

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE NOMINATION & REMUNERATION COMMITTEE OF AAKAAR MEDICAL TECHNOLOGIES LIMITED IN THEIR MEETING HELD ON SATURDAY, 14<sup>TH</sup> JUNE 2025 AT 11:00 AM. AT THE REGISTERED OFFICE OF THE COMPANY AT 801, HERITAGE PLAZA, TELLI GALLI CROSS ROAD, ANDHERI (EAST), MUMBAI – 400 069 & ALSO THROUGH VIDEO CONFERENCING /ZOOM CALL**

**Approval for revision in remuneration payable to Founder & Managing Director:**

'RESOLVED THAT pursuant to the provisions of section 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and subject to approval of members, consent of the Nomination & Remuneration Committee be and is hereby accorded for revision in the remuneration payable to Mr. Dilip Meswani, Founder & Managing Director for the period 1.4.2025 till 9.7.2029 as per following details:-

Sl.no.	Details of Remuneration	Particulars
1.	Basic Salary	Rs.2,25,000/- per month [from Rs.1,50,000/- p.m.]
2.	Incentive /Annual Increment	(i) Performance Incentive: Upto 10% of the Net Profit of the Company, subject to EBITDA crossing Rs.15 crores [which shall be calculated before deducting performance incentive.] (ii) Annual Increment upto 50% of the Basic Salary as may be approved by the Board /Nomination & Remuneration Committee notwithstanding that the remuneration may exceed the limits prescribed under the provisions of Section 197, 198 and Schedule V to the Companies Act, 2013 in case of no profits or inadequacy of profits.
3	Allowance	As per details given below:
3.1	Medical Expenses	Not exceeding one month salary in a year or three months salary in a block of three years.

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3.2	Leave Travel Assistance	Expenses incurred for self and family members as per Rules of the Company.
3.3	Club Fees	Subject to a maximum of 2 clubs
3.4	Personal Accident Insurance premium	Not exceeding Rs.25,000/ p.a.
3.5	Other Amenities	For company's business purposes, provision of: i. Company car with Chauffer ii. Mobile phone and internet facility at residence. iii. Payment towards medical expenses incurred in India and/or abroad and including hospitalization to be borne by company.
3.6	Other terms & conditions:	24 days leave with full salary for every 12 months of service or part thereof.
3.7	Other terms	Policies of the company for employees will also be applicable to Founder & MD.

#### Minimum Remuneration:

In the event of loss or inadequacy of profit in any financial year, remuneration payable to Mr.Dilip Meswani will be Rs.27,00,000/- per annum plus Performance Incentive, the allowances and Perquisites as above mentioned, subject to a maximum remuneration of Rs.1,00,00,000/- per annum.

The above minimum remuneration will be payable for the period from April 1, 2025 until March 31, 2028, and thereafter the minimum remuneration will be paid in terms of Section 197, 198 read with Schedule V of the Companies Act, 2013, until the end of his tenure i.e. July 9, 2029, in the event of loss or inadequacy of profit in any financial year.

FURTHER RESOLVED THAT the Nomination & Remuneration Committee and the Board of Directors are authorized to fix the annual increment and payment of remuneration in the event of loss or inadequacy of profits within the limits stipulated hereinabove, on annual basis."

For Aakaar Medical Technologies Ltd.

  
Anoopkumar Pillai  
Company Secretary & Compliance Officer  
F3620  
Email: [companysecretary@akaarmedical.in](mailto:companysecretary@akaarmedical.in)  
Address: A-801, Heritage Plaza, Teli Gali Cross Road  
Andheri (East), Mumbai – 400 069.



Place: Mumbai  
Dated: 14.06.2025



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**Approval for revision in remuneration payable to C.E.O. & Director**

'RESOLVED THAT pursuant to the provisions of section 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and subject to approval of members, consent of the Nomination & Remuneration Committee be and is hereby accorded for revision in the remuneration payable to Dr. Rahul B. Sawakhande, CEO & Director for the period 1.4.2025 till 5.06.2029 as per following details:-

Sl.no.	Details of Remuneration	Particulars
1.	Basic Salary	Rs.8,33,334/- per month [from Rs.6,25,000/- p.m.]
2.	Incentive /Annual Increment	Annual Increment upto 50% of the Basic Salary as may be approved by the Board /Nomination & Remuneration Committee notwithstanding that the remuneration may exceed the limits prescribed under the provisions of Section 197, 198 and Schedule V to the Companies Act, 2013 in case of no profits or inadequacy of profits.
3	Allowance	As per details given below:
3.1	Medical Expenses	Not exceeding one month salary in a year or three months salary in a block of three years.
3.2	Leave Travel Assistance	Expenses incurred for self and family members as per Rules of the Company.
3.3	Personal Accident Insurance premium	Not exceeding Rs.25,000/ p.a.
3.4	Other Amenities	For company's business purposes, provision of : Mobile phone and Internet facility at residence.
3.5.	Other terms & conditions:	24 days leave with full salary for every 12 months of service or part thereof. Payment towards medical expenses incurred in India and/or abroad and including hospitalization to be borne by company
3.6	Other terms	Policies of the company for employees will also be applicable to CEO & Director.



**Minimum Remuneration:**

In the event of loss or inadequacy of profit in any financial year, remuneration payable to Dr. Rahul Sawakhande will be Rs.1,00,00,000/- per annum plus Performance Incentive, the allowances and Perquisites as above mentioned, subject to a maximum remuneration of Rs.1,50,00,000/- per annum.

The above minimum remuneration will be payable for the period from April 1, 2025 until March 31, 2028, and thereafter the minimum remuneration will be paid in terms of Section 197, 198 read with Schedule V of the Companies Act, 2013, until the end of his tenure i.e. upto June 5, 2029, in the event of loss or inadequacy of profit in any financial year.

FURTHER RESOLVED THAT the Nomination & Remuneration Committee and the Board of Directors are authorized to fix the annual increment and also payment of remuneration in the event of loss or inadequacy of profits within the limits stipulated hereinabove, on annual basis."

For Aakaar Medical Technologies Ltd.

  
Anoopkumar Pillai  
Company Secretary & Compliance Officer  
F3620

Email: [companysecretary@akaarmedical.in](mailto:companysecretary@akaarmedical.in)

Address: A-801, Heritage Plaza, Teli Gali Cross Road  
Andheri (East), Mumbai – 400 069.



Place: Mumbai

Dated: 14.06.2025