

Aakaar Medical Technologies Limited (formerly: Aakaar Medical Technologies Pvt.Ltd.) A-801, Heritage Plaza, Teli Gali Cross Road Andheri (East), Mumbai – 400 069 INDIA Mob: +91 920317468 E-mail: info@aakaarmedical.in

www.aakaarmedical.in GST No: 27AALCA7587Q1ZK

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS AT THE FIRST (1/2025-26) BOARD MEETING OF AAKAAR MEDICAL TECHNOLOGIES LIMITED HELD ON TUESDAY, 27TH MAY 2025 AT 11.30 A.M. HELD AT THE REGISTERED OFFICE OF THE COMPANY, AT A-801, HERITAGE PLAZA, TELLI GALI CROSS ROAD, ANDHERI EAST, 400069 AND ALSO THROUGH VIDEO CONFERENCE.

TO CONSIDER & APPROVE THE DRAFT AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31.3.2025, ALONG WITH THE DRAFT AUDITOR'S REPORT AND DIRECTORS' REPORT FOR F.Y. 2024-25.

"RESOLVED THAT pursuant to the provisions of Sections 134 and Section 137 of the Companies Act, 2013, and any other applicable provisions of the Companies Act, 2013, read with Rules thereunder, [including any statutory modifications or re-enactment thereof, for the time being in force], the Balance Sheet as at 31.3.2025 and Profit & Loss Account ending on that date along with the Cash Flow Statement as at 31.3.2025, and the Explanatory notes annexed to, or forming part of any document referred above as placed before the Board and initialed by the Chairperson for the purpose of identification be and are hereby approved.

FURTHER RESOLVED THAT Mr. Dilip Meswani, Founder & Managing Director, Dr. Rahul B. Sawakhande, C.E.O & Director, Ms. Sweta Shah, C.F.O. and Mr. Anoopkumar Pillai, Company Secretary & Compliance Officer, be and are hereby authorized to sign the Annual Financial Statement comprising of the Balance Sheet as on 31.3.2025, Statement of Profit & Loss Account for the year ended 31.3.2025 along with the Cash Flow Statement as on 31.3.2025, and the Explanatory Notes annexed to, or forming part of any document referred above and the same be submitted to the Statutory Auditors of the company M/s. CB Mehta & Co., Chartered Accountants, for their report thereon.

FURTHER RESOLVED THAT the draft of Directors Report for the financial year 2024-25 be and is hereby approved and the same be signed by the Chairperson and two Board members for and on behalf of the company."

For Aakaaf Medical Technologies Ltd.

Anoopkumar Pillai

Company Secretary & Compliance Officer

F3620

Email: companysecretary@aakaarmedical.in

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TO CONSIDER & APPROVE THE APPOINTMENT OF INTERNAL AUDITOR FOR THE FINANCIAL YEAR 2025-26.

"RESOLVED THAT pursuant to the provisions of Section 138 of the Companies Act, 2013, read with Rule 13 of the Companies (Accounts) Rules, 2014, and other applicable provisions, if any, the Audit Committee recommends the appointment of M/s. Madhav Joshi & Associates., Chartered Accountants, as the Internal Auditor of the Company for the Financial Year 2025-26, at a remuneration of ₹ 200,000/- per annum, plus applicable taxes and out-of-pocket expenses, if any, incurred during the course of the audit.

FURTHER RESOLVED THAT the scope, functioning, periodicity, and methodology for conducting the internal audit shall be formulated in consultation with the Internal Auditor and the statutory auditors of the company.

FURTHER RESOLVED THAT the Audit Committee authorizes any Board member and /or Company Secretary, to do all such acts, deeds, and things as may be necessary to give effect to this resolution, including the filing of necessary forms with the Registrar of Companies."

For Aakaar Medical Technologies Ltd

Anoopkumar Pillai

Company Secretary & Compliance Officer

Email: companysecretary@aakaarmedical.in

Address: A-801, Heritage Plaza, Teli Gali Cross Road

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CIN No.: U74900MH2013PLC244717

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TO CONSIDER AND APPROVE CSR POLICY FOR F.Y. 2025-26.

"RESOLVED THAT pursuant to the provisions of Section 135(9) of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, and the amendments thereto, and other applicable provisions of the Companies Act, 2013, the Board of Directors will look into all matters pertaining to CSR activities of the company within the framework of CSR policy of the company.

FURTHER RESOLVED THAT the CSR Policy for financial year 2025-26, as tabled before the meeting and initialed by the Chairman be and is hereby approved.

FURTHER RESOLVED THAT the following will be covered in CSR:-

a. Activities:

- 1. Eradicating hunger, poverty, and malnutrition
- 2. Promoting education, including special education and employment-enhancing vocational skills
- 3. Promoting gender equality and empowering women
- 4. Ensuring environmental sustainability
- 5. Promoting health, safety and welfare
- 6. Measures for the benefit of armed forces veterans, war widows, and their dependents
- 7. Training to promote rural sports, nationally recognized sports, Paralympic sports, and Olympic
- 8. Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief
- 9. Rural development projects
- 2. Budget: The Board shall ensure that the Company spends at least 2% of the average net profits of the Company made during the three immediately preceding financial years on CSR activities, as per the provisions of Section 135(5) of the Companies Act, 2013.
- 3. Monitoring and Reporting: The Board shall ensure that the activities are undertaken as per the policy. The Board shall also ensure that the administrative overheads do not exceed 5% of the total CSR expenditure of the Company for the financial year.
- 4. Disclosure: The CSR Policy and the CSR activities undertaken by the Company shall be disclosed in the Board's Report and placed on the Company's website, if any, as per the requirements of the Companies (CSR Policy) Rules, 2014.

RESOLVED FURTHER THAT any Board member and/or Company Secretary be and is hereby authorized

- Finalize and execute the CSR Policy and related documents.
- File necessary forms with the Registrar of Companies, if required.

Mumbai 🛈 Delhi 🛈 Bangalore 🛈 Chennai 🛈 Hyderabad 🛈 Kolkata 🛈 Patna 🛈 Chandigarh 🛈 Pune 🛈 Indore 🛈 Ahmedabad





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Do all acts, deeds, and things as may be necessary to give effect to this resolution.

For Aakaar Medical Technologies Ltd.

Anoopkumar Pillai

Company Secretary & Compliance Office

F3620

Email: companysecretary@aakaarmedical.in

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TO APPROVE APPOINTMENT OF SECRETARIAL AUDITOR FY 2025-26.

"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and in compliance with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board hereby appoints M/s NAM & Associates, a firm of Company Secretaries in practice, [Peer-reviewed] as the Secretarial Auditor of the Company for the financial year 2025-26, as per the fees and scope of work elaborated in their letter dated 28.3.2025.

RESOLVED FURTHER THAT the appointment is made in accordance with the following terms:

- Tenure: The appointment is for a term of five consecutive years, commencing from the financial year 2025-26, in compliance with the SEBI LODR regulations.
- · Remuneration: The remuneration for the Secretarial Audit services shall be as mutually agreed upon between the Company and M/s NAM & Associates.
- · Scope of Work: The Secretarial Auditor shall conduct the Secretarial Audit in accordance with the provisions of the Companies Act, 2013, and the SEBI LODR regulations, and shall submit the Secretarial Audit Report in Form MR-3 to the Board.

RESOLVED FURTHER THAT the Board places on record the consent of M/s NAM & Associates to act as the Secretarial Auditor for the Company for the financial year 2025-26.

RESOLVED FURTHER THAT Mr. Dilip Meswani & Dr. Rahul Sawakhande, Directors, be and are hereby

- Finalize and execute the engagement letter with M/s NAM & Associates.
- File the necessary resolutions with the Registrar of Companies and the Stock Exchanges.

· Do all acts, deeds, and things as may be necessary to give effect to this resolution.

For Aakdar Medical Technologies Ltd

Andoptamar Pillai

Company Secretary & Compliance Off

Email: dompanysecretary@aakaarmedical.in

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APPROVAL FOR AVAILING SERVICES OF A PRACTICING COMPANY SECRETARY FOR ROC MATTERS.

"RESOLVED THAT consent of the Board be and is hereby accorded for availing the services of M/s. DVD & Associates, Practicing Company Secretaries, for rendering routine consultancy on Company Law matters and compliances with SEBI LODR regulations, as per the Scope of Work elaborated in their letter dated 28.3.2025, at a Retainership fee of Rs.10,000 per month and Rs.25,000/- for filing of Form AOC 4 (XBRL) for the financial year 2025-26, ROC fees and out of pocket expenses being excluded."

FURTHER RESOLVED THAT any Director of the company and for the Company Secretary be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the above resolution".

For Aakaar Medical Technologies Ltd

Andopkumar Pillai

Company Secretary & Compliance Officer

F3620

Email: companysecretary@aakaarmedical.in

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TO CONSIDER AND APPROVE D&O POLICY FOR ALL BOARD MEMBERS, KMPS, SMPS AND ALSO POSI POLICY FOR THE IPO AND APPROVE PREMIUM FOR THE SAME.

"RESOLVED THAT consent of the Board be and is hereby accorded for obtaining 'Directors & Officers' Insurance Policy (D&O) and Public Offering of Securities Insurance (POSI) from ICICI Lombard GIC Ltd.as per the following premium rates: -

D&O Policy for F.Y. 2025-26: Rs.45,000/- + GST

Public Offering of Securities Insurance: Rs.2,40,000 + GST.

FURTHER RESOLVED THAT any Board member be and is hereby authorized to finalize the terms and do all such acts, deeds and things for giving effect to the above resolution".

For Aakaar Medical Technologies Ltd.

Anoopkumar Pillai

Company Secretary & Compliance Officer

F3620

Email: companysecretary@aakaarmedical.in

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TO CONSIDER AND APPROVE GRANT OF AUTHORIZATION TO FILE E-FORMS WITH MINISTRY OF CORPORATE AFFAIRS AND OTHER GOVERNMENT AUTHORITIES FROM TIME TO TIME.

"RESOLVED in supersession of all earlier resolutions passed in this regard, consent of the Board be and is hereby accorded to Mr. Dilip Meswani, Founder & Managing Director, Dr. Rahul B. Sawakhande, C.E.O & Director, Ms. Bindi Meswani, Director, Mr. Anoopkumar V Pillai, Company Secretary & Compliance officer and Ms. Sweta Shah, C.F.O., severally for filing any document(s), application(s), form(s) as required to be filed under the provisions of the Companies Act 2013, and the rules framed thereunder, from time to time, with the Ministry of Corporate Affairs online, under their digital signatures, severally, for an on behalf of the company."

For Aakaar Medical Technologies Ltd

Anoopkumar Pillai

Company Secretary & Compliance Officer

F3620

Email: companysecretary@aakaarmedical.in

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TO CONSIDER AND APPROVE CERTAIN AMENDMENTS TO CODE ON INTERNAL PROCEDURES AND CONDUCT FOR PREVENTION OF INSIDER TRADING.

"RESOLVED THAT consent of the Board be and is hereby accorded for amending the 'Code on Internal Procedures and Conduct for Prevention of Insider Trading' by incorporating the definition of 'Legitimate Purposes' in Clause C and also updating Clause K(2)(d) of the said Code pertaining to 'Prohibited Period'.

FURTHER RESOLVED THAT the revised Code on Internal Procedures and Conduct for Prevention of Insider Trading shall be uploaded on the website for information of all employees and Connected Persons accordingly and a certified copy of the same under the signature of Company Secretary & Compliance officer be forwarded to the concerned authorities as applicable"

For Aalaar Medical Technologies Ltd.

Andopkumar Pillai

Company Secretary & Compliance Officer

F3620

Email: companysecretary@aakaarmedical.in

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TO CONSIDER AND APPROVE CERTAIN AMENDMENTS TO POLICY FOR DETERMINATION OF MATERIALITY.

"RESOLVED THAT consent of the Board be and is hereby accorded for amending the 'Policy for determination of Material Event and Disclosure' by incorporating certain changes in Clause E (B) of the said Policy pertaining to Materiality Criteria in consonance with Regulation 30 of the SEBI LODR regulations.

FURTHER RESOLVED THAT the revised Policy for determination of Material Event and Disclosure shall be uploaded on the website for information of all employees accordingly and a certified copy of the same under the signature of Company Secretary & Compliance officer be forwarded to the concerned authorities as applicable";

For Aakaa Medical Technologies Ltd.

Anodpkymar Pillai

Company Secretary & Compliance Officer

F3620

Email: companysecretary@aakaarmedical.in

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TO APPROVE AND AUTHORIZE A KMP FOR THE PURPOSE OF DETERMINING MATERIALITY OF AN EVENT OR INFORMATION AND FOR THE PURPOSE OF MAKING DISCLOSURE TO STOCK EXCHANGE PURSUANT TO REGULATION 30(5) OF SEBI |LODR| REGULATIONS.

"RESOLVED THAT consent of the Board be and is hereby accorded for authorizing Ms. Sweta Shah, Chief Finance Officer, for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s) under Regulation 30 of the SEBI LODR regulations, as applicable from to time.

FURTHER RESOLVED THAT the contact details of Ms. Sweta Shah, CFO, shall be disclosed to the Stock Exchange and uploaded on the company's website accordingly for the purpose of compliance with the provisions of Regulation, 30 of the SEBI LODR regulations."

For Aakaar Medical Technologies Ltd

Anodetunar Pillai

Company Secretary & Compliance Officer.

F3620

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TO APPROVE AND APPOINT /DESIGNATE A CHIEF INVESTOR RELATIONS OFFICER

"RESOLVED THAT Mr. Anoopkumar V. Pillai, Company Secretary & Compliance Officer, be and is hereby also designated as the 'Chief Investor Relations Officer' for the purposes of SEBI [Prohibition of Insider

For Aakaar Medical Technologies Ltd.

Anoopkumar Pillai

Company Secretary & Compliance Officer

F3620

Email: companysecretary@aakaarmedical.in

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TO CONSIDER & APPROVE THE AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31.3.2025, ALONG WITH THE AUDITOR'S REPORT AND DIRECTORS' REPORT FOR F.Y. 2024-25.

"RESOLVED THAT pursuant to the provisions of Sections 134 and Section 137 of the Companies Act, 2013, and any other applicable provisions of the Companies Act, 2013, read with Rules thereunder, [including any statutory modifications or re-enactment thereof, for the time being in force], the Balance Sheet as at 31.3.2025 and Profit & Loss Account ending on that date along with the Cash Flow Statement as at 31.3.2025, and the Explanatory notes annexed to, or forming part of any document referred above as placed before the Board and initialed by the Chairperson for the purpose of identification be and are hereby approved.

FURTHER RESOLVED THAT Mr. Dilip Meswani, Founder & Managing Director, Dr. Rahul B. Sawakhande, C.E.O & Director, Ms. Sweta Shah, C.F.O. and Mr. Anoopkumar Pillai, Company Secretary & Compliance Officer, be and are hereby authorized to sign the Annual Financial Statement comprising of the Balance Sheet as on 31.3.2025, Statement of Profit & Loss Account for the year ended 31.3.2025 along with the Cash Flow Statement as on 31.3.2025, and the Explanatory Notes annexed to, or forming part of any document referred above and the same be submitted to the Statutory Auditors of the company M/s. CB Mehta & Co., Chartered Accountants, for their report thereon.

FURTHER RESOLVED THAT the Directors Report for the financial year 2024-25 be and is hereby approved and the same be signed by the Chairperson and two Board members for and on behalf of the

For Aaldar Medical Technologies Ltd.

Anoopkumar Pillai

Company Secretary & Compliance Office.

Email: companysecretary@aakaarmedical.in

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