



NOTICE IS HEREBY GIVEN THAT 04TH ANNUAL GENERAL MEETING OF THE MEMBERS OF KK SHAH HOSPITALS LIMITED WILL BE HELD ON TUESDAY, 18TH DAY OF AUGUST, 2026 AT 124, KATJU NAGAR, SWASTIK APP., RATLAM, MADHYA PRADESH, INDIA, 457001 AT 11:00 AM

ORDINARY BUSINESS:

1. ADOPTION OF ANNUAL ACCOUNTS:

Audited Financial Statements of the Company for the Financial Year ended on 31st March, 2026 together with the Reports of the Board of Directors and Auditors thereon.

2. RE-APPOINTMENT OF DR. MILLI SHAH (DIN: 09715726), THE RETIRING DIRECTOR:

To appoint a director in place of Dr. Milli Shah (DIN: 09715726) who is liable to retire by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. APPROVAL OF REMUNERATION OF DIRECTORS EXCEEDING THE OVERALL MANAGERIAL REMUNERATION LIMIT AS PER THE PROVISIONS OF SECTION 197 OF THE COMPANIES ACT, 2013:

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

“RESOLVED THAT, in accordance with the provisions of Section 197 of the Companies Act, 2013, (“the Act”) read with Schedule V of the Act and other applicable provisions, if any, and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for payment of remuneration to the Directors of the Company for the Financial Year 2026-27 notwithstanding that aggregate remuneration of such Directors exceeds the overall limit of managerial remuneration from 11% of the net profits of the Company, calculated as per the provisions of Section 198 of the Act.

RESOLVED FURTHER THAT in case of the Company has no profits or its profits are inadequate, the total Managerial remuneration may be paid to the managerial persons or directors in excess of the limit as mentioned in section II of Part II of Schedule V of Companies Act, 2013.

RESOLVED FURTHER THAT the payment of remuneration to Mr. Amit Shah, Managing Director and Mr. Kirti Kumar Shah, Whole-time Director of the Company, in excess of 10% of the net profits of the Company calculated as per the provisions of Section 198 of the Act for a period of Financial Year 2026-27, comprising of salary, perquisites, allowances, and any other benefits, as may be determined by the Board of Directors from time to time.

RESOLVED FURTHER THAT the payment of remuneration to other directors of the Company, who are neither managing directors nor whole-time directors in excess of 3% of the net profits of the Company calculated as per the provisions of Section 198 of the Act for a period of Financial Year 2026-27, comprising of salary, perquisites, allowances, and any other benefits, as may be determined by the Board of Directors from time to time.



RESOLVED FURTHER THAT in the event of any statutory amendment or modification or relaxation in the provisions of Schedule V of the Act, relating to the payment of remuneration to the managerial personnel, the Board of Directors of the Company, (including its committees thereof), subject to the recommendations of the Nomination and Remuneration Committee be and is hereby authorized to vary the remuneration, commission, perquisites, and other benefits etc. within such prescribed limits.

RESOLVED FURTHER THAT, the Board of Directors of the Company, (including its committees thereof), be and is hereby authorized to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.”

**By Order of the Board of Directors
For KK Shah Hospitals Limited**

Place: Ratlam

Date: 24-07-2026

Sd/-

REGISTERED OFFICE:

124, Katju Nagar, Swastik App., Ratlam,
Madhya Pradesh, India, 457001

**Amit Shah
Managing Director
DIN: 09119113**



NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

A person can act as a Proxy on behalf of Members not exceeding fifty (50) and holding in aggregate not more than ten percent (10%) of the total share capital of the Company. A Member holding more than ten percent (10%) of the total share capital of the Company may appoint a single person as Proxy and such Proxy shall not act as a Proxy for any other Member.

The Proxy form is annexed with this Notice. The instrument appointing the Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed, stamped and signed, not less than 48 hours before the commencement of the Meeting.

Corporate Members intending to send their authorized representatives to attend the Annual General Meeting ("the Meeting") are requested to send to the Company a certified true copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.

During the period beginning 24 hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting, a member is entitled to inspect the Proxies lodged, at any time during the business hours of the Company, provided that not less than 3 days of notice in writing is given to the Company by such Member.

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.

The Members/Proxies are requested to bring the attendance slip duly filled in for attending the Meeting.

Information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to the Directors seeking re-appointment in the 4th Annual General Meeting is annexed to this Notice.

The Register of Directors and Key Managerial Personnel and their Shareholding, the Register of Contracts or Arrangements in which Directors are interested will be available for inspection at the Meeting.

All the documents referred to in the Notice are annexed thereto including the Annual Report for the financial year 2025-26 and Notice of the 4th Annual General Meeting are open for inspection by the Members, without any fees, at the Corporate Office at 124, Katju Nagar, Swastik App., Ratlam, Madhya Pradesh, India, 457001 of the Company between 11.00 A.M and 01.00 P.M on all working days up to the date of the Meeting and the same shall also be made available for inspection by Members at the Meeting.



Members holding shares in physical form are requested to approach, BIGSHARE SERVICES PRIVATE LIMITED the Registrar and Share Transfer Agents of the Company situated at Office No S6-2, 6th Floor, Pinnacle Business Park, next to Ahura Centre, Mahakali Caves Road, Andheri - (East) Mumbai - 400 093, Maharashtra, India for:

- (a) intimating any change in their address and/or bank mandate;
 - (b) submitting requests for transfer, transmission, name change, split, consolidation, etc.;
 - (c) nominating any person to whom the shares shall vest in the event of death;
 - (d) updating/registering their e-mail address for correspondence; and
 - (e) Any other queries with respect to shares held by them.
2. Members holding shares in electronic form are hereby informed that the Company or its Registrar cannot act on any request received directly from them for any change of address and/or bank mandate or change in e-mail address. Such changes are to be intimated only to the Depository Participants of the Members.
3. Members who have not registered their e-mail address for receiving all communications including Annual Report, Notices and Circulars, etc. from the Company electronically, are requested to register the same with their Depository Participants (for shares held in electronic form) and with BIGSHARE SERVICES PRIVATE LIMITED, the Registrar and Share Transfer Agents of the Company (for shares held in physical form). Members, who have registered their e-mail address, are also entitled to receive such communication in physical form, upon request.
4. A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to info@shahhospitalratlam.com and sujit@bigshareonline.com Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to the RTA / Company.

5. The Board of Director vide resolution dated 24th July, 2026 has appointed M/s Dilip Swarnkar & Associates, Practicing Company Secretaries as scrutinizer for the Annual General Meeting of the Company.
6. Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 states that the e-voting facility shall be provided to shareholders in compliance with the conditions specified under Companies (Management and Administration) Rules, 2014, or amendments thereto. However, the Company, being listed on the SME platform of BSE, has been exempted from complying with e-voting requirements vide MCA Notification dated 19th March, 2015 by amendment in Rule 20 of the Companies (Management and Administration) Rules, 2014. Hence

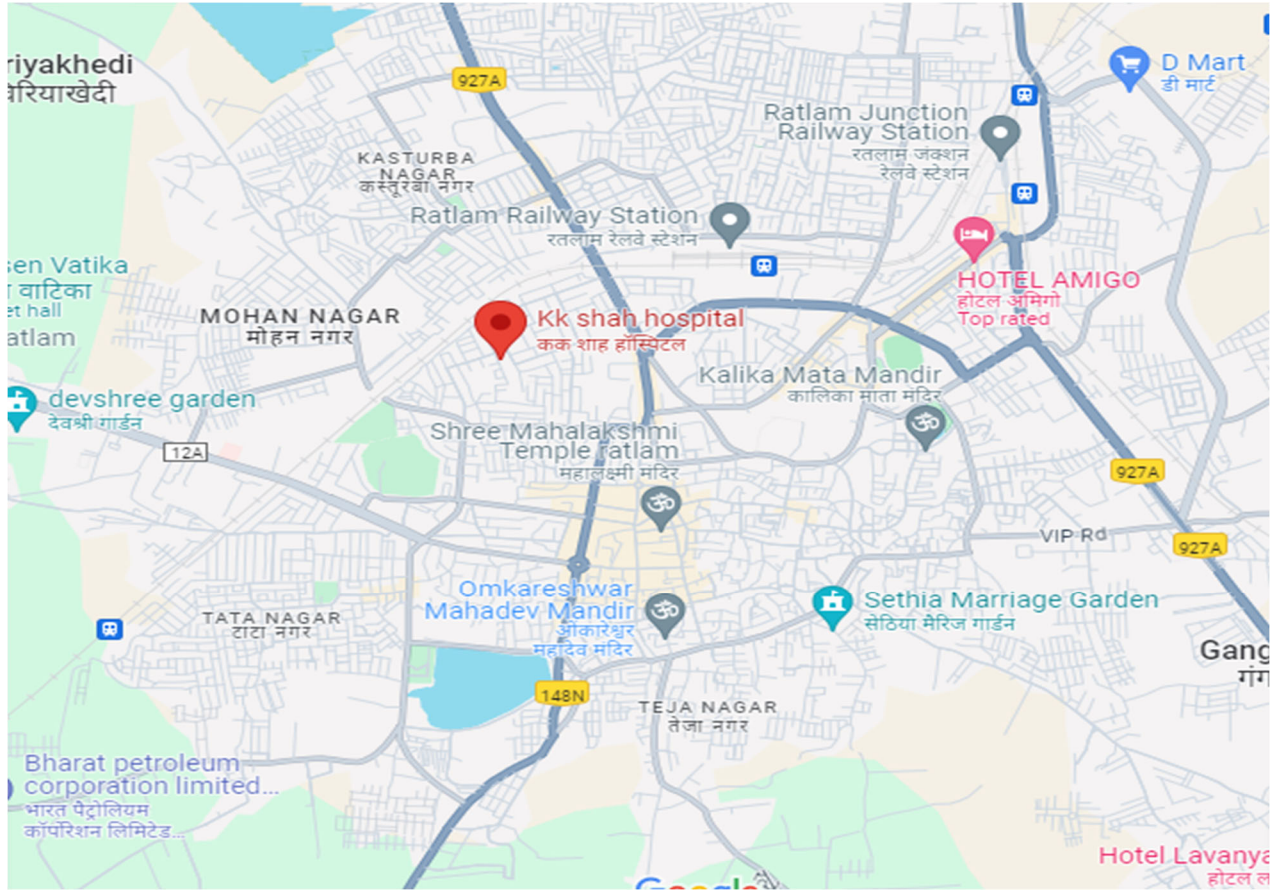


pursuant to the notification, the e-voting facility has not been provided.

7. The Annual Report for the financial year 2026-27 and Notice of the 4th Annual General Meeting, inter- alia, indicating the process and manner of voting along with Attendance Slip and Proxy Form are being sent in electronic mode to all the Members holding shares in dematerialized form and having their e-mail address registered with their Depository Participants and such other Members who have positively consented in writing to receive the same by electronic mode. Members, who have received the above documents in electronic mode, are entitled to receive the same, free of cost, in physical form, upon making a request in this regard to BIGSHARE SERVICES PRIVATE LIMITED, the Registrar and Share Transfer Agents of the Company or to the Company. The abovementioned documents are also available for download on the Company's website i.e. www.shahhospitalratlam.com and on the websites of the Stock Exchanges i.e. [BSE Limited at www.bseindia.com](http://www.bseindia.com)
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Company.
9. Only bonafide members of the Company whose names appear on the Register of Members/Register of Beneficial Owners/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.



Route Map of the venue of 4th Annual General Meeting of Company on Tuesday, August 18, 2026 at 11:00 AM:





Annexure - A

Information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to the Directors seeking Re-appointment in the 4th Annual General Meeting of Company:

Name of the Director	Dr. Milli Shah
Director Identification Number	09715726
Date of Birth	09 April, 1979
Date of Appointment	25 August, 2022
Age	47 Years
Terms and Conditions of appointment	Dr. Milli Shah was appointed as our Executive Director in the Company and is liable to retire by rotation. She shall be paid a remuneration not exceeding Rs.1,08,00,000 per annum with the effect from February 13, 2023.
Details of remuneration sought to be paid during F.Y. 2025-26	Upto Rs. 9, 00,000/- per month
Details of remuneration drawn during the F.Y. 2025-26	Rs. 60,00,000/-
Qualifications	She holds a bachelor's degree in medicine and surgery from Bhavnagar University in the year 2003. Her name is entered into the medical register of the Madhya Pradesh Medical Council in 2011.
Brief Resume of the Director	Dr. Milli Shah is the Executive Director of our Company. She has been associated with our Company since incorporation. She holds a bachelor's degree in medicine and surgery from Bhavnagar University and a master's degree in general surgery from Bhavnagar University in 2007. She also secured the first rank at the M.B.B.S. examination of anatomy in the year 1998. Her name is entered into the medical register of the Madhya Pradesh Medical Council in 2011. She was associated with 'Shah Hospital' since 2008 as a consultant doctor. She has experience of over 12 years in the medical industry.
Expertise in specific functional areas	Medical Industry
Other listed companies in which she holds Directorship and Membership of Committee of Board (along with listed entities from which she has resigned in the past three years)	None
Chairperson/Member of Committee(s) of Board of Directors of the Company	None
Shareholding of non-executive directors [in the listed entity, including shareholding as a beneficial owner];	None
Shareholding in the Company (Equity)	8,02,305 Equity Shares representing 11.78% of total Paid-up Capital of Company.
Disclosure of relationships between directors inter-se;	1. Mr. Amit Shah - Managing Director – Husband 2. Mr. Kirti Kumar Shah – Whole-Time Director – Father-in-Law 3. Mrs. Hansa Shah – Executive Director – Mother-in-Law
The number of Meetings of the Board attended during the year	Board Meeting held – 4 Board Meeting Attended – 4



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

AGENDA NO. 3:

The aggregate remuneration of all the Directors including Independent Directors may exceed 11% of the net profits of the Company as calculated under Section 198 of the Companies Act, 2013, during their tenure of appointment.

Accordingly, approval of members of the Company is being sought in terms of Section 197 of the Companies Act, 2013 for payment of remuneration to all Directors including Independent Directors notwithstanding that aggregate remuneration of all Directors may exceed from 11% of net profit of the Company, calculated as per the provisions of Section 198 of the Act.

Further in case of the Company has no profits or its profits are inadequate, the total Managerial remuneration may be paid to the managerial persons or directors in excess of the limit as mentioned in section II of Part II of Schedule V of Companies Act, 2013.

Further as per requirements of in terms of Section 197 of the Companies Act, 2013, members approval sought for payment of the managerial persons or directors in excess of the limit as mentioned in section II of Part II of Schedule V of Companies Act, 2013 and in case of remuneration to be paid more than 10% of net profit, in case of more than one Managing Director and Whole-time Director and 3% of the net profits calculated as per the provisions of Section 198 of the Act to other directors.

Mr. Mr. Amit Shah, Mr. Kirti Kumar Shah, Mrs. Hansa Shah and Mrs. Milli Shah and their relatives may be considered as interested in this resolution. Except the aforesaid, none of the Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the aforementioned Resolution except to the extent of their shareholding in the Company.

The Board of Directors recommends the Special Resolution set forth in Item No. 03 for approval of the Members.

**By Order of the Board of Directors
For KK Shah Hospitals Limited**

Sd/-

**Amit Shah
Managing Director
DIN: 09119113**

**Place: Ratlam
Date: 24-07-2026**



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: U85100MP2022PLC062407
Name of the Company: KK SHAH HOSPITALS LIMITED
Registered Office: 124, KATJU NAGAR, SWASTIK APP., Ratlam, RATLAM, Madhya Pradesh, India, 457001
E-mail Id:
Folio No./Client Id:
DP. Id:

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

1. Name:.....
Address:
E-mail Id:
Signature, or failing him
2. Name:
Address:
E-mail Id:
Signature, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 4th Annual General Meeting of the Company, to be held on Tuesday, August 18, 2026 at 124, Katju Nagar, Swastik App., Ratlam, Madhya Pradesh, India, 457001 AT 11:00 AM and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. To approve the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2026 together with the Reports of the Board of Directors and Auditors thereon.
2. To re-appoint Ms. Milli Shah (DIN: 09715726) as Director, who retires by rotation and being eligible, offers herself for re-appointment:
3. Approval of remuneration of directors exceeding the overall managerial remuneration limit as per the provisions of section 197 of the companies act, 2013:

Signed this day of 2026

Affix
Revenue
Stamp

Signature of shareholder

Signature of Proxy holders(s)



Notes:

- 1) This Form of the proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- 2) A proxy need not be a member of the Company.
- 3) A person can act as a proxy on behalf of the members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company carry voting rights.
- 4) If a member holding more than 10% of the total share capital carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other member.
- 5) In case of Joint holder, the vote of the senior who tender as vote, whether in person or by proxy, shall be accepted to the exclusion to the vote of other joint holders. Seniority shall be determined by the order in which the name stand in the register of members.

This is optional please put a tick mark () in appropriate column against the resolution indicated above. In case of members wishes his/her vote to be used differently, he/she should indicate the number of shares under the columns “For”, “Against”. In case the members leave the column(s) blank, the proxy will be entitled to vote in the manner he/she thinks appropriate.

Notes for Proxy Form

1. The Proxy, to be effective should be deposited at the Registered Office of the Company not less than **FORTY- EIGHT HOURS** before the commencement of the Meeting. Proxies may be accepted at a shorter period, being not less than twenty-four hours before the commencement of the Meeting, if the Articles so provide.
2. A Proxy need not be a member of the Company.
3. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
4. This form of proxy confers authority to demand or join in demanding a poll.
5. The submission by a member of this form of proxy will not preclude such member from attending in personal voting at the Meeting.
6. **This is optional. Please put a tick mark (✓) in the appropriate column against the Resolutions indicated in the Box. If a member leaves the ‘For’ or ‘Against’ column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular Resolution, he/she should write “Abstain” across the boxes against the Resolution.
7. In case a member wishes his/her votes to be used differently, he/she should indicate the number of shares under the columns ‘For’ or ‘Against’ as appropriate.
8. An instrument of Proxy duly filled, stamped and signed, is valid only for the Meeting to



which it relates including any adjournment thereof.

9. An instrument of Proxy is valid only if it is properly stamped. Unstamped or inadequately stamped Proxies or Proxies upon which the stamps have not been cancelled are invalid.
10. The Proxy-holder should prove his identity at the time of attending the meeting.
11. An authorised representative of a body corporate or of the President of India or of the Governor of a State, holding shares in a company, may appoint a Proxy under his signature.
12. A proxy form which does not state the name of the Proxy should not be considered valid.
13. If an undated Proxy, which is otherwise complete in all respects, is lodged within the prescribed time limit, it should be considered valid.
14. If a company receives multiple Proxies for the same holdings of a Member, the proxy which is dated last is considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple Proxies should be treated as invalid.
15. If a Proxy had been appointed for the original Meeting and such Meeting is adjourned, any Proxy given for the adjourned Meeting revokes the Proxy given for the original Meeting.
16. A Proxy later in date revokes any Proxy/Proxies dated prior to such Proxy.
17. A Proxy is valid until written notice of revocation has been received by the company before the commencement of the Meeting or adjourned Meeting, as the case may be. A Proxy need not be informed of the revocation of the Proxy issued by the Member. Even an undated letter of revocation of Proxy should be accepted. Unless the Articles provide otherwise, a notice of revocation should be signed by the same person who had signed the Proxy.
18. Requisitions, if any, for inspection of Proxies should be received in writing from a member at least three days before the commencement of the Meeting.
19. Proxies should be made available for inspection during the period beginning twenty-four hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting.



ATTENDANCESLIP

To be surrendered at the time of entry

Folio No./Client ID:.....

No. of Shares:

Name of Member/Proxy :.....

I hereby record my presence at the 4th Annual General Meeting of the Company on Tuesday, August 18, 2026, at 124, Katju Nagar, Swastik App., Ratlam, Madhya Pradesh, India, 457001 at 11:00 AM.

Member's/Proxy's
Signature

Notes:

1. Please refer to the instructions printed under the Notes to the Notice of the 4th Annual General Meeting.
2. Shareholders/Proxy holders are requested to bring the attendance Slip with them when they come to the meeting.
3. No attendance slip will be issued at the time of meeting.
4. Shareholders who come to attend the meeting are requested to bring their copies of the Annual Report with them, as spare copies will not be available at the meeting.