the price per equity share, NSE being the Recognised Stock Exchange under ICDR Regulations for the purpose of arriving at the price of Equity Shares. The Relevant Date is Thursday, 30th April, 2026, for determination of the Floor Price of the Equity Shares to be issued.

The Articles of Association of the Company authorise issue of shares on a preferential basis and do not provide for a method of determination of the floor price for Equity Shares. Since the equity shares of the Company are frequently traded shares, the Floor Price of the Equity Shares has been determined as per the pricing formula prescribed under the ICDR Regulations which shall not be less than higher of the following:

- (a) 90 (ninety) trading days’ volume weighted average price (“VWAP”) of the equity shares of the Company, quoted on NSE, preceding the ‘Relevant Date’ i.e. Rs. 186.96/- (Rupees One Hundred Eighty-Six and Ninety-Six Paise only) per equity share; or
- (b) 10 (ten) trading days’ VWAP of the equity shares of the Company, quoted on NSE, preceding the ‘Relevant Date’ i.e. Rs. 206.52/- (Rupees Two Hundred Six and Fifty-Two Paise only) per equity share.

Accordingly, the price per Equity Share of face value Rs. 10/- (Rupee Ten only) to be issued i.e. Floor Price is fixed after rounding off at Rs. 207/- (Rupees Two Hundred Seven only) which is

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co
GSTIN: 27AAMCS9520N1ZM **CIN :** U51909PN2009PLC133690

the price computed as per the pricing formula prescribed under the ICDR Regulations and which is at a premium of Rs. 197/- (Rupees lone Hundred Ninety Seven only).

The valuation of the Equity Shares has been performed by Nitish Chaturvedi, Registered Valuer – Securities for Financial Assets, an independent registered valuer under the provisions of Companies Act, 2013, with IBBI registration no. IBBI/RV/03/2020/12916 having its office at Unit No. 8, 2nd Floor, Senior Estate, 7/C, Parsi Panchayat Road, Sterling Enterprises, Andheri (E), Mumbai - 400069, vide its report dated 7th May, 2026, which includes justification for the valuation. Further, valuer has also undertaken independent valuation of the Sale Shares of Laxmi Engineering Industries (Bhopal) Private Limited. The valuation report is available on the website of the company <https://www.smtpl.co/index.html> (under Investor section)

5. Relevant Date with reference to which the price has been arrived at:

The “Relevant Date” for the purpose of determination of the Floor Price of the Equity Shares to be issued and allotted as above, is Thursday, 30th April, 2026 (Relevant Date), being the day preceding the weekend or the holiday from 30 (thirty) days prior (Excluding Holiday dated 1st to 3rd May, 2026) to the date on which this special resolution by the shareholders is proposed to be passed i.e. Tuesday, 2nd June, 2026, (Date of EGM).

6. The class or classes of person to whom allotment is proposed to be made:

The proposed allotment is to be made to the proposed allottees who are the shareholders of Laxmi Engineering Industries (Bhopal) Private Limited, a company incorporated under the provisions of Companies Act, 1956, towards discharge of payment of the Total Consideration. The proposed allottees are not related to the promoter / promoter group of the Company in any manner.

7. Intention of the promoters / promoter group / directors / key managerial personnel / senior management of the Company to subscribe to the offer:

None of the promoters / promoter group / directors / key managerial personnel / senior management of the Company are intended to subscribe the Equity Shares.

8. Proposed time / time schedule within which the preferential issue or allotment of equity shares shall be completed:

The Equity Shares shall be issued and allotted to the Proposed Allottees only in dematerialised form, within a period of 15 (fifteen) days from the later of: (i) date of the approval of this special resolution by the shareholders of the Company; or (ii) receipt of last of the approval / permission required for acquisition of Sale Shares and/or allotment of Equity Shares from the concerned regulatory or statutory authority (including but not limited to GOI, SEBI and Stock Exchanges and any other regulatory authorities).

9. The name of the proposed allottee and the percentage of post preferential offer capital that may be held by them:

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

Sr. No	Name of the Proposed Allottees	Pre-issue Shareholding Structure		No. of Equity Shares to be allotted	Post-issue Shareholding Structure	
		Number	% of shares		% of shares	% of shares
1.	AARYA KETAN KOTECHA	0	0.00	12681	12681	0.06
2.	AKASH SINGH	0	0.00	24179	24179	0.12
3.	ANAND KUMAR TIWARI	0	0.00	12681	12681	0.06
4.	ANANT CHIRIMAR	0	0.00	12681	12681	0.06
5.	ANISH AMOL TAORI	3000	0.02	12681	15681	0.08
6.	ANSH MEHTA	0	0.00	7548	7548	0.04
7.	ANUP GUPTA	0	0.00	25362	25362	0.13
8.	CHETAN NAVINCHANDRA SHAH	0	0.00	25362	25362	0.13
9.	DEEPIKA SIDDHARTH RAISONI	0	0.00	25362	25362	0.13
10.	DEVKI NANDAN SHARMA	0	0.00	12681	12681	0.06
11.	DHIRENDRA NATH TIWARI	0	0.00	12681	12681	0.06
12.	DINESH KUMAR TIWARI	0	0.00	12681	12681	0.06
13.	GIRISH PAMAN VANVARI	0	0.00	50725	50725	0.26
14.	GOLD CIRCLE VENTURE PARTNERS LLP	13800	0.08	25362	39162	0.20
15.	HASTI MEET MEHTA	0	0.00	50725	50725	0.26
16.	HETVI KIRIT NAGDA .	0	0.00	21135	21135	0.11
17.	HIREN RAJENDRA MEHTA	0	0.00	50725	50725	0.26
18.	HITEN POPATLAL SHAH	12000	0.07	50725	62725	0.32
19.	HITENDRA KHUSHALCHAND HARIA	0	0.00	38043	38043	0.19
20.	JAIDEEP GOSWAMI	0	0.00	42271	42271	0.21
21.	JASBIR SINGH CHOUHAN	1800	0.01	53261	55061	0.28
22.	JAYESH VASANT NAGDA	0	0.00	12681	12681	0.06
23.	KALYANCHAND N KOTECHA	0	0.00	12681	12681	0.06
24.	KIRAN I KARNAWAT	0	0.00	50725	50725	0.26
25.	KRISHNAM CHIRIMAR	0	0.00	12681	12681	0.06
26.	LALIT AGRAWAL	32400	0.18	83696	116096	0.59
27.	MANALI JEET GALA	0	0.00	12681	12681	0.06
28.	MANISH KUMAR AGARWAL	0	0.00	12681	12681	0.06
29.	NARESH SARAAF	1200	0.01	143720	144920	0.74
30.	PALAK SANJAY AGARWAL	4200	0.02	12681	16881	0.09
31.	PESB ALPHA FUND	0	0.00	25362	25362	0.13
32.	PIYUSH BISANI	0	0.00	15096	15096	0.08

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

Sr. No	Name of the Proposed Allottees	Pre-issue Shareholding Structure		No. of Equity Shares to be allotted	Post-issue Shareholding Structure	
		Number	% of shares		% of shares	% of shares
33.	PRAFUL KUMAR	0	0.00	169928	169928	0.86
34.	PRAKASH SARDA	2400	0.01	20380	22780	0.12
35.	PRATHAM PRASOON	0	0.00	235870	235870	1.20
36.	REEMA AGRAWAL	0	0.00	12681	12681	0.06
37.	RUPA KISHOR SHAH	0	0.00	50725	50725	0.26
38.	SAGAR HARESHKUMAR DOSHI	0	0.00	6341	6341	0.03
39.	SAPNA DEVANG SHAH	1800	0.01	25362	27162	0.14
40.	SATYABRATA MOHANTY	52200	0.30	50725	102925	0.52
41.	SAURABH MEHTA	0	0.00	53261	53261	0.27
42.	SIDDHARTHA DAGA	0	0.00	76238	76238	0.39
43.	SNEHAL BHUPENDRA SHAH	0	0.00	169082	169082	0.86
44.	SUNIL VITHALRAO CHAVAN	105000	0.59	50725	155725	0.79
45.	TEJAL SHAH	0	0.00	6341	6341	0.03
46.	USHA CHOUDHARY	0	0.00	41636	41636	0.21
47.	VAISHALI PRASHANT JAIN	23400	0.13	12681	36081	0.18
48.	VARUN GUPTA	3000	0.02	12681	15681	0.08
49.	VINAY SURANA	600	0.00	7549	8149	0.04
50.	VISHAL MAHINDRA GADA .	0	0.00	21135	21135	0.11
51.	VRAJESH K SHAH	0	0.00	25362	25362	0.13
	Total			20,22,940		

10. Change in control, if any, in the Company that would occur consequent to the preferential issue:

There will be no change in control over the Company pursuant to the completion of the preferential allotment of the Equity Shares to the Proposed Allottees.

11. Number of persons to whom preferential allotment has already been made during the financial year, in terms of number of securities as well as price:

During the Financial Year 2025-26 the Company has not made any preferential allotment hence the clause is not applicable.

12. The justification for the proposed allotment to be made for consideration other than cash together with the valuation report of the registered valuer:

The Company intends to acquire 34.41% paid-up equity share capital of Laxmi Engineering Industries (Bhopal) Private Limited from the Seller (Annexure-1) by proposed issuance and

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

allotment of 20,22,940 (Twenty Lakhs Twenty Two Thousand Nine Hundred Forty) Equity Shares of the Company having face value of 10/- (Rupees Ten only) each, at an issue price of INR 207/- (Rupees Two Hundred and Seven only) per Equity Shares to the Proposed Allottees, being payment towards discharge of the Total Consideration payable *inter—alia* to the Proposed Allottees as mentioned in Annexure-1 for the Acquisition. A total of Rs. 41,87,48,580/- (Rupees Forty One Crore Eighty Seven Lakhs Forty Eight Thousand Five Hundred and Eighty only) is being discharged by way of the proposed issue.

The valuation of the Equity Shares has been performed by Nitish Chaturvedi, Registered Valuer – Securities for Financial Assets, an independent registered valuer under the provisions of Companies Act, 2013, with IBBI registration no. IBBI/RV/03/2020/12916 having its office at Unit No. 8, 2nd Floor, Senior Estate, 7/C, Parsi Panchayat Road, Sterling Enterprises, Andheri (E), Mumbai - 400069, vide its report dated 7th May, 2026, which includes justification for the valuation. Further, valuer has also undertaken independent valuation of the Sale Shares of Laxmi Engineering Industries (Bhopal) Private Limited.

13. Shareholding Pattern before and after the issue:

Sr. No.	Category	Pre-Issue		Post Issue	
		No. of Equity shares	% age	No. of Equity shares	% age
A	Promoter's Holding				
1	Indian				
	Individual	1,32,10,100	74.82	1,32,10,100	67.13
	Bodies Corporate	-			
	Sub-Total	1,32,10,100	74.82	1,32,10,100	67.13
2	Foreign Promoter	-			
	Sub-Total (A)	1,32,10,100	74.82	1,32,10,100	67.13
B	Non-Promoter Holding				
1	Institutional Investor	67,200	0.38	92,562	0.47
2	Non-Institution				
	Private Corporate Bodies	3,37,800	1.91	3,63,162	1.85
	Directors and Relatives				
	Indian Public	39,58,100	22.42	57,60,388	29.27
	Others (Including NRIs)	82,800	0.47	2,52,728	1.28
	Subtotal (B)	44,45,900	25.18	64,68,840	32.87
	Grand Total	1,76,56,000	100%	1,96,78,940	100

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co
GSTIN: 27AAMCS9520N1ZM **CIN :** U51909PN2009PLC133690

14. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the Proposed Allottee:

Sr. No.	Name of Proposed Allottee	Name of UBO
1.	GOLD CIRCLE VENTURE PARTNERS LLP	SIDDHARTH SHEKHAR RAISONI AND SHOBHA RAISONI

15. The current and proposed status of the Proposed Allottee post the preferential issue namely promoter and non-promoter:

- The Proposed Allottees as on the date of this Notice are “non-promoter”.
- Post the proposed allotment, they will continue to be classified as “non-promoter”.

16. Practicing Company Secretary’s Certificate:

The Company has obtained a certificate from Practicing Company Secretary, certifying that the preferential issue is being made in accordance with the requirements of the ICDR Regulations and the same is available for inspection by a Member upon request. The said certificate is available on the website of the company <https://www.smtpl.co/index.html> (under Investor section)

17. Particulars of the offer including date of passing of Board resolution:

The Board of Directors of the Company at its meeting held on 7th May, 2026, approved issuance of the Equity Shares to the Proposed Allottees by way of preferential issue for consideration other than cash, being payment towards discharge of the Total Consideration, payable to the Proposed Allottees for the Acquisition.

18. Name and address of the valuer who performed the valuation:

Name of Valuer: Nitish Chaturvedi, Registered Valuer
Valuer Registration Number: IBBI/RV/03/2020/12916
Address of Valuer: Unit No. 8, 2nd Floor, Senior Estate, 7/C, Parsi Panchayat Road, Sterling Enterprises, Andheri (E), Mumbai - 400069
Date of Valuation Report: 7TH MAY, 2026

19. Amount which the Company intends to raise by way of issue of securities:

Not Applicable. The Equity Shares are proposed to be allotted for a consideration other than cash being payment towards discharge of the Total Consideration payable to the Proposed Allottees for the Acquisition.

20. Material terms of raising of securities and principle terms of assets charged as securities:

The Equity Shares are proposed to be allotted for consideration other than cash being payment towards discharge of the Total Consideration payable to the Proposed Allottees for the Acquisition. No assets of the Company are getting charged as securities.

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co
GSTIN: 27AAMCS9520N1ZM **CIN :** U51909PN2009PLC133690

21. Lock-in Period:

The Equity Shares shall be subject to lock-in for such period as prescribed under Chapter V of ICDR Regulations. Accordingly, entire 20,22,940 (Twenty Lakhs Twenty Two Thousand Nine Hundred Forty) Equity Shares shall be subject to a lock-in period of 6 (six) months from the last date of receipt of trading approval from the Stock Exchanges.

The Proposed Allottees who holds shares of the Company prior the preferential issue shall be under lock-in for 90 (ninety) trading days prior to the Relevant Date.

22. Undertaking:

Since the equity shares of the Company have been listed on Stock Exchange for a period of more than 90 (ninety) trading days prior to the Relevant Date, it is not required to re-compute the price per Equity Share to be issued as per Regulation 164(3) of ICDR Regulations. Accordingly, the Company is also not required to submit the undertaking specified under Regulations 163(1)(g) and (h) of the ICDR Regulations.

- a. The Company is eligible to make the preferential issue of Equity Shares under the provisions of Chapter V of the ICDR Regulations and the Companies Act, 2013.
- b. Neither the Company, nor any of the promoter and promoter group of the Company nor any of the directors of the Company are categorized as wilful defaulters or fraudulent borrower as defined under the ICDR Regulations.
- c. Neither the promoter and promoter group members of the Company nor any of the directors of the Company are categorized as a fugitive economic offender, as defined under the ICDR Regulations.
- d. The Proposed Allottees have not sold any equity shares of the Company during the 90 (ninety) trading days preceding the Relevant Date.
- e. The Company has no subsisting default in the redemption or payment of dividend on equity shares of the Company since the commencement of the Companies Act, 2013.
- f. The Company does not have any outstanding dues to the Board, the Stock Exchanges or the depositories as on the date of the Notice.
- g. The Company is in compliance with the conditions for continuous listing.

The approval of the shareholders by way of special resolution as set out in this Notice, is sought for the proposed issue and allotment of the Equity Shares to the Proposed Allottees on a preferential basis (for consideration other than cash), pursuant to the applicable provisions of the Companies Act, 2013, read with applicable rules framed thereunder and the ICDR Regulations.

The Board of Directors recommends the resolution set out at Item No. 2 of the Notice for approval of the members of the Company.

The copies of the related documents will be made available for inspection to a Member upon request on the registered e-mail id of company.

None of the other Directors or key managerial personnel or their relatives, in anyway, concerned or interested in the resolution, as set out in the Item No. 2 of this Notice except to the extent of their shareholding, if any, in the Company.

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co
GSTIN: 27AAMCS9520N1ZM **CIN :** U51909PN2009PLC133690

//Certified True Copy//

For Saakshi Medtech and Panels Limited

S/d
ANIKET VIJAY LTKAR
Managing Director
DIN: 03312108

Date: 7th May, 2026
Place: Pune

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

ANNEXURE-1 LIST OF PROPOSED ALLOTTEES / SELLING SHAREHOLDERS

Sr. No.	Name of the Proposed Allottees / The shareholders of Laxmi Engineering Industries Bhopal Pvt Ltd (Target Company)	No. of Equity Shares to be acquired by company @ Rs. 175 /- each share	No. of Equity Shares to be allotted by company @ Rs. 207 /- each share
1	AARYA KETAN KOTECHA	15000	12681
2	AKASH SINGH	28600	24179
3	ANAND KUMAR TIWARI	15000	12681
4	ANANT CHIRIMAR	15000	12681
5	ANISH AMOL TAORI	15000	12681
6	ANSH MEHTA	8928	7548
7	ANUP GUPTA	30000	25362
8	CHETAN NAVINCHANDRA SHAH	30000	25362
9	DEEPIKA SIDDHARTH RAISONI	30000	25362
10	DEVKI NANDAN SHARMA	15000	12681
11	DHIRENDRA NATH TIWARI	15000	12681
12	DINESH KUMAR TIWARI	15000	12681
13	GIRISH PAMAN VANVARI	60000	50725
14	GOLD CIRCLE VENTURE PARTNERS LLP	30000	25362
15	HASTI MEET MEHTA	60000	50725
16	HETVI KIRIT NAGDA .	25000	21135
17	HIREN RAJENDRA MEHTA	60000	50725
18	HITEN POPATLAL SHAH	60000	50725
19	HITENDRA KHUSHALCHAND HARIA	45000	38043
20	JAIDEEP GOSWAMI	50000	42271
21	JASBIR SINGH CHOUHAN	63000	53261
22	JAYESH VASANT NAGDA	15000	12681
23	KALYANCHAND N KOTECHA	15000	12681
24	KIRAN I KARNAWAT	60000	50725
25	KRISHNAM CHIRIMAR	15000	12681
26	LALIT AGRAWAL	99000	83696
27	MANALI JEET GALA	15000	12681
28	MANISH KUMAR AGARWAL	15000	12681
29	NARESH SARAAF	170000	143720
30	PALAK SANJAY AGARWAL	15000	12681
31	PESB ALPHA FUND	30000	25362
32	PIYUSH BISANI	17857	15096
33	PRAFUL KUMAR	201000	169928

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690

Sr. No.	Name of the Proposed Allottees / The shareholders of Laxmi Engineering Industries Bhopal Pvt Ltd (Target Company)	No. of Equity Shares to be acquired by company @ Rs. 175 /- each share	No. of Equity Shares to be allotted by company @ Rs. 207 /- each share
34	PRAKASH SARDA	24107	20380
35	PRATHAM PRASOON	279000	235870
36	REEMA AGRAWAL	15000	12681
37	RUPA KISHOR SHAH	60000	50725
38	SAGAR HARESHKUMAR DOSHI	7500	6341
49	SAPNA DEVANG SHAH	30000	25362
40	SATYABRATA MOHANTY	60000	50725
41	SAURABH MEHTA	63000	53261
42	SIDDHARTHA DAGA	90179	76238
43	SNEHAL BHUPENDRA SHAH	200000	169082
44	SUNIL VITHALRAO CHAVAN	60000	50725
45	TEJAL SHAH	7500	6341
46	USHA CHOUDHARY	49250	41636
47	VAISHALI PRASHANT JAIN	15000	12681
48	VARUN GUPTA	15000	12681
49	VINAY SURANA	8929	7549
50	VISHAL MAHINDRA GADA .	25000	21135
51	VRAJESH K SHAH	30000	25362
	Total	23,92,850	20,22,940

SAAKSHI MEDTECH AND PANELS LTD.

Office & Works: Plot No: EL-23, J' Block, MIDC Industrial Area, Bhosari, Pune - 411026
Tel.: 020 39854400 / 020 39854401, **Email:** aniket.l@smtpl.co
Website: www.smtpl.co

GSTIN: 27AAMCS9520N1ZM

CIN : U51909PN2009PLC133690
