

SHL/SE/2025-26/27

25/08/2025

To
The Listing Department
BSE Limited
P.J. Towers, Dalal Street,
Mumbai – 400 001
Scrip Code: 544365 | **ISIN:** INE0TD301017

Dear Sir/Madam,

SUB: Annual Report for the Financial Year 2024-25.

In terms of provisions of Regulation 34 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the 5th Annual Report for the FY 2024-25 along with the Notice of the 5th Annual General Meeting (AGM) of the Company will be held on Friday 19th September 2025 at 03:00 PM (IST) through Video Conference (“VC”)/ Other Audio Visual Means (“OAVM”).

The Annual Report for the Financial Year 2024-25 has been published in our website.

Web-Link: https://shanmugahospital.com/policy-documents/Annual_Report_FY-2024-25.pdf

Yours Sincerely

FOR SHANMUGA HOSPITAL LIMITED

Kannan Anjana Maragatham
Company Secretary & Compliance Officer
M. No: A70080



40 Years of Legacy

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Forward looking statement Some information in this report may contain forward-looking statements. We have based these forward looking statements on our current beliefs, expectations and intentions as to facts, actions and events that will or may occur in the future. Such statements generally are identified by forwardlooking words such as “believe,” “plan,” “anticipate,” “continue,” “estimate,” “expect,” “may,” “will” or other similar words. A forward-looking statement may include a statement of the assumptions or basis underlying the forward-looking statement. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution you that forward looking statements and assumed facts or bases almost always vary from actual results, and the differences between the results implied by the forwardlooking statements and assumed facts or bases and actual results can be material, depending on the circumstances.

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Corporate Information

BOARD OF DIRECTORS

Dr Palaniappan Shanmugam Panneerselvam
Managing Director

Dr Panneerselvam Prabu Sankar
Executive Director & CEO

Dr Dhandapani Priyadharshni
Non-Executive Director

Mrs Panneerselvam Jayalakshmi
Executive Director

Mr Karuppiah Saravanan
Non – Executive Director

CA Gowri
Non – Executive Independent Director
Chairperson – Audit & CSR Committee

CS Bhoopathy Akilan
Non-Executive Independent Director
Chairman – NRC Committee

Mr Rajkumar Ashwin
Non – Executive Independent Director
Chairman – SRC Committee

Mr Karthick
Chief Financial Officer

CS Kannan Anjana Maragatham
Company Secretary & Compliance Officer

Corporate Identification Number
L85110TZ2020PLC033974

Registered Office
51/24, Saradha College Road,
Salem – 636 007. (TN)

Statutory Auditors
M/s. P P N AND COMPANY
Chartered Accountants

Secretarial Auditors
M/s. Suryah & Dinesh Associates LLP
Company Secretaries

Designated Depositories
Central Depository Services Limited (CDSL)

Registrar & Transfer Agents
Integrated Registry Management Services Pvt. Ltd
(Integrated Enterprises (India) Ltd)

Equity Share Listed on
BSE SME Platform

Scrip Code
BSE Limited – 544365 | SHANMUGA

ISIN
INE0TD301017

Bankers
Punjab National Bank
Axis Bank

Website
www.shanmugahospital.com

Email ID
secretarial@shanmugahospital.com
info@shanmugahospital.com

*Details of Board of Directors and Committee Composition was provided in the Report

LEGACY AT A GLANCE

Four Decade of Trusted Healthcare

- 1981** Founded by Dr. P. S. Panneerselvam in Salem as sole proprietorship.
- 1982** Relocated & converted into Partnership Firm.
- 1996** Launched Salem Cancer Institute (first in region).
Founded SMRFT Trust.
- 2020** Incorporated as Shanmuga Hospital Private Limited
- 2023** Business Transfer Agreement – acquired all assets & liabilities of Partnership Firm.
- 2024** Converted to Public Limited Company, renamed Shanmuga Hospital Limited.
- 2025** Listed in BSE SME Platform

RECOGNISED FOR QUALITY AND EXCELLENCE



NABH ACCREDITATION

Shanmuga Hospital has received full Accreditation Certification from National Accreditation Board for Hospitals & Healthcare Providers (NABH)



NURSING EXCELLENCE

Shanmuga Hospital has received **Nursing Excellence Certification** from National Accreditation Board for Hospitals & Healthcare Providers (NABH)



NABL ACCREDITATION

Shanmuga Hospital **Laboratory** is accredited by the National Accreditation Board for Testing and Calibration Laboratories (NABL)

Our Mission

We provide timely care, efficient treatment and preventive health services to ensure patient satisfaction so as to stay leaders in the field of healthcare.



Our Vision

We are the pioneer, listed and best hospital in Salem region in the field of oncology, robotic surgery, preventive healthcare and health insurance.



Core Values



KEY FINANCIALS

FY 24-25

At Shanmuga Hospital, we believe healthcare is more than a service; it is the foundation for human progress.

₹ 4785.33 Lakhs
Revenue from operations

We view healthcare as the lifeline that empowers individuals, strengthens communities, and drives regional development. As one of Salem's leading multi-specialty hospitals, we have long served as the trusted catalyst for advanced medical care in the region, combining clinical excellence, cutting-edge technology, and compassionate service.

₹ 4808.67 Lakhs
Total Income

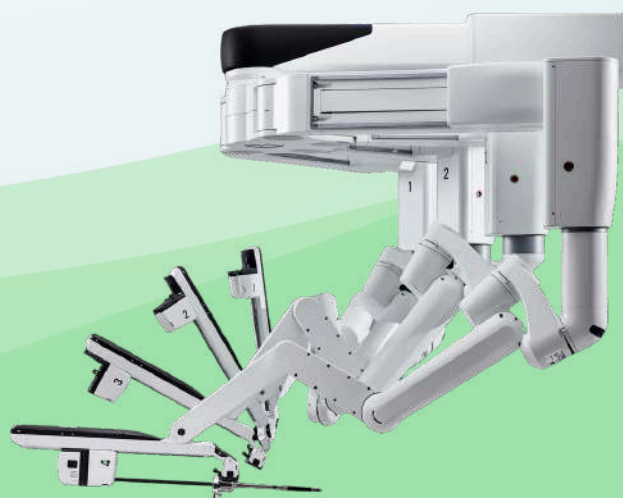
Over the years, we have continuously invested in world-class infrastructure, high-precision diagnostic systems, and specialised centres of excellence — from comprehensive oncology services at the Shanmuga Cancer Centre to advanced cardiac, surgical, and emergency care facilities. Our deliberate expansion of specialties and outreach programs has broadened our impact, enabling us to play a greater role in elevating healthcare standards across the region. By connecting medical expertise with purpose, we are shaping a healthier, more resilient future.

₹ 420.67 Lakhs
PAT

₹ 3969.8 Lakhs
NETWORTH

₹ 4.03
EARNING PER SHARE

We step into the future with clarity and conviction. With growing demand for quality healthcare, increased public and private sector collaboration, and a rising focus on preventive and specialised medicine, we are poised to capitalise on emerging opportunities. As Salem and the surrounding regions witness socio-economic growth, we will continue to channel our expertise, resources, and innovation towards areas where we can create the greatest impact **ensuring Shanmuga Hospital remains synonymous with trust, quality, and patient-first care**



4 DECADES OF MILESTONES



300000 +

**RADIOLOGY & TESTS
CONDUCTED** IN LAST 40 YEARS



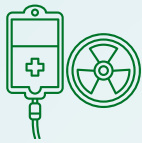
10000 +

LAPAROSCOPY SURGERIES
IN LAST 20 YEARS



30000 +

ENDOSCOPES SURGERY
IN LAST 20 YEARS



60000 +

**CHEMOTHERAPY
TREATMENTS**
IN LAST 25 YEARS



20000 +

RADIOTHERAPY TREATMENTS
IN LAST 25 YEARS



6000 +

CANCER SURGERY
IN LAST 25 YEARS

Caring for generations, committed to tomorrow



Medical Equipment's



Cath Lab



MRI



CT Scan



Plasma Sterilizer



Linear Accelerator



High Dose-Rate Brachytherapy



IVUS

40 Years of Legacy

Shanmuga Hospital Inaugurated in the Year 1981 by the
Chief Minister of Tamil Nadu
Thiru. Dr. Kalaingar Karunanithi



Former Indian Men's Cricket Team **captain Mr. Kapil Dev** visited our hospital in the early 2000s, inspiring staff and patients alike. His visit marked a proud moment in our journey of healthcare and community service.



Our Managing Director with
Salem District Collector Mr. Radhakrishnan., IAS
 2001 - 2003



Our Managing Director had the honor of meeting renowned Indian playback singer and musician **Padma Bhushan Dr. K. J. Yesudas**, marking a memorable moment in our hospital's legacy.

MANAGING DIRECTOR'S MESSAGE



Dr P. S. PANNEERSELVAM
Managing Director

Dear Shareholders,

It is with immense pride and heartfelt gratitude that I address you in this Annual Report. A reflection of a remarkable year in the history of Shanmuga Hospital Limited.

This year, we reached a pivotal milestone our successful listing on the BSE SME Platform. This step forward marks not just a financial achievement, but the beginning of an exciting new chapter in our collective journey. As Lao Tzu wisely said, **"The journey of a thousand miles begins with a single step."** This listing is our defining step into a more visible, accountable and opportunity-rich future.

Throughout our growth, we have remained rooted in our purpose to provide quality, ethical and compassionate healthcare to all. We believe, like Mahatma Gandhi said, that **"the best way to find yourself is to lose yourself in the service of others."** This belief has guided every decision, every treatment, and every patient interaction at our hospital. It is what defines us, not just as a company, but as a healthcare institution with a soul.

The past year has seen us enhance in advanced clinical technologies and strengthen our medical team with skilled professionals who share our values. At the same time, we have extended our reach to underserved areas, offering care beyond the walls of the hospital.

Healing is not just with medicine, but with compassion and trust.

Our listing has not only elevated our credibility in the eyes of the public and investors but also reaffirmed our responsibility to uphold transparency, governance and stakeholder value. It allows us to access new resources, expand our services and innovate with confidence. However, we remain grounded in our mission. For us, success is not just a measure of size or revenue.

Indeed, our journey has had its challenges from building a trusted name in healthcare to navigating changing regulatory and patient needs. But with your unwavering support and our team's commitment, we have always turned challenges into opportunities to improve.

As we look ahead, we are excited and optimistic. We aim to broaden our reach, deepen our impact, and lead with empathy and integrity. With your continued trust, we are confident that Shanmuga Hospital Limited will remain a pillar of dependable healthcare in the region.

On behalf of the Board of Directors and every member of our hospital family, I sincerely thank you for walking this journey with us. This milestone belongs as much to you as it does to us. Let us continue this journey together, with purpose and pride.

Warm regards,

Dr. P. S. Panneerselvam
Managing Director

CEO'S MESSAGE



Dr P. PRABU SANKAR
Executive Director & CEO

Dear Stakeholders,

It is with great pride and a sense of profound responsibility that I write to you at a time when **Shanmuga Hospital Limited** is reaching new milestones in healthcare delivery. This year, we mark a transformative achievement in our clinical capabilities the launch of **Davinci xi Robotic-Assisted Surgery** at our hospital.

This advancement is not merely about adopting new technology. It reflects our unwavering commitment to **bringing the best of global medical innovations** to the people we serve. With this development, Shanmuga Hospital enters a new era one that combines **surgical precision, advanced patient outcomes and minimally invasive techniques** to offer world-class care, right here in Salem.

What Robotic Surgery Means for Our Patients?

The introduction of robotic surgical systems redefines what is possible in modern surgery. It allows our surgeons to perform complex procedures with enhanced accuracy, flexibility and control. Unlike traditional open surgeries, robotic procedures are minimally invasive, resulting in:

- Smaller incisions and less scarring
- Reduced pain and blood loss
- Shorter hospital stays and faster recovery
- Lower risk of complications and infections
- Improved surgical margins and better long-term cancer control are important benefits of robotic oncologic surgery.

This is especially impactful in areas such as **urology, gynecology, gastrointestinal surgery, oncology** and more, where precision is critical. Our patients now have access to technology that was once available only in metropolitan or international hospitals.

Empowering Our Clinical Excellence

At the core of this advancement is our exceptional medical team. Introducing robotic surgery involved more than acquiring state-of-the-art equipment. It meant **retraining, reimagining and retooling** how we operate.

Our surgical specialists and support teams have undergone extensive training to ensure that this technology is used to its fullest potential safely, ethically and effectively. I salute their dedication, adaptability and drive for continuous improvement. Their willingness to embrace change is a testament to the dynamic and progressive spirit of Shanmuga Hospital.

Innovation with Purpose

At Our Hospital, we are guided by a single principle **to serve with empathy and excellence**. Every technological step we take is evaluated not just for its clinical sophistication, but for how it improves patient lives. Our investment in robotic surgery is an investment in **safer outcomes, greater dignity for patients and a promise of modern care within reach**.

This milestone also reinforces our long-standing mission to build a healthcare institution that balances **medical leadership with social responsibility**, technology with human touch, and growth with trust.

Gratitude and the Road Ahead

This achievement is a collective triumph. I take this opportunity to extend my heartfelt gratitude to:

- Our **Board of Directors**, for their strategic foresight
- Our **medical and administrative staff**, for their commitment to excellence
- Our **patients**, for placing their lives in our care
- And above all, to you — our **shareholders and community** — for believing in our vision

As we continue to grow, we remain focused on introducing more super-specialties, enhancing patient experience, and becoming a hub for **affordable, high-quality healthcare in South India**.

We are proud of how far we've come and even more excited about where we are headed. With your continued support, Shanmuga Hospital will continue to push boundaries, embrace meaningful innovation, and stay true to our core purpose: **healing lives with heart and science**.

Warm regards,

Dr P. Prabu Sankar

Chief Executive Officer & Executive Director

PIONEERING ADVANCED HEALTHCARE IN SALEM

From 1981 Shanmuga Hospital has remained committed to one mission: **bringing world-class healthcare** within the reach of every patient in Salem and its surrounding districts. Before our journey of technological transformation began, the city lacked access to specialised care. For critical treatments like cancer therapy or advanced surgeries, patients had to endure exhausting travel to metropolitan hubs, often delaying care and increasing the emotional and financial burden on families.

We challenged that reality. Our approach was bold: invest early in advanced medical technologies, even before they became common in major hospitals. This philosophy transformed not only the standard of care in Salem but also the expectations of what a Tier-2 city could offer in terms of healthcare. Over the years, we became the first in Salem to introduce life-saving technologies such as the Cobalt-60 teletherapy unit, the Linear Accelerator (LINAC), and most recently, the Da Vinci Xi surgical robot.

These investments were not just about machines — they were about creating a sustainable healthcare ecosystem that empowered local doctors, built patient trust, and removed geographical barriers to treatment. Today, Shanmuga Hospital stands as a beacon of innovation, compassion, and excellence in healthcare for Salem and beyond.

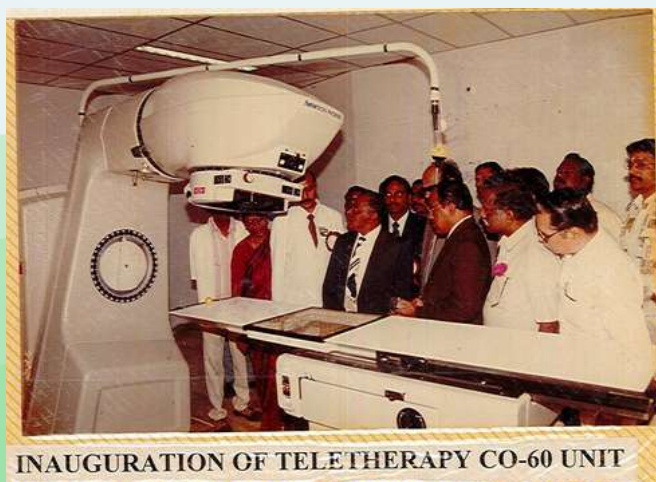
1995 – COBALT-60 RADIATION THERAPY: THE FIRST LEAP FORWARD

In 1995, Shanmuga Hospital took a historic step by installing the Cobalt-60 Teletherapy Unit — the first in Salem and one of the earliest in the region. Until then, cancer patients were forced to travel long distances to cities like Chennai, Bangalore, or Coimbatore to receive radiation therapy. This travel often resulted in treatment delays, poorer outcomes, and emotional strain on families.

The Cobalt-60 system revolutionised oncology care in Salem. It works by emitting high-energy gamma rays from radioactive cobalt isotopes, which can target and destroy cancer cells deep inside the body. The precision of the technology at the time was groundbreaking, allowing tumours to be treated effectively while minimising damage to healthy tissue. For the 1990s, this was cutting-edge science brought right into the heart of a Tier-2 city.

Over the following decade, this technology became the backbone of our oncology services. It treated over 15,000 patients, many of whom would have otherwise gone untreated. More importantly, it demonstrated to the people of Salem that they could receive international-standard care without leaving their hometown.

One early patient, a farmer from a nearby village, shared that being able to complete his entire treatment locally meant he could continue caring for his crops and family without interruption. Such stories were repeated countless times, building a legacy of trust in Shanmuga Hospital's commitment to its community.



INAUGURATION OF TELE THERAPY CO-60 UNIT

2010 – LINEAR ACCELERATOR (LINAC): PRECISION REDEFINED

While the Cobalt-60 had served Salem well, by the late 2000s, advances in radiation oncology demanded even greater precision and versatility. In 2010, Shanmuga Hospital once again took the lead by introducing the Linear Accelerator (LINAC), making us one of the first Tier-2 city hospitals in India to acquire this sophisticated technology.

Unlike Cobalt-60 units, LINAC machines use high-energy X-rays generated electrically, eliminating the need for radioactive isotopes. They can shape and modulate radiation beams to match the exact size, shape, and location of the tumour. This ability to conform radiation to the tumour's 3D geometry drastically reduces damage to surrounding healthy tissues.

LINAC also opened the door to advanced treatment techniques such as Three-Dimensional Conformal Radiotherapy (3DCRT), Intensity-Modulated Radiation Therapy (IMRT), and Image-Guided Radiation Therapy (IGRT). These approaches allow for higher precision, better tumour control, and fewer side effects, even for complex and hard-to-reach cancers.

In the years since its installation, LINAC has been instrumental in treating thousands of patients. It has enabled our oncologists to push the boundaries of what is possible in cancer care locally – reducing recurrence rates, shortening treatment durations, and improving patient quality of life. One senior oncologist noted, 'The LINAC gave us the tools to attempt treatments that were previously considered too risky or impossible in Salem.'



2025 – DA VINCI XI SURGICAL ROBOT: THE FUTURE ARRIVES IN SALEM

This year, Shanmuga Hospital ushered in a new era of surgical excellence with the introduction of the Da Vinci Xi Surgical System – the most advanced robotic platform for minimally invasive surgery available today. This milestone puts Salem on the map alongside India's most advanced surgical centres.

The Da Vinci Xi system features robotic arms equipped with high-definition 3D vision and wristed instruments that mimic and enhance the dexterity of the human hand. Surgeons operate from a console, controlling every movement with unmatched precision, stability, and range of motion.

For patients, the benefits are transformative: smaller incisions, minimal blood loss, reduced pain, and faster recovery times. In many cases, hospital stays are shortened from a week to just two or three days. Robotic-assisted surgery is now being used in urology, gynaecology, general surgery, and oncology – enabling procedures that were once deemed too complex to perform locally.

Our first robotic surgery patient, a young mother, was able to walk within hours and return home in two days. Her story is emblematic of what this technology offers – not just surgical precision, but restored lives and renewed hope.

Looking forward, we remain committed to expanding our technological capabilities. Upcoming initiatives include AI-assisted diagnostics for faster disease detection, advanced imaging systems for unparalleled diagnostic clarity, next-generation radiotherapy solutions, and telemedicine platforms to connect with patients in even the most remote villages.



World-Class Robotic Surgery Now in Salem

Da Vinci Xi
Robot

Faster recovery, Less pain, Smaller scars, Less blood loss, Enhanced Precision,
Minimally invasive procedures, Reduced infection risk, Shorter hospitalization

ONCOLOGY

- ROBOTIC RADICAL HYSTERECTOMY
- PROSTATECTOMY
- LOW ANTERIOR RESECTION (RECTAL CANCER)
- PARTIAL NEPHRECTOMY

GASTROINTESTINAL

- CHOLECYSTECTOMY
- COLECTOMY
- HERNIA REPAIR (HIATAL, INGUINAL, VENTRAL)

GYNECOLOGY

- ROBOTIC MYOMECTOMY
- ENDOMETRIOSIS SURGERY
- TOTAL HYSTERECTOMY

UROLOGY

- PYELOPLASTY
- NEPHRECTOMY
- CYSTECTOMY

4 Decades of Community Outreach Through Medical Camps

For the past four decades, our hospital has remained deeply committed to improving healthcare access across Salem District and its surrounding regions through regular medical camps. What began as a small outreach initiative has grown into a cornerstone of our community service efforts, positively impacting thousands of lives.



Since our inception, we have conducted numerous medical camps—ranging from general health check-ups to specialized screenings for diabetes, hypertension, eye care, maternal health and cancer awareness. These camps have been strategically organized in rural areas, tribal hamlets, underserved neighborhoods and educational institutions, ensuring that quality healthcare reaches the doorsteps of those who need it the most.

Each camp has been made possible through the dedicated efforts of our medical professionals, support staff, and volunteers, in close collaboration with local health authorities, non-governmental organizations, and community leaders.

Key highlights from this year's outreach include:

- Free diagnostic tests and medication distribution at all camps
- Health education sessions on nutrition, sanitation, and chronic disease management
- Mobile health units introduced to reach remote villages
- Increased focus on women's and children's health, including anemia and immunization drives
- Screening camps leading to early detection of non-communicable diseases



These initiatives have not only improved immediate health outcomes but also contributed to long-term awareness and preventive care among the local population. As we reflect on 40 years of this journey, we remain inspired by the trust placed in us by the community. Moving forward, we aim to expand the scale and scope of our medical camps, integrate digital health tools, and ensure that no one is left behind in receiving timely and compassionate care.

Together, we build a healthier tomorrow

BOARD OF DIRECTORS



Dr P. S. Panneerselvam
Managing Director



Dr P. Prabu Sankar
Executive Director & CEO



Mrs. P. Jayalakshmi
Executive Director



CA A S Gowri
Non-Executive Independent
Director



CS B Akilan
Non-Executive Independent
Director



Mr. Rajkumar Ashwin
Non-Executive Independent
Director



Dr D. Priyadharshni
Non-Executive Director



Mr. K Saravanan
Non-Executive Director

Board Diversity

Men – 62.5

Women – 37.5%



Chairman | Chairperson Member

Audit Committee

Corporate Social Responsibility
Committee

Nomination & Remuneration Committee

Stakeholder Relationship Committee

Key Managerial Personnel



Dr P. Prabu Sankar
Executive Director & CEO



Mr S Karthick
Chief Financial Officer



CS K Anjana Maragatham
Company Secretary &
Compliance Officer

Leadership Team



Lt Cdr Dr. Vaishak ML (Retd)
Chief Operating Officer



Dr.R.Murugavel M.S.,
Medical Superintendent

ECHOES OF CARE – PATIENT PERSPECTIVES

At Shanmuga Hospital Limited, patient satisfaction isn't just a metric — it's a reflection of our mission to deliver the best care with passion and empathy. Every heartfelt review, kind word, and shared experience fuels our commitment to excellence and continuous improvement.



From life-saving cardiac interventions, emergency and critical care, to advanced robotic surgeries, and from general medicine to maternity, pediatric, and cancer care, our patients consistently praise the clinical expertise, compassionate approach, transparent processes, and the deeply human touch that define the Shanmuga experience.

Whether facing a medical emergency, undergoing a scheduled surgery, or simply attending a routine health check-up, patients have entrusted their care to us — and their stories reflect the dedication and sincerity of our doctors, nurses, technicians, and support staff. Below are just a few of the many voices that inspire and motivate us every day.

"I came to the hospital with severe cardiac issues and breathing difficulties, having suffered two heart attacks. The emergency and critical care teams acted swiftly and with great dedication. Their collective efforts, expertise, and compassion truly saved my life. I am deeply grateful to everyone involved in my care. I wholeheartedly recommend this hospital to anyone in need of quality treatment."

— **A Cardiac Patient from Harur**



"I was admitted for treatment related to leg swelling, infection, and varicose veins. The doctors were highly skilled and very kind throughout the process. The nursing team, especially on the second floor, was exceptionally caring and attentive. Housekeeping staff were sincere and ensured a clean and comfortable environment. I am completely satisfied with the care I received at the hospital. Truly a great healthcare experience in Salem."

— **A Patient from Karnataka**



"Today my baby received care from the pediatric team. The attention and kindness shown were deeply appreciated. I am very happy with the care provided. Thank you!"

— **A Happy Parent**



"I visited for a master health check-up after seeing an advertisement online. The staff provided excellent support, service, and clear guidance throughout the process. The consultation was thorough, and I received helpful advice for my health. A very satisfying experience overall."

— **A Health Check-Up Patient**



"I was admitted for treatment of a swelling near the hip and underwent surgery. The care and surgical treatment I received were excellent. The overall experience — including billing — was smooth and transparent. I strongly recommend this hospital to others."

— **A Satisfied Patient**



ECHOES OF CARE – PATIENT PERSPECTIVES

"We had a wonderful experience during the delivery of my wife. The doctors were extremely caring and attentive throughout the treatment. They explained everything clearly and provided great emotional support. The nurses and staff were always available and ready to assist us with kindness and professionalism. The hospital environment was clean, safe, and comfortable. I am deeply grateful for the care we received and highly recommend this hospital to others."

— **A Grateful Family Member**



"We visited the hospital in Salem for a hysterectomy surgery and were extremely satisfied with the entire experience. The procedure was performed using advanced robotic surgery technology, which made a significant difference — minimal pain, quicker recovery, and a shorter hospital stay. We were admitted on June 21st and ready for discharge by June 24th. Our heartfelt thanks to the doctors, nurses, and hospital staff for their exceptional care, support, and professionalism throughout. We highly recommend this hospital for anyone considering robotic surgery in the Salem region."

— **A Grateful Patient's Family**



"I came for treatment related to stomach issues and received excellent care. The medical team was very professional, and the nurses were kind, attentive, and dedicated throughout my stay. The hospital environment was clean and well-maintained. I am fully satisfied with the care and service provided."

— **A Patient from Krishnagiri District**



"My father was admitted for mouth cancer treatment at Shanmuga Hospital, Salem. The treatment and care provided were excellent, with staff showing great compassion and professionalism. The nurses were attentive and supportive throughout, while the ward assistants and housekeeping team ensured the environment was always clean and hygienic. We are truly grateful for the hospital's dedication and support during this challenging time."

— **Family Member of a Cancer Patient, SalemPatient**



"My child was admitted to Shanmuga Hospital. The treatment provided was excellent, with a very kind and caring approach throughout. All the nursing staff were attentive, polite, and took great care of my child. The hospital was clean, neat, and well-maintained. We are fully satisfied with the care received and would gladly recommend Shanmuga Hospital. Thanks to the entire Shanmuga team."

— **From Attur – Child Care**



At Shanmuga Hospital, we deeply value the trust our patients place in us. The feedback we receive reflects our commitment to providing compassionate care, advanced medical treatment, and a clean, healing environment. Every appreciation shared by our patients and their families inspires us to continuously improve and serve with dedication.



Major Activities & Accomplishments – 2024-25

During the year, our hospital hosted and participated in several events, celebrations, and milestones that reflected our commitment to patient care, community engagement, and continual growth. These moments brought together our staff, patients, and well-wishers, fostering unity and a shared sense of purpose.

Cancer Awareness

Our Cancer Awareness initiative saw the hospital adorned in pink, symbolising solidarity with cancer patients, accompanied by informative sessions on early detection and prevention.

Standing together for cancer awareness and early detection



Polio Awareness

Polio Awareness activities were conducted to educate the community on the importance of immunisation and disease prevention.

Yoga Day Celebrations

A Yoga program was organised to promote physical and mental wellness among staff and patients. The session encouraged participants to adopt healthy lifestyles through regular practice.



Doctors Day Celebration

The Doctors' Day Celebration, where heartfelt gratitude was extended to our medical professionals for their dedicated service.

Celebrating the healers of our community.



Ganesh Chaturthi



Ganesh Chaturthi brought devotion and cultural vibrancy to the hospital premises.

A festive spirit of devotion and unity

World Audiologist day

World Audiologist Day spread awareness on hearing health with screenings and talks.



Shancon 2.0

ShanCon 2.0, our annual medical conference, brought together healthcare experts to discuss innovations and best practices.

Upgradation of the Emergency Department



The Emergency Department underwent a significant upgradation during the year, enhancing its capacity and efficiency.

The department is now better equipped to handle high-acuity cases and respond swiftly to medical emergencies. Staff training and deployment were also strengthened to support the upgraded facilities. As a result, the hospital has seen marked improvements in critical care response times and patient outcomes.



College Students Visit from Sona Ayurveda

College Students Visit from Sona Ayurveda offered students practical exposure to hospital operations.

NABH Inspection

Our hospital underwent the NABH (National Accreditation Board for Hospitals & Healthcare Providers) inspection, reaffirming our commitment to maintaining the highest standards of healthcare quality and safety.



Inauguration of Linac Facility

The inauguration of the LINAC facility marked a significant milestone in enhancing our cancer care capabilities, offering patients access to state-of-the-art precision radiotherapy.

The event was graced by notable personalities, **with Indian cricketer Mr. T. Natarajan** serving as the Chief Guest, bringing an inspiring presence to the occasion. **Actor Mr. Aari Arjunan also joined as a Special Guest**, adding to the star-studded atmosphere.

This upgraded facility promises to deliver advanced treatment options, further improving outcomes for cancer patients in the region.



Inauguration of Pulmonology Department

Inaugurated by Minister of Tourism Govt. of Tamil Nadu
Mr. Rajendran along with Mr. A Ramachandran, Mayor of Salem.



The hospital inaugurated a dedicated Pulmonology Department during the year to address the growing need for specialized respiratory care. The department offers comprehensive services for **asthma, COPD, lung infections, sleep disorders, and other pulmonary conditions.**

Equipped with **advanced diagnostic tools** and supported by experienced pulmonologists, it enhances our critical and outpatient care capabilities. The new department also supports post-COVID rehabilitation and chronic lung disease management.

This addition marks a significant step in expanding our **multi-specialty care offerings.**

Christmas Celebrations



The hospital celebrated Christmas with joy and warmth. Festive decorations, music, and activities created a cheerful atmosphere for patients, staff, and visitors, spreading happiness and hope during the holiday season.

New Year Celebration



Driven by the strength of our team and a shared commitment to long-term value creation in the healthcare Sector.

Nursing Excellence Audit

A comprehensive Nursing Excellence Audit was conducted during the year to assess and enhance the quality of nursing care.

The audit focused on clinical competencies, patient safety practices, documentation standards, and staff training.

Key strengths identified included compassionate patient care and adherence to protocols.

Areas for improvement were addressed through targeted training programs and continuous quality monitoring.



The audit reinforces our commitment to maintaining high standards of nursing excellence across all departments.

Pongal Celebration

Pongal was celebrated with traditional fervour, bringing together staff, patients, and visitors to enjoy festive decorations, cultural programs, and the sharing of traditional delicacies.



Womens Day Celebrations

International Women's Day honoured the invaluable contributions of women in healthcare, with recognition programs for our women staff.

Honouring women's contributions to healthcare.

A Day to Reflect on Our Legacy

“Empowering Growth, Elevating Opportunities: Our Journey on the BSE SME Platform”



This highlights both the growth aspect and the opportunity that being listed on the platform brings to your company.

Environmental, Social, and Governance (ESG) Commitment at Shanmuga Hospital



At Shanmuga Hospital, we believe that healthcare and environmental stewardship go hand in hand. As a leading multi-speciality hospital in Salem.

we recognise our role not only in healing people but also in protecting the environment and contributing to the well-being of our community for generations to come. Hospitals are resource-intensive by nature — they consume large quantities of water, energy, and materials, while also generating a variety of waste streams. These factors create both a challenge and an opportunity. By integrating sustainability into our operational DNA, we can deliver excellent patient care while minimising environmental impact.

As part of our commitment to sustainability, we have established a **Green Hospital Committee** to implement energy conservation measures and promote eco-friendly initiatives throughout our healthcare facility.

Our Environmental, Social, and Governance (ESG) strategy is built on three key pillars: Environmental Responsibility, Social Impact, and Governance Excellence. These pillars guide our decisions and investments in areas such as water management, clean energy adoption, and waste reduction. In this section, we highlight three cornerstone environmental initiatives that have positioned Shanmuga Hospital as a pioneer in sustainable healthcare in Tier-2 cities: our Sewage Treatment Plant (STP), Solar Power Plant, and Biogas Plant.

Sewage Treatment Plant (STP) – Closing the Water Loop



Water is one of the most critical resources in healthcare operations. Hospitals require large volumes of water daily for patient care, sanitation, laundry, sterilisation, laboratories, and food services. Without proper wastewater management, hospital effluents can pose serious environmental and public health risks due to their biological and chemical content. In Salem, where water resources are finite and seasonal shortages are common, our STP ensures that we manage wastewater responsibly and reuse it wherever possible.

Our STP uses a combination of primary, secondary, and tertiary treatment processes to remove solids, organic matter, and pathogens from wastewater. The treated water undergoes disinfection to meet stringent norms before reuse. Treated water is used for landscaping, flushing, and cleaning of non-clinical areas. This reduces fresh water consumption by over 30%, cutting costs and easing the burden on municipal supply systems.

Beyond environmental compliance, the STP reflects our broader ESG vision — it demonstrates that high-quality healthcare can be delivered while conserving vital natural resources. We are exploring advanced membrane bioreactor (MBR) technology and real-time water quality monitoring to further enhance our wastewater recycling capabilities.

Solar Power Plant – Harnessing the Sun for Healthcare



Energy is the lifeblood of a hospital, powering everything from life-support equipment to air-conditioning systems. Recognising the importance of reducing our carbon footprint, Solar Power Plant to harness renewable energy and offset conventional electricity consumption. This initiative not only lowers greenhouse gas emissions but also reduces our operational costs, enabling us to channel savings into patient care and infrastructure upgrades.

Our rooftop solar photovoltaic installation operates as an on-grid system, feeding electricity directly into the hospital's power supply during daylight hours. This reduces our reliance on the grid, particularly during peak demand. The plant significantly offsets our annual CO₂ emissions, contributing to climate change mitigation and supporting Tamil Nadu's renewable energy targets.

Future plans include expanding solar capacity and integrating battery storage solutions, enabling partial nighttime operation from stored solar energy. This will further increase our energy independence and resilience.

Biogas Plant – Turning Waste into Energy



Organic waste from hospital kitchens and landscaped gardens is processed in our Biogas Plant, which converts it into renewable energy. Through anaerobic digestion, the plant produces biogas for use in cooking, replacing LPG, and generates nutrient-rich slurry for use as fertiliser in our gardens. This circular approach ensures that waste is transformed into a resource, reducing landfill disposal and mitigating methane emissions.

Our biogas initiative reduces waste handling costs, cuts greenhouse gas emissions, and demonstrates how hospitals can contribute to the circular economy. We plan to expand capacity to process organic waste from nearby institutions, turning Shanmuga Hospital into a community hub for renewable energy generation.

Together, our STP, Solar Power Plant, and Biogas Plant showcase our commitment to integrating ESG principles into every aspect of hospital operations. These initiatives support multiple UN Sustainable Development Goals (SDGs), including Clean Water and Sanitation, Affordable and Clean Energy, Responsible Consumption and Production, and Climate Action. At Shanmuga Hospital, we are proving that it is possible to deliver world-class healthcare while caring for the planet and the communities we serve.

Operational Excellence

FY 24-25 DASH BOARD



ADMISSIONS – 4.5K+



ER PATIENTS – 2.9 K +



OUT PATIENTS – 43K+



ALOS – 2.6 Days



SURGERIES PERFORMED – 1.5K +



MAINTAINING 4.7 STAR RATING



KEY INDICATORS

1. Clinical Efficiency & Patient Flow



BENCHMARK



ACHIEVED

Time Taken for Initial Assessment of Indoor Patients	30 mins	18 mins
Waiting Time for Outpatient Consultation	30 mins	26 mins
Time Taken for Discharge	175 mins	146 mins
Return to ER Within 72 Hours	1 %	0.10%
Percentage of Re-Scheduling of Surgeries	6%	1.90%

2. Diagnostic Accuracy & Safety



BENCHMARK



ACHIEVED

Number of Reporting Errors per 1,000 Diagnostic Investigations	2%	0.2%
Percentage of Adherence to Safety Precautions in Diagnostics	100%	94%
Percentage of Blood Transfusion Reactions	1%	0%
TAT for Blood & Blood Components	60 Mins	59 Mins

3. Medication Safety



BENCHMARK



ACHIEVED

Total Number of Medication Errors	0.2-1.5%	1.15%
Medication Charts with Error-Prone Abbreviations	0.8%	3.73%
Number of Patients Developing Adverse Drug Reactions	<2/1000	0%
Prescription in Capital Letters (OP Patients)	100%	97.8%
Stock-Out Rate of Emergency Medications	0	0

4. Surgical Safety & Infection Prevention



BENCHMARK



ACHIEVED

Percentage of Unplanned Return to OT	1.76%	.51%
Surgeries Following Protocols to Prevent Wrong Site/Patient/Procedure	100%	100%
Surgical Site Infection (SSI)	1%	0.5%
Percentage of Re-Scheduling of Surgeries	6%	1.90%

5. Infection Control



BENCHMARK



ACHIEVED

Incidence of Hospital-Associated Pressure Ulcer	1%	0.06%
Catheter-Associated Urinary Tract Infection (CAUTI)	2%	0.23%
Ventilator-Associated Pneumonia (VAP)	2%	0.08%
Central Line-Associated Bloodstream Infections (CLABSI)	0.08%	0%
Hand Hygiene Compliance	100%	97%
Incidents of Needle Stick Injuries	0.07%	0.04%

6. Patient Safety & Risk Management



BENCHMARK



ACHIEVED

Medical Records with Incomplete/Improper Consent	<1%	0.07%
Variations Observed in Mock Drills	<3/Drill	1.5/Drill
Patient Fall Rate per 1,000 Patient Days	<0.8	0.02

The key indicators reflect Shanmuga Hospital's strong commitment to **patient safety, clinical excellence, and continuous improvement**. Most benchmarks were met or exceeded, with notable achievements in **low infection rates, rapid patient assessment, efficient discharge processes, and high compliance with safety protocols**.

Areas needing improvement, such as **adherence to certain medication documentation standards and safety practices in diagnostics**, are being addressed through targeted **training, stricter monitoring, and process** enhancements. Overall, these results highlight our dedication to delivering safe, timely, and effective care, strengthening patient trust, and sustaining our reputation as a leading healthcare provider.

EXCELLENCE IN CLINICAL GOVERNANCE & QUALITY



Over 85% of patients were seen by a consultant within 26 minutes of arrival, demonstrating our commitment to timely care.



95% of patients complete lab sampling within 10 minutes of arrival, ensuring swift diagnostics.



More than 80% of patients were discharged within 146 minutes.



Less than 0.5% of patients returned to the Emergency Room with the same complaint. This is a reflection of effective and accurate initial care.

At Shanmuga Hospital, Clinical Governance and Quality are central to our commitment to delivering safe, evidence-based, and patient-centered care. Our governance structure ensures that clinical decisions are transparent, accountable, and continuously improving – aligning with national accreditation standards and global best practices.

In the reporting year, we strengthened our quality framework through robust monitoring, cross-functional coordination, and targeted interventions aimed at reducing clinical risk and enhancing patient outcomes.

Shanmuga Hospital's 7 Pillars of Safer, Smarter, and Compassionate Care

1. Teamwork & Staff Engagement

Encourages a culture of safety, mutual respect, and accountability.

2. Do It Right the First Time

Promotes reliability and excellence in all clinical and support processes.

3. Patient Safety at the Core

Reinforces proactive risk identification and mitigation.

4. Infection Control is Everyone's Responsibility

Strengthens hygiene practices and safety protocols across departments.

5. Timely & Equitable Access to Care

Supports early interventions and better outcomes.

6. Learning Through Reviews & Reflection

Encourages organizational learning and responsive change.

7. Data-Driven Quality & Outcomes

Focuses on transparency, accountability, and measurable excellence.

As part of our annual assessment process, a comprehensive staff survey was conducted to evaluate awareness and alignment with hospital-wide patient safety standards.

We are pleased to report that over 98% of staff demonstrated strong knowledge and awareness of safety guidelines. This reflects our ongoing commitment to staff training, continuous professional development, and cultivating a safety-first culture across all levels of the organization.

This high level of alignment plays a critical role in ensuring consistent, high-quality care and achieving our Zero Harm Healthcare goals.

HOSPITAL COMMITTEE OVERVIEW

At Shanmuga Hospital, our clinical and administrative committees form the foundation of a robust governance system that ensures safe, ethical, and high-quality patient care. These multidisciplinary committees provide oversight, strategic direction, and continuous improvement across all operational domains – aligning with national standards and our institutional commitment to Zero Harm Healthcare.

Each committee functions under clearly defined objectives, with regular evaluations, documented outcomes, and cross-functional collaboration.

In alignment with our 7 Pillars of Safer, Smarter, and Compassionate Care, the following committees played a critical role in advancing our clinical excellence, operational efficiency, and patient-centric culture:

Key Committees and Their Roles

1. Patient Safety Committee

Leads safety initiatives across the hospital by identifying risks, investigating incidents, and ensuring proactive measures are in place to protect patients, visitors, and staff. This committee also fosters a 'report without blame' environment to encourage open communication.

2. Pharmacy and Therapeutic Committee

Oversees formulary management, medication safety, and clinical pharmacology practices. The committee plays a pivotal role in evaluating new drugs and ensuring evidence-based use of pharmaceuticals.

3. Infection Prevention and Control Committee (IPC)

Monitors infection trends, conducts regular audits, and ensures rigorous adherence to hygiene protocols to reduce hospital-acquired infections and promote a culture of prevention across all departments.

4. Medical Records Compliance Committee

Ensures the integrity, accuracy, and legal compliance of all patient records. Supports electronic medical record (EMR) optimization, timely documentation, and secure data handling.

5. CPR (Code Blue) Committee

Monitors and reviews all cardiopulmonary resuscitation (CPR) events and outcomes. Enhances resuscitation readiness through structured drills, updated protocols, and targeted staff training.

6. Mortality and Morbidity Committee

Conducts in-depth reviews of adverse clinical outcomes to identify areas for improvement. Implements changes in protocols, training, or systems to reduce preventable morbidity and mortality.

7. Purchase and Condemnation Committee

Ensures timely procurement of essential medical and non-medical equipment, while overseeing the safe and policy-compliant disposal of obsolete assets.

8. Green Committee

Advocates for environmental responsibility by promoting eco-friendly practices, energy efficiency, and waste reduction initiatives throughout the hospital.

9. Patient Grievance Redressal Committee

Provides a structured mechanism to address patient feedback, complaints, and concerns with empathy and efficiency. Supports service recovery and drives improvements based on patient experience insights.

10. Internal Complaints Committee (Prevention of Sexual Harassment – POSH)

Upholds workplace dignity and safety by addressing complaints related to sexual harassment, in compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act.

11. Nurse Management Committee

Focuses on optimizing nursing practices, staffing, training, and leadership development to ensure high-quality nursing care and professional growth.

12. Clinico-Radiology and Radiation Safety Committee

Reviews radiological services, image quality, and adherence to radiation safety protocols for both patients and healthcare workers.

13. Clinico-Pathology Committee

Facilitates correlation between clinical findings and pathology reports to enhance diagnostic accuracy and interdisciplinary learning.

14. Medical Records Department (MRD) Committee

Monitors the organization, availability, and confidentiality of medical records. Ensures timely retrieval for clinical, legal, and administrative use.

15. Blood Transfusion Committee

Ensures the safe, appropriate, and efficient use of blood and blood products. Conducts audits and promotes adherence to transfusion guidelines.

16. Quality Committee

Leads hospital-wide quality improvement initiatives, internal audits, accreditation readiness, and outcome benchmarking – driving measurable improvement in patient care.

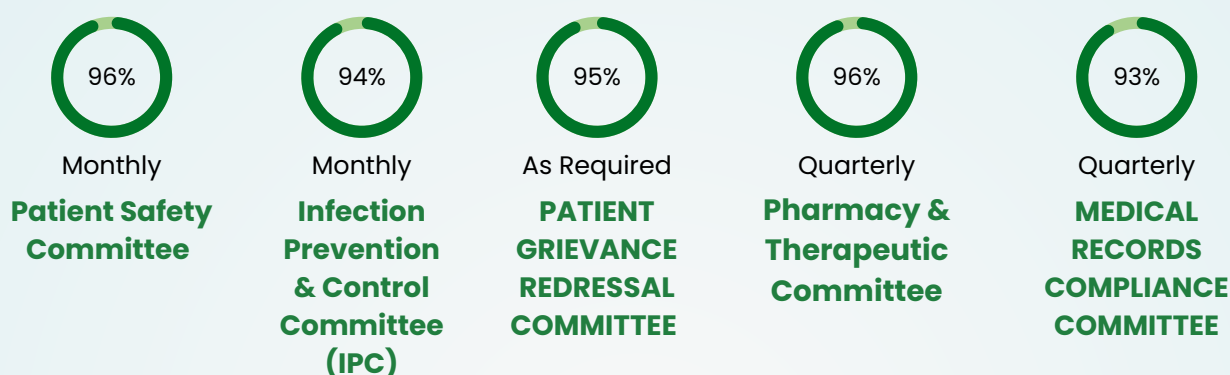
17. Clinical Audit Committee

Conducts routine clinical audits to assess practice against evidence-based standards, enabling course corrections and continuous clinical improvement.

18. Tumour Board

A multidisciplinary forum that reviews complex cancer cases to formulate individualized, evidence-based treatment plans. Promotes collaborative decision-making among oncologists, radiologists, pathologists, and surgeons.

COMMITTEE EFFICIENCY



National Accreditation Board for Hospitals & amp; Healthcare Providers (NABH)



National Accreditation Board for Hospitals & Healthcare Providers (NABH)

Shanmuga Hospital takes immense pride in being recognized for its commitment to quality, patient safety, and continual improvement through NABH accreditation.

2016 – **Initial Accreditation:** We achieved our first NABH accreditation (Entry Level) in 2016, marking a major milestone in our journey toward structured, quality healthcare delivery. This recognition reflected our early adoption of NABH standards, **focusing on patient rights, safety protocols, and systematic processes.**

2019 – **Full Accreditation:** Building on our foundational efforts, we were awarded Full NABH Accreditation in 2019 after consistently meeting and exceeding rigorous standards. This achievement reinforced our position as a quality-driven, patient-centered hospital **committed to providing safe and effective care aligned with national and global benchmarks.**

2022 – **Accreditation Renewal:** In 2022, we successfully renewed our NABH accreditation, further demonstrating our **ongoing dedication to continuous improvement, excellence in healthcare delivery, and adherence to the highest standards of patient safety and care.**

NABH Nursing Excellence – 2024

In 2023, Shanmuga Hospital earned the **NABH Nursing Excellence Certification**, a testament to the exceptional quality and professionalism of our nursing services. This accreditation assessed and validated our nursing practices on:

- Patient-centered care delivery.
- Continuous skill development and competency enhancement of nursing staff.
- Adherence to ethical practices and patient safety measures.
- This achievement not only recognizes the **skill and dedication of our nursing team** but also ensures that patients receive the highest standards of **compassionate and evidence-based nursing care**.



National Accreditation Board for Testing and Calibration Laboratories (NABL) – 2022

Our Central Diagnostic Laboratory received NABL Accreditation in 2022, demonstrating compliance with ISO 15189:2012 standards for quality and competence. This certification assures that:

- All diagnostic tests are conducted with precision, accuracy, and reliability.
- Our laboratory adheres to international best practices in testing and calibration.
- Patients and clinicians can rely on our diagnostic results for timely and accurate decision-making.



Our Commitment

These accreditations are not just recognitions—they represent our **continuous journey towards excellence**. At Shanmuga Hospital, we view each accreditation as both a **milestone achieved** and a **responsibility to maintain the highest standards** in healthcare.

Emergency Codes and Preparedness

At Shanmuga Hospital, patient and staff safety remain our highest priority. To ensure prompt and effective response to emergencies, the hospital has established a standardized Code System. Each code represents a specific type of emergency, enabling quick communication and coordinated action across all departments.

- **Code Blue** – Activated during medical emergencies such as cardiac or respiratory arrest, ensuring immediate resuscitation and life-saving interventions.

“Every second counts, and every life matters.”

- **Code Red** – Initiated in case of fire or smoke emergency, facilitating rapid evacuation and fire safety measures.

“Preparedness today prevents tragedy tomorrow.”

- **Code Pink** – Raised during suspected infant or child abduction or security emergency involving a child, ensuring swift security response and protection.

“The safety of our little ones is the safety of our future.”

- **Code Yellow** – Declared during external or internal disasters and mass casualty situations, enabling disaster management protocols and resource mobilization.

“In times of crisis, teamwork is our greatest strength.”

- **Code Violet** – Activated in case of violence, abuse, or threat situations within the hospital, ensuring staff and patient safety through security intervention.

“Safety and dignity are non-negotiable.”

To strengthen preparedness, Shanmuga Hospital conducts regular training sessions, awareness programs, and mock drills throughout the year. These initiatives help reinforce staff confidence, improve teamwork, and ensure that safety protocols are adhered to at all times.

Importantly, all deviations observed during drills or actual events are systematically documented, reviewed, and discussed in safety meetings. Corrective and preventive actions are then implemented to continuously improve our emergency response system.

“Preparedness is not a one-time action, but a culture of safety we build every day.”

Through these measures, the hospital reaffirms its commitment to creating a safe and secure environment for patients, attendants, and healthcare providers.

NOTICE



Shanmuga Hospital Limited

CIN: L85110TZ2020PLC033974

Registered Office: 51/ 24, Saradha College Road, Salem-636007. Tamilnadu.

Tel: 0427-2706674, **Email Id:** secretarial@shanmugahospital.com, **Website:** www.shanmugahospital.com

NOTICE

Notice is hereby given that the Fifth Annual General Meeting (5th AGM) of the members of Shanmuga Hospital Limited will be held on Friday 19th day of September 2025 at 03:00 PM (IST) through Video Conference ("VC")/ Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025 including the Audited Balance Sheet as at 31st March, 2025 and the Statement of Profit and Loss for the year ended on that date together with the Reports of Board of Directors and Auditors thereon.

To consider and, if thought fit, to pass the following resolutions as **Ordinary Resolutions:**

"RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To appoint a Director in place of Mr. Panneerselvam Prabu Sankar (DIN: 08772888), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of section 152 and any other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the members of the Company be and is hereby accorded for the re-appointment of Mr. Panneerselvam Prabu Sankar (DIN: 08772888), who retires by rotation at this meeting, be and is hereby appointed as Executive Director of the Company."

3. To appoint a Director in place of Mrs. Dhandapani Priyadharshni (DIN: 10469316), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers herself for re-appointment.

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of section 152 and any other applicable provisions and the Rules framed thereunder, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the members of the Company be and is hereby accorded for the re-appointment of Mrs. Dhandapani Priyadharshni (DIN: 10469316), who retires by rotation at this meeting, be and is hereby appointed as a Non-Executive Director of the Company."

Place: Salem

Date: 12/08/2025

By Order of the Board of Directors
Sd/-

CS Kannan Anjana Maragatham

Company Secretary cum Compliance Officer

M. No: A70080

NOTES

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.

3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.

6. The Board of Directors have appointed M/s Suryah & Dinesh Associates LLP, Practicing Company Secretaries (LLPIN: ABB-8975) as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.shanmugahospital.com. The Notice can also be accessed from the website of BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

NOTES

8. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

9. Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and Secretarial Standard-2 on General Meetings, issued by The Institute of Company Secretaries of India, in respect of appointment/reappointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as Annexure to this Notice.

10. Electronic copy of the Annual Report 2024-25 is being sent to those Members whose e-mail address is registered with the Company / Depositories for communication purpose, unless any Member has requested for a physical copy of the same. Members may note that this Annual Report will also be available on the Company's website at www.shanmugahospital.com.

11. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, etc., to their DPs

12. Pursuant to section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from 13th September, 2025 to 19th September, 2025 (both days inclusive) for the purpose of 05th AGM.

13. The Register of Directors and Key Managerial Personnel and their shareholdings maintained under Section 170 of the Companies Act, 2013 will be available for inspection electronically during the 05th Annual General Meeting. Members seeking to inspect such documents can send an email to secretarial@shanmugahospital.com.

14. Since the AGM will be held through VC/OAVM in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on 16th September 2025 from 09:00 AM and ends on 18th September 2025, 05:00P.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 12th September 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL 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.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>1) 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 users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL Depository	<p>1) 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 and you will be re-directed 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> <p>2) 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>3) 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 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> <p>4) 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. Click on company name or e-Voting service provider name and you will be re-directed 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>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<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>

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 2109911
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.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

- For CDSL: 16 digits beneficiary ID,
- For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Detail OR Date of Birth(DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on **"SUBMIT"** tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant **Shanmuga Hospital Limited** on which you choose to vote.

(x) On the voting page, you will see **"RESOLUTION DESCRIPTION"** and against the same the option **"YES/NO"** for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the **"RESOLUTIONS FILE LINK"** if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on **"SUBMIT"**. A confirmation box will be displayed. If you wish to confirm your vote, click on **"OK"**, else to change your vote, click on **"CANCEL"** and accordingly modify your vote.

(xiii) Once you **"CONFIRM"** your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on **"Click here to print"** option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; secretarial@shanmugahospital.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretarial@shanmugahospital.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretarial@shanmugahospital.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are 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 available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact attoll free no. 1800 2109911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, MarathonFuturex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 2109911.

ANNEXURE A

DETAILS OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

(Pursuant SEBI Listing Regulations, 2015 and Secretarial Standard-2 on General Meetings)

Name of the Directors	Mr. Panneerselvam Prabu Sankar (DIN: 08772888)	Mrs. Dhandapani Priyadharshni (DIN: 10469316)
Designation and Category of Director:	Executive Director cum Chief Executive Officer	Non-Executive Director
Date of the first appointment on the Board:	26/06/2020	16/02/2024
Date of Birth:	10.11.1983	14.11.1984
Age:	40	39
Qualification	M.B.B.S., M.S. (General Surgery), M.B.A. (Hospital Management)	M.B.B.S., Post Graduate Diploma in Child Health (D.C.H.)
Experience	He holds more than 9 years of experience in healthcare sector. His contributions were instrumental in obtaining accreditations such as NABH, and NABL for the hospital. Currently, he is responsible for the overall management of our Company.	She has over 9 years of experience in Paediatrics and has been associated with Shanmuga Hospital in various capacities since 2012. She presently continues her medical practice as a Consultant Paediatrician.
Number of Meetings of the Board attended during the financial year 2024-2025:	18 out of 18	18 out of 18
List of Directorship/ Membership / Chairmanship of Committees of other Board as on date (excluding Foreign Companies):	Directorship of Other Board 1. Velavan Hospital Needs Private Limited Directorship of other listed entities: Nil Membership of Committees of other Board: Nil Chairmanship of Committees of other Board: Nil	Directorship of Other Board: Nil Directorship of other listed entities: Nil Membership of Committees of other Board: Nil Chairmanship of Committees of other Board: Nil
Shareholding in Shanmuga Hospital Limited as on March 31, 2025:	24,52,000 Equity Shares Held	24,30,000 Equity Share Held

Relationship with other Directors, Managers and other Key Managerial Personnel of the Company:	1. Dr. P S Panneerselvam (MD) – Father 2. Mrs. Jayalakshmi P (Executive Director) – Mother 3. Dr. DPriyadharshni (Non-Executive) – Spouse	1. Dr. P S Panneerselvam (MD) – Father-In-Law 2. Mrs. Jayalakshmi (Executive Director) – Mother-In-Law 3. Dr. PPrabu Sankar (Executive) – Spouse
Terms and Conditions of appointment:	Liable to retire by rotation.	Liable to retire by rotation.
Remuneration sought to be paid	As per company's norms.	Sitting Fees as per company's norms.
Remuneration Last Drawn	No remuneration paid.	NA
List of listed entities from which the director/proposed appointee has resigned in the last three years:	Not Applicable	Not Applicable
Information as required pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018	Dr. Panneerselvam Prabu Sankar is not debarred from holding the office of director pursuant to any SEBI order or any other such authority.	Dr. Dhandapani Priyadharshni is not debarred from holding the office of director pursuant to any SEBI order or any other such authority.



DIRECTOR'S REPORT

DIRECTOR'S REPORT

To
Dear Members,

Your Directors are pleasure to present the Fifth Annual Report on the business and operations of the Company along with audited financials for the period ended 31st March, 2025.

I.FINANCIAL HIGHLIGHTS:

The financial results for the year ended 31st March 2025 are furnished below.

Particulars	2024-2025 (Rs. In Lakhs)	2023-2024 (Rs. In Lakhs)
Revenue from Operations	4785.33	4303.74
Other Income	23.35	35.04
Total Income	4808.67	4338.78
Less: Cost of Consumption	1772.74	1696.39
Less: Employee Benefit Expenses	559.25	323.64
Less: Finance Costs	62.27	60.81
Less: Other Expenses	1629.48	1424.06
Profit Before Exceptional and Extraordinary Items and Tax	568.74	703.49
Less: Exceptional Items	-	-
Less: Prior Period Item	-	ss
Less: Depreciation	215.8	130.39
Less: Tax Expenses	133.84	165.31
(i). Current Tax	13.77	(12.4)
(ii). Deferred Tax	0.46	-
(iii). Tax Adjustment for earlier years		
Profit After Tax	420.67	524.84

2. COMPANY STATE OF AFFAIRS

During the financial year 2024-25, the Total Operating Income of the Company increased to Rs. 4,785.33 lakhs as compared to Rs. 4,303.74 lakhs in the previous year.

The Profit After Tax (PAT) for the year under review was Rs. 420.67 lakhs, as against Rs. 524.84 lakhs in the previous year. The reduction in profitability is primarily attributable to higher depreciation charges.

Depreciation for the year stood at Rs. 215.80 lakhs, as against Rs. 130.39 lakhs in the previous year, consequent to additions to fixed assets and capital expenditure undertaken by the Company.

3. DIVIDEND

Board has not recommended dividend for the financial year 2024-25 keeping in view the long-term objectives of the Company.

4. CHANGE IN STATUS OF THE COMPANY

During the year, your company converted itself into a Public Limited Company with effect from 6th June 2024. Also, your company is listed with BSE SME platform with effect from 21st February 2025.

5. RESERVES

The Company has not transferred any amount to General reserve during the year.

6. CHANGE IN NATURE OF BUSINESS

There is no change in the nature of business of your Company

7. SHARE CAPITAL

- During the year the Authorised Share Capital of the Company is Rs.14,00,00,000/- (Rupees Fourteen Crores only) divided into 1,40,00,000 (One Crore Forty Lakh shares) Equity Shares of face value Rs. 10/- (Rs. Ten).
- Pursuant to the Initial Public Offer of Equity Shares by the Company, the Board of Directors, in their meeting held on February 18, 2025, has allotted total 38,18,000 (Thirty-Eight Lakh Eighteen Thousand) Equity Shares Rs. 10/- (Rupees Ten Only) each at price of Rs. 54/- (Rupees Fifty-Four Only) per Equity Share [Including a share premium of Rs. 44/- (Rupees Forty-Four Only) Per Equity Share to the successful allottees, whose list have been finalized by the Company, the Registrar to the issue and merchant banker in consultation with Bombay Stock Exchange (BSE).
- The Paid-up share capital of the company as on 31st March, 2025 is Rs. 13,61,30,000/- (Rupees Thirteen Crores Sixty-One Lakhs and Thirty Thousand Only) divided into 1,36,13,000 Equity Shares of Rs. 10/- each.

a. BUY BACK OF SECURITIES:

The Company has not bought back any of its securities during the year under review.

b. SWEAT EQUITY:

The Company has not issued any Sweat Equity Shares during the year under review.

c. BONUS SHARES:

The Company has not issued any Bonus Shares during the year under review.

d. RIGHTS ISSUE

The Company has not issued any Rights Issue during the year under review.

e. EMPLOYEES STOCK OPTION PLAN:

The Company has not provided any Stock Option Scheme to the employees.

9. CREDIT RATING

As your company has not availed any credit facility requiring credit rating. Hence, the company did not obtain credit rating.

10. TRANSFER OF SHARES / AMOUNT TO IEPF

During the year under review, the Company had not transferred any amount or Shares to the Investor Education and Protection Fund.

11. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There are no significant and material orders passed by the Regulators / Courts or tribunals that would impact the going concern status of the Company and its future operations.

12. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

Nil

13. INTERNAL FINANCIAL CONTROL AND RISK MANAGEMENT

The company has an established Internal Financial Control framework including internal controls over financial reporting, operating controls and anti-fraud framework. The frame work is reviewed regularly by the Management and tested by internal audit team and presented to the Audit Committee. Based on periodical testing, the framework is strengthened from time to time, to ensure adequacy and effectiveness of Internal Financial Control. The established controls are constantly assessed and strengthened with new / revised standard operating procedures. The Company has adopted policies and procedures for ensuring adherence to the Company's policies, safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and reliability of accounting records and timely preparation of reliable financial disclosures.

14. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

During the financial year 2024-25, no penalties have been imposed on the company by any regulatory authorities.

15. PUBLIC DEPOSITS

The Company has not accepted any deposit from the public within the meaning of Chapter V of the Companies Act 2013 during the year ended 31st March 2025.

16. INTERNAL AUDITORS

Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014 and based on the recommendations made by the Audit Committee M/s. JV & Co, Chartered Accountants, Salem has been appointed as the Internal Auditors for carrying out the Internal Audit of the company for the FY 2024-25.

17. STATUTORY AUDITORS

Section 139 of the Companies Act, 2013 provided for the appointment of Statutory Auditors for a period of five years and hence M/s P P N AND COMPANY, Chartered Accountant (Firm Registration No. 013623s), Chennai were appointed as the Statutory Auditors of the Company in the Annual General Meeting of the Company held on 30th September 2023 for a period till the conclusion of the Eighth Annual General Meeting.

18. SECRETARIAL AUDITORS

Pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Suryah & Dinesh Associates LLP, Practicing Company Secretaries, as the Secretarial Auditors of the Company in the Board Meeting held on 31st March 2025, for the FY 2025-26. The Secretarial Audit Report issued by the Company's Secretarial Auditor M/s. Suryah & Dinesh Associates LLP is annexed and forms part of this Report in **"Annexure-III"**. The report does not contain any qualification.

19. COST AUDITORS

The Company is required to maintain cost records as specified under Section 148(1) of the Companies Act, 2013. However, the provisions relating to cost audit are not applicable to the Company and accordingly, no cost auditor has been appointed

20. STATUTORY AUDITOR'S REPORT

The Statutory Auditors' Report for the Financial Year 2024-25 does not contain any qualification, reservation or adverse remarks and the same is enclosed with the audited financial statements in this Annual Report.

21. ANNUAL RETURN

The Draft Annual Return of the Company is available on the company's website: <https://shanmugahospital.com/annual-return/>

22. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Particulars in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo, pursuant to the provisions of Section 134 (3) (m) of the Companies Act, 2013, are given in **"ANNEXURE - I"** to this report.

23. BOARD OF DIRECTORS

Pursuant to the provisions of Section 203 of the Companies Act, 2013, the Board of Directors is duly constituted.

Sr. No	DIN/PAN	Name	Designation
1	8772887	Dr. PALANIAPPAN SHANMUGAM PANNEERSELVAM	Managing Director
2	8772888	Dr. PANNEERSELVAM PRABU SANKAR	Executive Director & CEO
3	10692764	Mrs. PANNEERSELVAM JAYALAKSHMI	Executive Director
4	10469316	Dr. DHANDAPANI PRIYADHARSHNI	Non-Executive Director
5	10692765	Mr. KARUPPIAH SARAVANAN	Non-Executive Director
6	10670386	CS BHOOPATHY AKILAN#	Independent Director
7	7830578	CS GOWRI%	Independent Director
8	9217524	Mr. RAJKUMAR ASHWIN%	Independent Director

% CA Gowri & Mr. Rajkumar Ashwin – Appointed as Independent Director at the EGM on 10.05.2024. # CS Bhoopathy Akilan – Appointed as Independent Director at the EGM on 21.06.2024.

DIRECTORS RETIRING BY ROTATION:

Dr. Panneerselvam Prabu Sankar, Executive Director & Chief Executive Officer and Dr. Dhandapani Priyadharshni, Non-Executive and Non-Independent Directors of the Company are liable to retire by rotation at the ensuing Annual General Meeting and being eligible offers themselves for re-appointment.

The profile of Dr. Panneerselvam Prabu Sankar & Dr. Dhandapani Priyadharshni is given in the Annexure to the Notice of the Annual General Meeting.

KEY MANAGERIAL PERSONNELS:

Sl. No	Name of the Key Managerial Personnels	Designation
1	Dr. Panneerselvam Prabu Sankar	Chief Executive Officer
2	Mr. Karthick	Chief Financial Officer
3	CS Kannan Anjana Maragatham	Company Secretary & Compliance Officer

During the year under review, following changes occurred in the composition of the Board of Directors and KMP:

Sl. No.	Name of the Director/KMP	Designation	Effective Date	Nature of Change
1	Veera Pratap Reddy Gandluru	Company Secretary	30.04.2024	Resignation
2	Dr. Rahul Mukherjee	Independent Director	10.05.2024	Appointment
3	Anjana Maragatham	Company Secretary	02.05.2024	Appointment
4	Dr. Rahul Mukherjee	Independent Director	01.06.2024	Resignation
5	Anjana Maragatham	Company Secretary	28.06.2024	Resignation
6	Veera Pratap Reddy Gandluru	Company Secretary	28.06.2024	Appointment
7	Panneerselvam Jayalakshmi	Executive Director	30.09.2024	Change in Designation
8	Karuppiyah Saravanan	Non- Executive Director	30.09.2024	Change in Designation
9	Veera Pratap Reddy Gandluru	Company Secretary	24.03.2025	Resignation
10	Kannan Anjana Maragatham	Company Secretary	31.03.2025	Appointment
11	Gowri	Independent Director	10.05.2025	Appointment
12	Rajkumar ASHwin	Independent Director	10.05.2025	Appointment
13	B Akilan	Independent Director	21.06.2024	Appointment

24. BOARD MEETING

During the year board has met 18 times the details as follows:

Date of Meeting	No. of Directors Entitled to Attend	No. of Directors Attend
02.05.2024	3	3
13.05.2024	6	3
04.06.2024	5	3
14.06.2024	5	5
21.06.2024	5	4
28.06.2024	6	5
04.07.2024	6	4
01.09.2024	8	6
10.09.2024	8	5
21.09.2024	8	7
30.09.2024	8	5
02.01.2025	8	5
15.01.2025	8	4
20.01.2025	8	4
29.01.2025	8	6
06.02.2025	8	7
18.02.2025	8	6
31.03.2025	8	6

25. BOARD COMMITTEE

The company constituted three committees as per the Companies Act, 2013 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in order to fulfil the conditions specified for listing its shares with the Stock Exchange. The committees constituted by the Board are:

- a). Audit Committee
- b). Nomination Remuneration Committee
- c). Stakeholders Relationship Committee

The Composition and meeting held during the year are annexed as **Annexure II**.

GENERAL MEETING

During the year under review, the following General Meetings were held, the details of which are given as under:

S.No	Type of General Meeting	Date of General Meeting
1	Extra Ordinary General Meeting	10.05.2024
2	Extra Ordinary General Meeting	21.06.2024
3	Annual General Meeting	30.09.2024

26. CORPORATE SOCIAL RESPONSIBILITY

Corporate Social Responsibility (CSR) is an initiative brought in by the Ministry of Corporate Affairs whereby every company having net worth of rupees 500 Crores or more, or turnover of rupees 1000 Crores or more or a net profit of rupees 5 Crores or more during the immediately preceeding financial year is mandated to serve the society by contributing at least 2% of the average net profits of the Company made during the three immediately preceeding financial years in various CSR activities as defined in Schedule VII of the Companies Act, 2013.

The Company has duly constituted a Corporate Social Responsibility Committee as required under Section 135 (1) of the Companies Act, 2013 appended as Annexure and the relevant rules made thereunder and the Board has approved a policy on Corporate Social Responsibility which is available in the website of the Company. The Annual Report on your Company's CSR activities is appended as **"Annexure-V"** to the Board's Report.

27. COMPANIES WHICH HAVE BECOME OR CEASED TO BE THE SUBSIDIARIES / JOINT VENTURES / ASSOCIATE COMPANIES DURING THE YEAR

NIL

28. ANNUAL PERFORMANCE EVALUATION

In line with the criteria evolved by the Nomination and Remuneration Committee, the performance of the Board, Managing Director, other Directors, Committees, Key Managerial Personnel and Senior Executives have been evaluated considering various evaluation aspects.

29. DISCLOSURE OF ACCOUNTING TREATMENT

The Company has followed the Accounting Standards specified under the Companies (Accounts) Rules, 2014 (as amended) to the extent applicable, in the preparation of the financial statements.

30. POLICY ON VIGIL MECHANISM

Pursuant to the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of its Board and its Powers) Rules, 2014 the Company has an established Policy on Vigil Mechanism for Directors / Employees and other stakeholders of the Company to report concerns about unethical behaviors, actual or suspected fraud, or violation of the Company's Code of conduct or ethics policy. The policy also provides a direct access to the Chairman of the Audit Committee to make protective disclosures to the management about the grievances or violation of the Company's code of conduct. The policy www.shanmugahospital.com

31. POLICIES

The Board of Directors of the Company have from time to time framed and approved various Policies in pursuance of the Companies Act, 2013 and the Listing Agreement/ SEBI (LODR) Regulations, 2015. These Policies and Codes are reviewed by the Board and are updated, if required. The following policies have been framed and are published in the Company's website

1. Code for Independent Directors.
2. Code of Conduct for Board Members and Senior Management.
3. Policy for determination of Materiality of Events.
4. Policy for Preservation of Documents.
5. Policy on Sexual Harassment of Women at Workplace.
6. Related Party Transaction Policy.
7. UPSI Policy.
8. Vigil Mechanism / Whistle Blower Policy.
9. Terms and Conditions of Appointment of Independent Directors.
10. Nomination and Remuneration Policy.
11. Criteria for making payments to Non-Executive Directors.
12. Policy on Archival of Documents.

32. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company has in place a Policy on prevention of Sexual Harassment, in accordance with the requirements of the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees are covered under this policy. The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH).

The company had not received any Complaints under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 during the financial year 2024-2025.

No. of complaints of sexual harassment received in the	No. of complaints disposed off during the year	No. of cases pending for more than ninety days
0	0	0

33. PREVENTION OF INSIDER TRADING

The Company has adopted a code for prevention of insider trading with a view to regulate trading and securities by the Directors and designated employees of the Company. The code requires preclearance for dealing in the Company's securities and prohibits the purchase or sale of Company's Securities while in possession of unpublished price sensitive information and during the period when the trading window is closed. The company maintains a structured digital database called "PIT Archive" software wherein the details of all the designated persons are being captured in compliance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

34. DISCLOSURE OF PARTICULARS OF LOANS/ADVANCES/INVESTMENTS OUTSTANDING DURING THE FINANCIAL YEAR

The Company has not given any loans and advances to any other body corporate and associates as specified under Section 186 of the Companies Act, 2013 during the financial year 2024-25.

The details of the investments made by the Company and guarantees provided by the Company are given in the notes to the financial statements.

35. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the financial year 2024-25 the contracts and arrangements entered by the Company with related parties were on an "arm's length" basis and in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons, which may have a potential conflict with the interests of the Company at large. The policy on dealing with Related Party Transactions as approved by the Board is uploaded on the Company's website.

The details of contracts or arrangements with related parties entered during the year are given in a separate report as **"Annexure-IV"**.

36. REPORT ON CORPORATE GOVERNANCE, DECLARATION BY CEO AND COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE EITHER FROM A PRACTICING CHARTERED ACCOUNTANT OR PRACTICING COMPANY SECRETARY

Your company is listed with BSE Small and Medium Enterprise Platform and is exempted from the disclosures specified in Para C, D and E of Schedule V of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015. Hence the above disclosures are not applicable to your Company.

37. DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

All the Directors and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended 31st March, 2025.

38. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis for the year, as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate section forming part of the Annual Report as **"ANNEXURE - VI"**

39. PARTICULARS OF EMPLOYEES

The ratio of the remuneration of each director to the median of employees' remuneration as per Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed to this Report as **"Annexure-VII"**.

40. DIRECTORS' RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134 (5) OF THE COMPANIES ACT, 2013

IN TERMS OF PROVISIONS OF SECTION 134(5) OF THE COMPANIES ACT, 2013, YOUR DIRECTORS CONFIRM THAT:

- (i) In the preparation of the annual accounts, the applicable accounting standards had been followed along with a proper explanation relating to material departures.
- (ii) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period.
- (iii) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- (iv) The directors had prepared the annual accounts on a going concern basis.
- (v) The directors, had laid down internal financial controls and such internal financial controls are adequate and were operating effectively.
- (vi) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

41 DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

The Statutory Auditors have stated that, no fraud by the Company or no material fraud on the Company by its officers and employees had been noticed or reported during the year.

42 DECLARATIONS GIVEN BY INDEPENDENT DIRECTORS

All the Independent Directors of the Company have given their declaration under Section 149 (7) of the Companies Act, 2013, confirming that they are in compliance with the criteria as laid down in the said Section for being an Independent Director of the Company. Further, there has been no change in the circumstances which may affect their status as Independent Director during the year.

The Statement of Declaration of Independence from Independent Directors that they meet the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 and the relevant rules and Regulation 16(1)(b) of SEBI Listing Regulations has been obtained from the Independent Directors and the Board has taken on record the same. All the Independent Directors have registered with the databank of Independent Directors developed by the Indian Institute of Corporate Affairs in accordance with the provisions of Section 150 of the Act, 2013 and obtained Independent Director registration certificate. Further the Independent Directors have also declared that in the event of expiry of their registration with the Data bank, they shall take the necessary steps to renew their registration in accordance with the applicable provisions of the Companies Act 2013 read with rules made thereunder.

43. THE DETAILS OF APPLICATION MADE OR ANY PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR

Your Company confirms that no application against the Company has been filed or is pending under the Insolvency and Bankruptcy Code 2016 during the year under review. Your Company further confirms there are no past applications or proceedings under the Code.

44. SECRETARIAL STANDARDS

The Company has complied with all applicable Secretarial Standards in pursuant to the directions of Ministry of Corporate Affairs, issued by the Institute of Company Secretaries of India during the year.

45. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT / UNCLAIMED SUSPENSE ACCOUNT AS PER PARA F OF SCHEDULE V OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Particulars	Remarks
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	NIL
Number of shareholders who approached listed entity for transfer of shares from suspense account during the year	
Number of shareholders to whom shares were transferred from suspense account during the year	
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	
The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares	

46. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

Nil

47. INTELLECTUAL PROPERTY OF COMPANY

We are proud to report that our company successfully applied for and received approval for two trademarks from the Office of the Controller General of Patents, Designs and Trade Marks. These registered trademarks mark a significant milestone in protecting our brand identity and reinforcing our commitment to innovation and quality. Securing these rights ensures legal protection and strengthens our market presence. It also reflects our strategic focus on building long-term value through intellectual property. The trademarks will play a vital role in distinguishing our products and services in a competitive landscape. We remain committed to safeguarding our brand and expanding our IP portfolio in the years ahead.

48. BSE CORPORATE COMPLIANCE & LISTING CENTRE (THE 'LISTING CENTRE')

BSE's Listing Centre is a web-based application designed for corporate. All periodical compliance filings like shareholding pattern, financial results, reconciliation of Share capital audit, among others are also filed electronically on the Listing Centre.

49. SEBI COMPLAINTS REDRESS SYSTEM (SCORES)

Investors' complaints are processed in a centralized web-based complaints redress system. The salient features of this system are: Centralized database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status. The Company regularly redresses the complaints if any, on SCORES within stipulated time.

50. DESIGNATED EXCLUSIVE EMAIL-ID

The Company has designated the email-id: secretarial@shanmugahospital.com exclusively for investor servicing.

51. LISTING FEES:

The Company confirms that it has paid the Annual Listing Fees for the year 2025-26 to BSE Limited, Stock Exchange where the company's shares are listed.

52. ACKNOWLEDGEMENTS AND APPRECIATION

The Board of Directors of the Company wishes to place on record their deep sense of gratitude to all the Shareholders of the Company for their consistent support and continued faith reposed in the Company. The Board also expresses its deep sense of appreciation to the various Central and State Government Departments, Bankers, Organizations and Agencies, external Professionals associated with the Company for their help and co-operation extended by them and last but not the least, to Employees at all levels for their hard work and commitment.

For and on behalf of the Board of Directors

Sd/-
Dr.P.S. PANNEERSELVAM
Managing Director
DIN:08772887

Sd/-
Dr. P. Prabu Sankar
Director & CEO
DIN: 08772888

PLACE: SALEM

DATE: 12.08.2025

ANNEXURE I

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information required under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with rule 8 the Companies (Accounts) Rules, 2014 and forming part of the Report of the Directors

CONSERVATION OF ENERGY:**Steps taken or impact on conservation of energy**

- The Hospital has adopted energy-efficient practices including LED lighting, optimised air-conditioning systems, and regular monitoring of energy usage.
- These measures have resulted in reduction of overall power consumption and operating costs.

Steps taken for utilising alternate sources of energy

- A Solar Power Plant (taken on rent) is being utilised to partially meet the Hospital's electricity requirements, thereby reducing reliance on conventional energy sources.
- A Bio-gas Plant is in operation, converting organic waste into fuel, which is utilised for kitchen and other support facilities.
- A modern Sewage Treatment Plant (STP) has been established, with treated water being recycled for gardening, sanitation, and other non-clinical uses, conserving both water and energy.

Capital investment on energy conservation equipment

- The Hospital has invested in energy-efficient medical and electrical equipment.
- Continuous improvements and future investments are planned to further enhance sustainability.

TECHNOLOGY ABSORPTION:**1. Efforts made towards technology absorption**

- The Hospital continues to adopt and integrate advanced medical technologies for enhanced patient care.
- During the year, the Hospital commissioned a Linear Accelerator (Linac) Machine for advanced cancer treatment.
- Intravascular Ultrasound (IVUS) technology has been introduced to support precise diagnosis in cardiac procedures.
- Plasma Sterilizers have been deployed to strengthen infection control and ensure higher standards of patient safety.

2. Benefits derived

- Enhanced diagnostic accuracy and treatment precision in oncology and cardiology.
- Safer, faster, and more efficient sterilization processes, leading to improved infection control.
- Overall improvement in patient outcomes, operational efficiency, and service quality.

3. Imported technology

- The Hospital has adopted imported technologies including the Linac Machine, IVUS, and Plasma Sterilizers.
- These technologies have been fully absorbed and are operational.

4. Expenditure on R&D

- The Hospital has not incurred material expenditure on in-house R&D during the year.

Foreign Exchange Earnings & Outgo:

Activities relating to exports, initiatives taken to increase exports, development of new export markets for products and services and exports.

Particulars	31/03/2025 (Rs. in Lakhs)	31/03/2024 (Rs. in Lakhs)
Foreign Exchange Earned	0	0
Foreign Exchange Used	19.2	0

For and on behalf of the Board of Directors

Place: Salem

Date: 12.08.2025

Sd/-
Dr. P. S. PANNEERSELVAM
Managing Director
DIN:08772887

Sd/-
Dr. P. Prabu Sankar
Director & CEO
DIN: 08772888

COMPOSITION OF BOARD COMMITTEES

ANNEXURE II

AUDIT COMMITTEE

Sl. No.	Name	Designation	No. of Meeting Held during the Year	No. of Meeting attended during the year
1	CA A. S. Gowri	Chairperson	5	5
2	CS B Akilan	Member	5	5
3	Dr. P. Prabu Sankar	Member	5	5

NOMINATION AND REMUNERATION

Sl. No.	Name	Designation	No of Meeting Held during the Year	No of Meeting attended during the year
1	CS B Akilan	Chairman	2	2
2	Mr. Rajkumar Ashwin	Member	2	2
3	Dr. D Priyadharshni	Member	2	2

STAKEHOLDERS RELATIONSHIP COMMITTEE

Sl. No.	Name	Designation	No. of Meetings Held during the year	No. of Meetings Attended during the year
1	Mr. Rajkumar Ashwin	Chairman	1	1
2	Dr. D Priyadharshni	Member	1	1
3	Dr. P. Prabu Sankar	Member	1	1

Corporate Social Responsibility Committee

Sl. No.	Name	Designation	No. of meetings Held during the year	Number of meetings attended during the year
1	CA A. S. Gowri	Chairperson	1	1
2	Dr. P S Panneerselvam	Member	1	0
3	Dr. P. Prabu Sankar	Member	1	1

Form No. MR-3
SECRETARIAL AUDIT REPORT

ANNEXURE III

For The Financial Year Ended 31st March 2025

[Pursuant to section 204(1) of the Companies Act, 2013 and rule no.9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
SHANMUGA HOSPITAL LIMITED
51/24, SARADHA COLLEGE ROAD,
Salem - 636007
Tamil Nadu, India.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. SHANMUGA HOSPITAL LIMITED (hereinafter called 'the Company') having (CIN: L85110TZ2020PLC033974). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2025 according to the provisions of:

- a) The Companies Act, 2013 (the Act) (including amendments made thereto) and the rules made there under;
- b) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (The Company did not have any Foreign Direct Investment during the financial year);

The Company got listed on the BSE-SME PLATFORM as an SME listed company in India during the audit period hence the following Acts, Regulations, Guidelines etc. applicable to the Company:

- (i) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (ii) The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder; (not applicable pursuant to MCA notification no. G.S.R. 43(E) dated 22.01.2019)
- (iii) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

We have relied on the representation made by the Company and its Officers for systems and mechanism framed by the Company and on examination of the documents and records in test check basis.

The followings are the other laws as specifically applicable to the Company:

1. Indian Medical Council (Professional Conduct, Etiquette and Ethics) Regulations, 2002 (Ethics Regulations).
2. National Medical Commission Act, 2019
3. Indian Medical Degree Act, 1916 (Indian Medical Council Act, 1956)
4. Pre-Natal Diagnostic Techniques (Regulations & Preventions of Misuse) Act, 1994.
5. Registration of Births and Deaths (Amendment) Act, 2023.
6. Water (Prevention and Control of Pollution) Amendment Act, 2024.
7. Biomedical Waste Management Rules, 2016.
8. The Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016,
9. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
10. State Fire Safety Acts
11. The National Commission for Allied and Healthcare Professions Act, 2021
12. The Pharmacy Act, 1948
13. The Drugs and Cosmetics Act, 1940
14. Food Safety and Standards Act, 2006
15. Payment of Gratuity Act

During the financial year ended on 31st March, 2025, the Company has complied with the applicable clauses of Secretarial Standard (SS-1 and SS-2) issued by the Institute of Company Secretaries of India and it was noted that the Company has complied with the same to the extent possible. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

WE FURTHER REPORT THAT The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors. There was change in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Therefore, the following changes has been recorded during the Audit Period:

Sl. No	Name	Designation	Date of Appointment	Cessation Date
1	RAGHUL MUKHERJEE	INDEPENDENT DIRECTOR	10.05.2024	01.06.2024
2	KANNAN ANJANA MARAGADHAM	COMPANY SECRETARY	02.05.2024	28.06.2024
3	GANDLURU VEERA PRATHAP REDDY	COMPANY SECRETARY	28.06.2024	24.03.2025
4	KANNAN ANJANA MARAGADHAM	COMPANY SECRETARY	31.03.2025	-
5	A S GOWRI	INDEPENDENT DIRECTOR	10.05.2024	-
6	BHOOPATHY AKILAN	INDEPENDENT DIRECTOR	21.06.2024	-
7	RAJKUMAR ASHWIN	INDEPENDENT DIRECTOR	10.05.2024	-
8	KARUPPAIAH SARAVANAN	DIRECTOR – NON-EXECUTIVE (appointed as additional director on 04/07/2024 and further regularised at AGM on 30/09/2025)	04.07.2024	-
9	PANNEERSELVAM JAYALAKSHMI	DIRECTOR – EXECUTIVE (appointed as additional director on 04/07/2024 and further regularised at AGM on 30/09/2025)	04.07.2024	-

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting member's view, if any are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Listing on SME platform of BSE pursuant to IPO: We further report that during the audit period; An Initial Public offering (IPO) of the equity shares of the Company was undertaken and Board of Directors at their meeting held on 18th Day of February 2025 allotted 38,18,000 equity shares of Rs. 10/- each at a premium of Rs.44/- per share amounting to Rs. 20,61,72,000/-

Pursuant to the same, the Company received trading approval from BSE-SME Platform on February 2025 and the equity shares of the Company were listed and admitted to dealing on the BSE-SME Platform with effect from February 21st 2025.

We further report that no other specific event/ action having a major bearing on the company's affairs in pursuance to the laws, rules, regulations, guidelines, etc. referred to above.

Date: 08/08/2025
Salem

For Suryah & Dinesh Associates LLP
(Practicing Company Secretaries)

Sd/-

N DINESH

ACS No. 53945; C P No.: 24143

PRC No: 5123/2023

Unique Identification No. L2022TN012800

UDIN: A053945G000961698

To,
The Members
SHANMUGA HOSPITAL LIMITED
51/24, SARADHA COLLEGE ROAD,
Salem - 636007
Tamil Nadu, India.

Our report of even date is to be read along with this letter. Management's Responsibility:

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date: 08/08/2025

Place: Salem

For Suryah & Dinesh Associates LLP
(Practicing Company Secretaries)

Sd/-

N DINESH

ACS No. 53945; C P No.: 24143

PRC No: 5123/2023

Unique Identification No. L2022TN012800

UDIN: A053945G000961698

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members
SHANMUGA HOSPITAL LIMITED
51/24, SARADHA COLLEGE ROAD,
Salem - 636007
Tamil Nadu, India

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of SHANMUGA HOSPITAL LIMITED having CIN L85110TZ2020PLC033974 and having registered office at 51/24, SARADHA COLLEGE ROAD, Salem - 636007 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of SHANMUGA HOSPITAL LIMITED having CIN L85110TZ2020PLC033974 and having registered office at 51/24, SARADHA COLLEGE ROAD, Salem - 636007 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No	DIN	Name	Designation	Category	Date of Appointment
1	8772887	PALANIAPPAN SHANMUGAM PANNEERSELVAM	Managing Director	Promoter	26/06/2020
2	8772888	PANNEERSELVAM PRABU SANKAR	Director	Promoter	26/06/2020
3	10692764	PANNEERSELVAM JAYALAKSHMI	Director	Promoter	07.04.2024
4	10692765	KARUPPIAH SARAVANAN	Director	Professional	07.04.2024
5	10670386	BHOOPATHY AKILAN	Director	Independent	21/06/2024
6	7830578	GOWRI	Director	Independent	05.10.2024
7	9217524	RAJKUMAR ASHWIN	Director	Independent	05.10.2024
8	10469316	DHANDAPANI PRIYADHARSHNI	Director	Promoter	16.02.2024

Ensuring the eligibility of for the continuity of every Director on the Board is the responsibility of the management of the Company.

Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Date: 08/08/2025

Place: Salem

For Suryah & Dinesh Associates LLP
(Practicing Company Secretaries)

Sd/-

N DINESH

ACS No. 53945; C P No.: 24143

PRC No: 5123/2023

Unique Identification No. L2022TN012800

UDIN: A053945G000961698

FORM NO. AOC -2**ANNEXURE - IV**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	-
b)	Nature of contracts/arrangements/transaction	-
c)	Duration of the contracts/arrangements/transaction	-
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	-
e)	Justification for entering into such contracts or arrangements or transactions'	-
f)	Date of approval by the Board	-
g)	Amount paid as advances, if any	-
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	-

Details of contracts or arrangements or transactions at Arm's length basis

Sl. No.	Name (s) of the related party	Nature of Relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ Transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
1	Velavan Hospital Needs Private Limited	Company owned or significantly influenced by KMP	Purchases	Continuing	-	02nd May 2024	-
2	Shanmuga Medical Research Foundation Trust	Company owned or significantly influenced by KMP	Rent		-		-
3	Travellers Inn	Firm owned or significantly influenced by KMP	Purchase		-		-
4	Dr. Prabu Sankar P	Director/KMP	Consulting fees		-		-
5	Dr. D. Priyadharishni	Director/KMP	Consulting fees		-		-
6	Dr. P. S. Panneerselvam	Director/KMP	Consulting fees		-		-
7	Mrs. P Jayalakshmi	Director/KMP	Consulting Fees		-		-
8	Dr. P S Panneerselvam	Director/KMP	Rent		-		-

For and on behalf of the Board of Directors

Place: Salem

Date: 12.08.2025

Sd/-
Dr. P. S. PANNEERSELVAM
 Managing Director
 DIN:08772887

Sd/-
Dr. P. Prabu Sankar
 Director & CEO
 DIN: 08772888

Annexure -V**ANNUAL REPORT ON CSR ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT****1. Brief outline on CSR Policy of the Company.**

As a healthcare provider, fulfilling its social responsibilities alongside its normal business activities, Shanmuga Hospital Private Limited through objectives of CSR aims at bringing an impact in the communities wholesomely and positively, which includes

- a) Building awareness on health issues;
- b) Improving access to basic healthcare facilities for economically weaker sections of society and at times of disaster;
- c) Develop and implement the education, healthcare, water and sanitation, infrastructure development and elderly care projects for sustainable socio-economic development of the rural areas
- d) To identify and develop infrastructure facilities which caters the growth of urban areas.

2. Composition of CSR Committee:

The Company has formed CSR Committee as per SEBI Regulation.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Sl. No.	Name	Designation	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	CA A. S. Gowri	Chairperson	1	1
2	Dr. P S Panneerselvam	Member	1	0
3	Dr. P. Prabu Sankar	Member	1	1

3. Provided the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company <https://shanmugahospital.com/>

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1	-	-	-
2	-	-	-
	Total	Nil	Nil

6. Average net profit of the company as per section 135(5) Rs. 420.67 Lakhs

7. a) Two percent of average net profit of the company as per section 135(5) Rs. 14,92,819.91 /-

b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years – Rs. Nil

c) Amount required to be set off for the financial year, if any– Rs. Nil

d) Total CSR obligation for the financial year Rs. 14,92,819.91 /-

e). Manner in which amount spent during the year: The Company has fully utilized the CSR Obligation in the following manner. Rs. 2,00,000/- to Salem Ex-Servicemen Welfare Trust & Rs. 13,00,000/- to Medical Foundation Trust. Contribution for Education and Health care activities & other Social Services.

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer	Name of the Fund	Amount	Date of transfer
1,500,000	Nil				

The entire CSR obligation for the year has been fully spent, and the corresponding utilization report has been duly obtained from the respective trust.

(b) Details of CSR amount spent against ongoing projects for the financial year:

1	2	3	4	5		6	7	8	9	10	11	
Sl. No	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No).	Location of the project.		Project duration.	Amount allocated for the project (in Rs.)	Amount spent in the current financial Year (in Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
1	-	-	-	-	-	-	-	-	-	-	-	-
	Total						Nil					

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (in Rs.)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1	Promoting education, Supporting healthcare & Other Social Services Activities	Promoting education, Supporting healthcare & Other Social Services Activities	Yes	Tamil Nadu	Salem	1,300,000	No	Shanmuga Medical Research Foundation Trust	CSR00058499
2	Various activities related to Education	Various activities related to Education	Yes	Tamil Nadu	Salem	200,000	No	SALEM EX-SERVICEMEN WELFARE TRUST	CSR00065748
	Total					1,500,000			

- (d) Amount spent in Administrative Overheads
 (e) Amount spent on Impact Assessment, if applicable
 (f) Total amount spent for the Financial Year (8b+8c+8d+8e)
 (g) Excess amount for set off, if any

Nil
Nil
Rs. 15,00,000/-

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	14,92,819.91 /-
(ii)	Total amount spent for the Financial Year	15,00,000/-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	7180.09/-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Nil

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs.).	Date of transfer.	
1	2024-2025	Nil	Nil	Nil	Nil	Nil	Nil
2	2023-2024	Nil	Nil	Nil	Nil	Nil	Nil
3	2022-2023	Nil	Nil	Nil	Nil	Nil	Nil
4	2021-2022	Nil	Nil	Nil	Nil	Nil	Nil
	Total						

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs.).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing .
1						Nil	Nil	
2						Nil	Nil	
3						Nil	Nil	
	Total					Nil	Nil	

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year - **Nil**

a.Date of creation or acquisition of the capital asset(s).

b.Amount of CSR spent for creation or acquisition of capital asset.

c.Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.

d.Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset(s)).

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). - NA

For and on behalf of the Board

Place: Salem
Date: 12/08/2025

Sd/-
Dr. P. S. PANNEERSELVAM
Managing Director
DIN:08772887

Sd/-
Dr. P. Prabu Sankar
Director & CEO
DIN: 08772888

Annexure VI

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Overview

The Indian healthcare sector is undergoing rapid transformation, driven by rising income levels, increased health insurance coverage, urbanization, lifestyle changes, and growing awareness. The industry is projected to reach USD 638 billion by 2030, growing at a CAGR of 14%. Government programs such as Ayushman Bharat, state-level schemes like CMCHIS, and sustained FDI inflows (over USD 7 billion since 2000) are accelerating infrastructure development and improving access to quality care.

Growth in Tier-2 Cities: Spotlight on Salem

Salem has emerged as a prominent regional healthcare hub in western Tamil Nadu, catering not only to urban residents but also to patients from nearby districts. Increased demand for secondary and tertiary care, improved diagnostics, and a growing preference for private providers are shaping healthcare delivery in the city.

The Government is committed to ensuring sound health and well-being of all ages through a preventive and promotive healthcare orientation in all developmental policies and universal access to good quality healthcare services. To this end, the Government is implementing various schemes and programmes and initiatives such as:

1. Ayushman Bharat Pradhan Mantri Jan Aarogya Yojana (AB-PMJAY) (2018)
2. PM Jan Aushadhi Kendras
3. AMRIT (Affordable Medicines and Reliable Implants for Treatment)
4. Ayushman Bhav Campaign (Sep 2023)
5. Ayushman Bharat Digital Mission (ABDM) (2021)
6. e-Sanjeevani (2019) (Source: Economic Survey and IBEF)

Key Trends Shaping the Sector

Digital Health: Expansion of telemedicine, AI-powered diagnostics, and electronic health records under the Ayushman Bharat Digital Mission.

Specialized Services: Rapid growth in oncology, nephrology, and cardiology driven by rising NCDs and awareness.

Insurance Access: Over 550 million Indians now covered by public or private insurance, widening the patient base.

Medical Tourism: Tamil Nadu leads in foreign patient inflows due to its affordability and clinical excellence.

Challenges

- **Workforce Shortage:** Projected gaps in doctors and nurses, particularly in rural and semi-urban areas.
- **Rising Costs:** Operational expenses, equipment maintenance, and compliance with quality standards continue to grow.
- **Regulatory Pressure:** Increased focus on pricing transparency, accreditation, and sustainability.

Road Ahead

The healthcare sector, as of 2025, is one of India's largest employers, employing a total of 7.5 million people. The demand for Indian healthcare professionals is expected to double nationally and globally by 2030 due to a shortage of healthcare workers in India, where there are only 1.7 nurses per 1,000 people and a doctor-to-patient ratio of 1:1,500 nationwide.

The Government aims to develop India as a global healthcare hub. Public health surveillance in India will further strengthen the health systems. The Interim Budget 2024-25 emphasizes healthcare infrastructure by increasing the allocation for the Pradhan Mantri Ayushman Bharat Health Infrastructure Mission (PMABHIM) from Rs. 2,100 crore (US\$ 251 million) to Rs. 4,108 crore (US\$ 492 million), alongside plans to establish more medical colleges utilizing existing hospital infrastructure.

2. Financial and Operational Performance

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013, and Indian Accounting Standards (Ind AS) in India. The management accepts responsibility for the integrity and objectivity of these financial statements, as well as for various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, in order that the financial statements reflect the state of affairs of the Company in a true and fair manner.

Particulars	2024-25	2023-24
Operating Income	4785.33	4303.74
Other Income	23.35	35.04
Total Income	4808.67	4338.78
Operating Expenses	3968.23	3452.86
EBITDA	840.44	885.91
Interest Expense	55.9	52.03
Depreciation	215.8	130.39
Profit/(Loss) before Tax	568.74	703.49
Prior Period adjustment	-	1.3
Profit/(Loss) before Tax	568.74	702.19
Tax Expense	148.07	177.35
Profit/(Loss) after Tax (PAT)	420.67	524.84

Analysis:

Total operating income increased by 11.19% to ₹4,785.33 lakhs during the financial year 2024-25, compared to ₹4,303.74 lakhs in the previous year. However, the Company recorded a decline in Profit After Tax (PAT) to ₹420.67 lakhs in FY 2024-25 from ₹524.84 lakhs in FY 2023-24, reflecting a drop of approximately 19.84%. The decline in profitability is primarily attributable to higher depreciation arising from significant investments in advanced medical equipment made during the year.

Opportunities and Threats**Opportunities:**

- Rising income levels and increased spending on healthcare
- Greater health awareness among urban and semi-urban populations
- Increased demand for specialized care such as robotic surgeries, oncology, and nephrology services
- Expanding insurance penetration and government healthcare initiatives
- Potential to grow medical tourism in Tier-2 cities
- Technology-driven solutions like telemedicine, AI diagnostics, and electronic health records.

Threats:

- Intensifying competition from both private and government healthcare providers
- Rising cost of operations including infrastructure, compliance, and skilled manpower
- Increasing dependency on advanced, capital-intensive medical technology
- Regulatory challenges and pricing controls in healthcare delivery.

4. Risks and Concerns

- Increasing competitive intensity in the regional healthcare market
- Technological obsolescence due to rapid innovation cycles
- Scarcity and rising cost of resources, including high-quality consumables and equipment
- Continuous changes in government policies and regulations, especially in pricing and licensing.

Internal Control Systems and Their Adequacy

- The Company has a robust system of internal controls in place, ensuring protection of assets, authorization of transactions, accuracy of records, and regulatory compliance.
- An independent Internal Auditor conducts regular audits as per an approved plan
- Audit findings and Action Taken Reports (ATR) are reviewed by the Audit Committee
- Recommendations from Statutory Auditors are also incorporated as necessary
- The control systems are reviewed periodically and found to be adequate and effective

Operational Highlights

During the year under review, Shanmuga Hospital Limited undertook several key initiatives aimed at enhancing patient care and expanding its clinical capabilities. A significant milestone was the commissioning of a state-of-the-art LINAC machine, strengthening the hospital's oncology services and enabling advanced radiation therapy for cancer patients. The hospital also inaugurated a dedicated Pulmonology Department to meet the growing demand for respiratory healthcare. In addition, the renovation of the Suite Rooms and Emergency Department was completed, ensuring improved patient comfort, faster emergency response, and better infrastructure. These operational advancements were complemented by strong patient volumes, with approximately 25,440 inpatients and 41,773 outpatients receiving care during the year, reflecting the hospital's increasing trust and reach within the community."

Human Resources and Industrial Relations

Shanmuga Hospital Limited firmly believes that skilled and motivated professionals are the cornerstone of its sustained success. In line with this belief, the Company implemented several initiatives focused on continuous improvement, including skill enhancement programs, behavioral training, and department-wise development workshops aimed at fostering a culture of excellence and accountability. To recognize and retain top talent, a performance-based reward system was introduced, encouraging meritocracy and motivation across all levels. As of March 31, 2025, the Company employed a dedicated team of qualified healthcare professionals and support staff, ensuring seamless 24/7 operations. Industrial relations remained cordial and harmonious, reflecting a positive and collaborative work environment throughout the year.

Future Outlook

Shanmuga Hospital Limited remains optimistic about its growth trajectory, supported by the increasing demand for quality healthcare services, continuous infrastructure enhancements, and the adoption of advanced medical technologies. To further strengthen its clinical capabilities and patient services, the Company has identified several strategic initiatives that will be implemented in a phased manner, subject to regulatory approvals, funding, and operational considerations.

The key initiatives include:

- Increase in Inpatient Capacity
- Expansion of infrastructure with the addition of 50 inpatient beds, enhancing the Hospital's ability to accommodate and treat more patients efficiently.
- Launch of Nephro Care Center
- Establishment of a dedicated center for dialysis and kidney care, designed to deliver high-quality nephrology services and strengthen the Hospital's specialty offerings.
- Renal & Liver Transplant Program
- Introduction of a comprehensive renal and liver transplant program, covering evaluation, donor matching, surgery, and post-operative care, managed by a multidisciplinary team to ensure quality outcomes.
- Upgraded Outpatient Facility
- Relocation of the Outpatient Department (OPD) to a modern, purpose-built complex aimed at improving operational efficiency, reducing patient wait times, and enhancing overall care experience.
- Digital Health Integration
- Launch of the "Shanmuga Health App", a patient-centric digital platform that will enable convenient access to healthcare services, medical records, and appointment scheduling.

Through these planned initiatives, the Hospital aims to reinforce its position as a leading healthcare provider in the region while ensuring excellence in patient care and clinical outcomes.

Disclaimer: The above-mentioned future plans are forward-looking statements based on current expectations and assumptions. Actual outcomes may vary due to unforeseen circumstances or external factors beyond the Company's control.

9. Details of significant changes (i.e. Change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefore is Annexed to this Report

S.NO	Ratios	As on March 31,2025	As on March 31,2024	Variance	Reason For Variance
a.	Current Ratio (in times)	3.35	1.05	218.09%	The ratio has increased due to continuous investment in working capital for the conduct of the business
b.	Debt-Equity Ratio (in times)	0.1	0.32	-68.01%	The ratio has improved due to less debt in the capital structure of the company
c.	Return on Equity Ratio (in times)	0.15	0.36	-59.14%	Due to issue of capital in the current financial year, the ratio has come down comparatively
d.	Net Profit Ratio (in %)	8.79	12.2	-27.91%	The margin has come down mainly due to depreciation and higher revenue expenditure in salary and other expenses for the new units put in operation.
e.	Return on Capital Employed (in %)	13.09	28.59	-54.22%	Due to issue of capital in the current financial year, the percentage has decreased.

10. Cautionary Statement

The information and opinion expressed in this Report may contain certain forward-looking statements, which the management believe are true to the best of its knowledge at the time of its preparation. Actual results may differ materially from those either expressed or implied in this report.

11. Declaration as to the Compliance of Code of Conduct of the Board Members and The Senior Management Personnel

This is to confirm that the Company has adopted the Code of Conduct for its employees including the Directors and Senior Management Personnel. The Code of Conduct is posted on the Company's website.

I confirm that the Company has in respect of the financial year ended March 31, 2025, received from the senior management team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them for the year ended March 31, 2025.

For and on behalf of the Board of Directors

Place: Salem

Date: 12.08.2025

Sd/-

Dr. P. S. PANNEERSELVAM

Managing Director

DIN:08772887

Sd/-

Dr. P. Prabu Sankar

Director & CEO

DIN: 08772888

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Annexure VII

Statement of Particulars as per Rule 5 (1) of the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014

1.The Ratio of the remuneration of each Director and Key Managerial Personnel to the median remuneration of the employees of the Company for the financial year ended March 31,2025:

Sr. No.	Director/KMP	Designation	Remuneration (Rs.InLakhs)	Ratio to median Remuneration of employees
1	P. Jayalakshmi	Executive Director	24.8	11.74:1.00
2	Karthick	Chief Financial Officer	7.34	3.47:1.00
3	Veera Pratap Reddy Gandalur	Company Secretary	4.75	2.25:1.00

2.The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any,in the financial year ended March 31,2025:

Sr. No.	Director/KMP	Designation	Ratio to median remuneration of employees
1	P. Jayalakshmi	Executive Director	25.87%
2	Karthick	Chief Financial Officer	NA
3	Veera Pratap Reddy Gandalur	Company Secretary	NA

The other directors are receiving remuneration in professional capacity and sitting fees during the financial year ended March 31, 2025.

3.The percentage increase in the median remuneration of employees in the financial year ended March 31,2025: 16.01%

4.The number of permanent employees on the rolls of Company: There are 242 permanent employees on the rolls of the Company.

5.Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification there of and point out if there are any exceptional circumstances for increase in the managerial remuneration;

year 2024-2025 was 16.01% percentage increase in the managerial remuneration for the year was 25.87%. Annual increment in the salary is based on the different grades, industry pattern, qualification, expertise and experience of individual employee. As such the annual increment in remuneration is as per the terms of appointment and is in conformity with the remuneration policy of the Company.

6. Affirmation that the remuneration is as per the remuneration policy of the Company:

The remuneration paid to Key Managerial Personnel is as per the remuneration policy of the Company.

For and on behalf of the Board

Date: 12/8/2025

Place: Salem

Sd/-

Dr. P.S. PANNEERSELVAM

Managing Director

DIN:08772887

Sd/-

Dr. P. Prabu Sankar

Director & CEO

DIN: 08772888



Financial Reporting

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Shanmuga Hospital Limited,

Report on the Audit of the Financial Statements

OPINION

1. We have audited the accompanying financial statements of Shanmuga Hospital Limited (formerly known as Shanmuga Hospital private limited) (the "Company"), which comprise the Balance Sheet as at 31st March, 2025, the Statement of Profit and Loss and the Cash Flow Statement for the year ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at 31st March, 2025, and profit, and its cash flows for the year ended on that date.

BASIS FOR OPINION

3. We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

KEY AUDIT MATTERS

4 Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The Key audit matter	How the matter was addressed in our audit
<p>Cash on Hand:</p> <p>The company operates in cash due to nature of the business. We focused on this area as it is material to the financial statements and area of significant risk for our audit as it requires considerable time and resource to audit due to its magnitude, it is considered to be a key audit matter.</p>	<p>As at the reporting date, the balance of cash in hand was not considered material in the context of the size and nature of the Company's operations. However, due to the inherent risk associated with cash transactions and the need to ensure completeness and existence, this area was considered significant for our audit.</p> <p>In view of the above, we requested and relied upon the physical cash verification report conducted by the management as at the reporting date. Additionally, we performed independent verification of cash on hand during the audit period on a sample basis. We also reviewed the reconciliation statements between the physical cash and books of account, and no material discrepancies were noted.</p>

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

5. The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's Board Report including Annexures but does not include the financial statements and our auditor's report thereon.

6. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

7. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

8. If, based on the work we have performed, we conclude that there is no material misstatement of this other information, we are required to report that fact and we have nothing to report in this regard.

Management's Responsibility for the Financial Statements:

9. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

10. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

11. The Board of Directors are also responsible for overseeing the Company's financial reporting process

12. Auditor's Responsibilities for the Audit of the Financial Statements:

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole or free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

13. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

i. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

ii. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

iv. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

v. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

14. Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

15. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

16. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements:

17. As required by the **Companies (Auditor's Report) Order, 2020 ("the Order")**, issued by the Central Government of India in terms of sub section (11) of section 143 of the Act, based on our audited financial statements, we give in **"Annexure - A"** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable

18. As required by Section 143(3) of the Act, we report that:

i. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

ii. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

iii. The Balance Sheet, the Statement of Profit and Loss, and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

iv. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act read with the Rule 7 of Companies (Accounts) Rules, 2014, as amended.

v. On the basis of the written representation received from the directors as on March 31, 2025, taken on records by the Board of Directors, none of the directors are disqualified as on March 31, 2025, from being appointed as a Director in terms of Section 164(2) of the Act.

vi. Reporting with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial control over financial reporting.

vii. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the period is in accordance with the provisions of section 197 read with Schedule V to the Act.

viii. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note No.28 (Other Notes to Accounts) to the financial statements

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. a).The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

c)Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The Company did not declare or paid any dividend during the period.

vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software.

Further, for the periods where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with.

**For P P N And Company
Chartered Accountants**

**Sd/-
R Rajaram
Partner**

Firm's Registration No: 013623S
Peer Review Certificate No.013578

Place: Chennai
Date: 28-05-2025

M. No: 238452
UDIN: 25238452BMHSUK7930

ANNEXURE – A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 17 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the period ended 31st March, 2025 we report that:

i. In respect of the Company's Property, Plant and Equipment.

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(b) According to the information and explanation given to us, all Property, Plant and Equipment have been physically verified by the management during the year, however, there is a regular planned programme of periodical physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified every period. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) The title deeds of all the immovable properties of the Company are held in the name of the Company.

(d) The Company has not revalued any of its Property, Plant and Equipment during the year ended 31st March 2025.

(e) There are no proceedings initiated or pending against the Company or are pending against the company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made there under.

ii. The management has conducted physical verification of inventory at reasonable intervals during the year, except for inventory lying with third parties. In our opinion, the coverage and procedure of such verification by the management is appropriate and no significant discrepancies were noticed. In respect of inventory lying with third parties, these have substantially been confirmed by the third parties. Discrepancies of 10% or more in aggregate for each class of inventories were not noticed on such physical verification and in respect of such confirmations.

iii. In respect of investments in, or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to any company, firm, LLP, or other parties,

(a) The Company has not made investments in, or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to any company, firm, LLP, or other parties during the period, and hence reporting under clause 3(iii)(a) to (f) of the Order is not applicable.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of loans granted, investments made and guarantees and securities provided, as applicable.

v. According to the information and explanations given to us, the Company has not accepted deposits and does not have any unclaimed deposits within the meaning of Section 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of the clause 3 (v) of the Order are not applicable.

vi. Company requires to maintain cost records as prescribed by the Central Government under section 148(1) of the Act from the reporting period. As per our opinion, the cost records as per section 148(1) are followed, as applicable.

vii. In respect of statutory dues:

(a) According to the information and explanations given to us and according to the records as produced and examined by us, in our opinion, the Company is regular in depositing with appropriate authorities the undisputed statutory dues including income tax, sales tax, service tax, value added tax, goods and service tax, duty of customs, duty of excise, cess and other statutory dues applicable to it and there are no arrears of outstanding statutory dues as at 31st March, 2025 for a period of more than six months.

(b) According to the information and explanations given to us, there were no dues in respect of income tax, sales tax, service tax, value added tax, goods and service tax, duty of custom, duty of excise, cess and other statutory dues which have not been deposited on account of any dispute.

viii. According to the information and explanation given to us and on the basis of our examination of the records, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961. Accordingly, paragraph 3 (viii) of the Order is not applicable.

ix. In respect of loans and other borrowings:

(a) The Company has not defaulted in repayments of loans or other borrowings or in the payment of interest thereon from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.

(b) The Company has not been declared a wilful defaulter by any bank or financial institution or any other lender.

(c) The Company has not taken any term loan and reporting under clause 3(ix)(c) of the Order is not applicable.

(d) On examination of the financial statements of the Company, Company has not raised any funds on short term basis which has been used for long-term purposes hence reporting under clause 3(ix)(d) of the Order is not applicable.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of hence reporting on clause 3(ix)(e) of the Order is not applicable.

(f) The Company has not raised any loans on the pledge of securities held in its subsidiaries, associate companies during the period and hence reporting on clause 3(ix)(f) of the Order is not applicable.

x. In respect of public offer:

(a) During the year Company has raised funds by way of Initial public offer of 38,18,000 number of shares aggregating to Rs 20.62 crore. Basis of information and documents provided, the utilisation to the extent done by the company, is in accordance with the objects of the issue.

(b) During the period, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) under section 42 and section 62 of the Companies Act Accordingly, reporting of the purpose for which amount raised under clause 3 (x)(b) of the Order is not applicable.

xi. In respect of Fraud:

(a) According to the information and explanations given to us, during the period. Company has not noticed any fraud by the Company or on the Company.

(b) No reportable fraud has been committed by the Company hence Form ADT-4 has not been filed by the auditors as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) During the period Company has not received any whistle-blower complaints to be considered by the auditors.

xii. Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

xiii. The transactions entered by the Company with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been properly disclosed in the financial statements as required by the applicable accounting standards.

xiv. In respect of internal audit system:

(a) The company have an internal audit system that commensurate with its size and business activities.

(b) The Internal audit reports of the company issued till the date of the audit report, for the period under audit have been considered by us.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order for reporting the provisions of section 192 of the Companies Act is not applicable.

xvi. Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, paragraph 3(xvi) (a), & (b) of the Order is not applicable and Company is not a Core Investment Company and there is no core investment company within the group. Accordingly, paragraph 3(xvi) (c) & (d) of the Order is not applicable.

xvii. The Company has not incurred any cash loss during the financial period covered by our audit and immediately preceding financial period.

xviii. There has not been resignation of the statutory auditors during the year and disclosure on this regard is not applicable.

xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one period from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one period from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. According to the information and explanations given to us, company is liable to adhere Corporate social responsibility compliance under section 135 of the Companies Act, 2013 for the FY24-25. The company has contributed Rs 15,00,000/- for the FY24-25. (Refer Point-15 in Other Notes to accounts in Financial statement)

xxi. Company doesn't have subsidiaries or associate entities to prepare Consolidated Financial Statement. Accordingly, reporting under Paragraph 3(xxi) of the order is not applicable for the period.

**For P P N And Company
Chartered Accountants**

**Sd/-
R Rajaram
Partner**

Firm's Registration No: 013623S
Peer Review Certificate No.013578

M. No: 238452
UDIN: 25238452BMHSUK7930

Place: Chennai
Date: 28-05-2025

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 18(vi) under ‘Report on Other Legal and Regulatory Requirements’ section of our report)

Report on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Act (“the Act”)

We have audited the internal financial controls over financial reporting of **Shanmuga Hospital Limited** (the “Company”) as of **March 31, 2025** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

A company's internal financial control over financial reporting includes those policies and procedures that

- (1) Pertain to the maintenance of records that in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the

**For P P N And Company
Chartered Accountants**

**R Rajaram
Partner**

Firm's Registration No: 013623S
Peer Review Certificate No.013578

Place: Chennai
Date: 28-05-2025

M. No: 238452
UDIN: 25238452BMHSUK7930

BALANCE SHEET

as at March 31, 2025

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024
I. EQUITY AND LIABILITIES			
1 SHAREHOLDERS' FUNDS			
(a) Share Capital	3	1,361.30	979.50
(b) Reserves and Surplus	4	2,608.50	733.85
2 NON-CURRENT LIABILITIES			
(a) Long-Term Borrowings	5	359.35	359.35
(b) Deferred Tax Liabilities(Net)	6	41.35	27.58
(c) Long-Term Provisions	7	11.04	4.62
3 CURRENT LIABILITIES			
(a) Short-Term Borrowings	8	402.10	542.53
(b) Trade Payables	9		
(i) Total outstanding dues of Micro Enterprises and Small Enterprises and		12.11	11.98
(ii) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises		366.05	492.65
(c) Other Current Liabilities	10	115.59	77.69
(d) Short-Term Provisions	11	0.72	161.77
TOTAL EQUITY AND LIABILITIES		5,278.10	3,391.52
II. ASSETS			
1 NON-CURRENT ASSETS			
(a) Property, Plant & Equipment and Intangible Assets			
(i) Property, Plant & Equipment	12	2,242.71	1,584.62
(ii) Capital Work-in-Progress			433.68
(b) Non-Current Investments	13	2.74	2.49
(c) Other Non-Current Assets	14	31.64	16.85
2 CURRENT ASSETS			
(a) Inventories	15	288.97	195.16
(b) Trade Receivables	16	796.05	696.15
(c) Cash & Bank Balances	17	1,258.93	209.92
(d) Short-Term Loans and Advances	18	578.55	33.57
(e) Other Current Assets	19	78.51	219.10
TOTAL ASSETS		5,278.10	3,391.52

Company overview and Significant Accounting Policies
The accompanying notes form an integral part of the financial statements

1&2

As per our report of even date attached

For P P N And Company
Chartered Accountants
Firm's Reg. No: 013623S
Peer Review Certificate No. 013578

**For and on behalf of the Board of Directors
of SHANMUGA HOSPITAL LIMITED**
(formerly known as Shanmuga Hospital Private Limited)

Sd/-
R.Rajaram
Partner
M.No: 238452
UDIN: 25238452BMHSUK7930

Sd/-
Dr. P. S. Panneerselvam
Managing Director
DIN: 08772887

Sd/-
Dr. P. Prabu Sankar
Director cum CEO
DIN: 08772888

Sd/-
Mrs. Panneerselvam Jayalakshmi
Director
DIN: 10692764

Salem
28-05-2025

Sd/-
Mr. Karthick
Chief Financial Officer
PAN: FB*****6P

Sd/-
CS Kannan Anjana Maragatham
Company Secretary
M No: A70080

PROFIT AND LOSS

as on March 31, 2025

Particulars	Note No.	For the year ended March 31, 2025	For the year ended March 31, 2024
I Revenue From Operations	20	4,785.33	4,303.74
II Other Income	21	23.35	35.04
III Total Income(I+II)		4,808.67	4,338.78
IV Expenses			
Cost of Consumption	22	1,772.74	1,696.39
Employee Benefits expense	23	559.25	323.64
Finance Costs	24	62.67	60.81
Depreciation	25	215.80	130.39
Other Expenses	26	1,629.48	1,424.06
Total Expenses (IV)		4,239.94	3,635.29
V Profit Before Exceptional and Extraordinary Items and Tax (III-IV)		568.74	703.49
VI Exceptional Items		-	-
VII Profit before extraordinary items and tax (V-VI)		568.74	703.49
VII Extra ordinary items Prior Period Item		-	-
I Profit before tax (VII-VIII) Tax Expense:		-	1.30
IX (1) Current Tax		568.74	702.19
X (2) Deferred Tax		133.84	165.31
(3) Tax Adjustment for earlier years		13.77	12.04
Profit (Loss) for the period from continuing operations (IX-X) Profit (Loss) for the period from discontinuing operations		0.46	-
XI Tax expenses of discontinuing operations		420.67	524.84
XII Profit (Loss) for the period from discontinuing operations (after tax)(XII-XI)		-	-
XIV		-	-
XV Profit/(Loss) For the Period (XI+XIV)		420.67	524.84
XVI Earnings per equity share: (In ₹ Per share)			
(1) Basic	27	4.03	5.36
(2) Diluted		4.03	5.36

As per our report of even date attached**For P P N And Company**

Chartered Accountants

Firm's Reg. No: 013623S**Peer Review Certificate No.** 013578**For and on behalf of the Board of Directors****of SHANMUGA HOSPITAL LIMITED**

(formerly known as Shanmuga Hospital Private Limited)

Sd/-**R.Rajaram**

Partner

M.No: 238452

UDIN: 25238452BMHSUK7930

Sd/-**Dr. P. S. Panneerselvam**

Managing Director

DIN: 08772887

Sd/-**Dr. P. Prabu Sankar**

Director cum CEO

DIN: 08772888

Sd/-**Mrs. Panneerselvam Jayalakshmi**

Director

DIN: 10692764

Salem

28-05-2025

Sd/-**Mr. Karthick**

Chief Financial Officer

PAN: FB*****6P

Sd/-**CS Kannan Anjana Maragatham**

Company Secretary

M No: A70080

CASH FLOW

as on March 31, 2025

(All amounts are in ₹. lakhs unless stated)

Particulars	As at March 31, 2025	As at March 31, 2024
A CASH FLOWS FROM OPERATING ACTIVITIES		
Net Profit Before Tax	568.74	703.49
Adjustments for:		
Depreciation	215.80	130.39
Gratuity Expenses	7.13	1.51
Interest Expenses	55.90	52.03
Dividend income	(0.06)	-
Interest Income	(6.90)	(2.04)
Operating Profit before working capital changes:	840.60	885.39
Adjustments for changes in working capital:		
(Increase)/Decrease in Inventories	(93.80)	(37.44)
(Increase)/Decrease in Trade Receivables	(99.90)	(110.21)
(Increase)/Decrease in Short term Loans & Advances(including other bank balances)	(1,666.55)	(5.07)
(Increase)/Decrease in Other Current assets	140.58	(14.47)
Increase/(Decrease)in Trade payables	(126.49)	355.81
Increase/(Decrease)in Other Current Liabilities	37.90	39.29
Cash generated from operations	(967.67)	1,113.30
Less: Income Taxes Paid	(296.06)	(155.39)
NET CASH FROM OPERATING ACTIVITIES (A)	(1,263.72)	957.91
B CASH FLOWS FROM INVESTING ACTIVITIES		
Interest Received	6.90	2.04
Dividend income	0.06	-
Purchase of Property, Plant and Equipment	(440.22)	(1,151.30)
(Increase)/Decrease in Non-Current Investments	(0.25)	(0.49)
(Increase)/Decrease in Other Non Current Assets	(14.79)	(9.57)
NET CASH USED IN INVESTING ACTIVITIES (B)	(448.29)	(1,159.31)
C CASH FLOWS FROM FINANCING ACTIVITIES		
Interest paid	(55.90)	(52.03)
(Repayment)of Long Term Borrowings	-	(42.56)
Proceeds/(Repayment) in Short Term Borrowings	(140.42)	179.45
Proceeds from issue of equity shares less issue costs	1,835.78	5.00
NET CASH USED IN FINANCING ACTIVITIES (C)	1,639.46	89.85
D NET INCREASE IN CASH AND CASH EQUIVALENT (A+B+C)	(72.56)	(111.55)
Opening Cash and Cash Equivalents	209.92	321.47
CLOSING CASH AND CASH EQUIVALENT	137.36	209.92

Notes to Cash & Bank Balances:

Particulars	As at March 31, 2025	As at March 31, 2024
Cash & Bank balances comprise of		
a. Cash and cash equivalent		
Cash in Hand	39.02	38.17
Balance with Banks in Current Account	98.34	171.75
Subtotal(a)	137.36	209.92
b. Other Bank Balance with Scheduled Bank		
Balance with Banks in Deposit Account (having maturity more than 3 months but remaining maturity less than 12 months)	1,121.58	-
Sub-total(b)	1,121.58	-
TOTAL (a)+(b)	1,258.93	209.92

As per our report of even date attached**For P P N And Company**
Chartered Accountants

Firm's Reg. No: 013623S

Peer Review Certificate No. 013578

Sd/-**R.Rajaram**

Partner

M.No: 238452

UDIN: 25238452BMHSUK7930

Salem

28-05-2025

Sd/-**Dr. P. S. Panneerselvam**

Managing Director

DIN: 08772887

Sd/-**Dr. P. Prabu Sankar**

Director cum CEO

DIN: 08772888

Sd/-**Mr. Karthick**

Chief Financial Officer

PAN: FB*****6P

Sd/-**Mrs. Panneerselvam Jayalakshmi**

Director

DIN: 10692764

Sd/-**CS Kannan Anjana Maragatham**

Company Secretary

M No: A70080

For and on behalf of the Board of Directors
of SHANMUGA HOSPITAL LIMITED

(formerly known as Shanmuga Hospital Private Limited)

Notes to Financial Statements for March 31, 2025

Company Overview & Significant Accounting Policies

1 Company Overview

The Company was incorporated as a Private Limited Company on 26th June 2020 under the provisions of the Companies Act 2013, with CIN:U85110TZ2020PTC033974 and having its registered office at 51/24, Saradha College Road, Salem, Tamil Nadu, India, 636007. Subsequently the company was converted into Public Limited Company vide special resolution passed by our shareholders at the Extra Ordinary General Meeting held on 27.02.2024 and the name of the Company was changed to Shanmuga Hospital Limited ('the company' or 'the issuer') pursuant to issuance of Fresh Certificate of Incorporation dated 06.06.2024 Registrar of Companies, Chennai with Corporate Identification Number U85110TZ2020PLC033974.

The Company is engaged in the business of establishing, maintaining, assisting, encouraging or promoting in India, as and when deemed proper or expedient for the purpose of medical relief, in the form of hospitals, institutions or in connection therewith or attached thereto all or any of the following institutions: Nursing Homes, Hospitals, Multispeciality Hospitals or Wards, rehabilitation centers, I.C.U.s, I.C.C.U.s and related units, Diagnostic Centers, Scan Center, Health centers and other related centers, Physiotherapy, Laboratories, Dispensaries, Blood bank and Creches.

2 Significant Accounting Policies

a) Basis of Preparation:

The Financial Statements have been prepared in accordance with Indian Generally Accepted Accounting Principles (IGAAP) under historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards prescribed by the Companies (Accounting Standards) Rules, 2021.

b) The Company has issued 38,18,000 Equity share of Rs.10/- each at a premium of Rs.44/- each by way of Initial Public Offer ("IPO") and got listed on SME Platform of BSE Limited on 21st February, 2025. Accordingly, these audited financial result for the year ended March 31, 2025 are drawn in accordance with the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Sl. No	Objective of the Issue	Amount Allotted for the object	Amount Utilized till March 31, 2025	Amount Un-utilized till March 31, 2025	Remarks
1	Issue Related Expenses	225.94	225.94	-	NA
2	General Corporate Purposes	383.28	383.28	-	NA
3	Capex purposes	1,452.50	337	1,115.50	The unutilized amount is in the form of Fixed Deposits for future utilization. The Unutilised portion is proposed to be utilised within the month of May 2025.

a) Revenue Recognition:

The company derives its revenues primarily from Health care services, Patient care services (including procedures such as surgeries and diagnostics imaging), and from appointments and related services. Revenue from services provided under fixed price contracts, where the outcome can be reliably estimated, is recognized based on contract activity.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured in accordance with AS-9, Revenue Recognition. Sales are recognized on accrual basis, and only after transfer of services to the customer.

Interest Income: Revenue is recognized on the time proportion basis after taking into account the amount outstanding and the rate applicable.

Dividend Income: Dividend Income is recognised when the owners right to receive payment is established.

Other Income: Other items of income and expenditure are recognized on accrual basis and as a going concern basis, and the accounting policies are consistent with the generally accepted accounting policies.

b) Property Plant and Equipment Including Intangible Assets:

Property Plant and Equipments are stated at cost, less accumulated depreciation. Cost includes cost of acquisition including material cost, freight, installation cost, duties and taxes, and other incidental expenses, incurred up to the installation stage, related to such acquisition. Property Plant and Equipments purchased in India in foreign currency are recorded in Rupees, converted at the exchange rate prevailed on the date of purchase. Intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.

c) Depreciation:

The Company has applied the estimated useful lives as specified in Schedule II of the Companies Act 2013 and calculated the depreciation as per the Straight line Value (SLM) method. Depreciation on new assets acquired during the year is provided at the rates applicable from the date of acquisition to the end of the financial year. In respect of the assets sold during the year, depreciation is provided from the beginning of the year till the date of its disposal.

Intangible assets are amortised on a straight-line basis over the estimated use full life as specified in Schedule II of the Companies Act 2013. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss. In respect of the assets sold during the year, amortisation is provided from the beginning of the year till the date of its disposal.

Capital work in-progress represents expenditure incurred in respect of assets which are yet to be brought to it working condition for its intended use and are carried at cost. Cost includes related acquisition expenses, construction or development cost, borrowing costs capitalised and other direct expenditure.

USEFUL LIFE OF PROPERTY, PLANT AND EQUIPMENTS

Category	Schedule - II Part 'C '	Useful life
Computer & Accessories	XII (ii)	3 years
Furniture & Fittings	V (i)	10 years
Office Equipments	XI	5 years
Plant & Machinery - Medical equipments	IV (ii) (i)	13 years
Plant & Machinery - Others	IV (i) (a)	15 Years
Vehicles - General	VI (3)	8 years
Building	I (c)	60 years
Temporary structure	I (e)	3 years

a) Impairment of Assets:

The Management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired. An impairment loss is recognised wherever the carrying value of an asset exceeds its recoverable amount. The recoverable amount is higher of the asset's net selling price and value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. Reversal of impairment loss is recognised immediately as income in the profit and loss account.

b) Inventories:

The inventories of medical consumables, drugs and surgical instruments are valued at lower of cost and net realizable value and Cost of these inventories comprises of all costs of purchase and other costs incurred in bringing the inventories to their present location The Company follows the FIFO method for determining the Cost of Inventories.

c) Use of Estimates:

The preparation of the financial statements in conformity with Generally Accepted Accounting Principles requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and the reported amounts of income and expenses during the year. Examples of such estimates include provisions for doubtful debts, income taxes, post - sales customer support and the useful lives of Property Plant and Equipments and intangible assets.

i) Foreign Currency Transactions: Domestic Operation:**I Initial Recognition :**

A foreign currency transactions are recorded, on initial recognition in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

II Measurement:

Foreign currency monetary items are reported using the closing rate.

Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction

Non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

III Treatment of Foreign Exchange:

Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the Company are recognised as income or expenses in the Statement of Profit and Loss.

b) Employee Benefits:**Post-Employment Benefits:****Defined Benefit Plan:**

Gratuity liability is a defined benefit obligation and is unfunded. The Company accounts for liability for future gratuity benefits based on the actuarial valuation using Projected Unit Credit Method carried out as at the end of each financial year.

Defined Contribution Plan:

The company makes provident fund and employee estate insurance scheme contributions which are defined contribution plans, for qualifying employees. Under these schemes, both the employee and the Firm make monthly contributions. The employer contribution is charged off to Profit & Loss Account as an expense.

a) Taxes on Income:

Income Tax expense is accounted for in accordance with AS-22 "Accounting for Taxes on Income" for both Current Tax and Deferred Tax stated below:

A. Current Tax:

Provision for current tax is made in accordance with the provisions of the Income Tax Act, 1961.

B. Deferred Tax:

Deferred tax is recognised, subject to the consideration of prudence, as the tax effect of timing difference between the taxable income and accounting income computed for the current accounting year using the tax rates and tax laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax assets are recognised and carried forward to the extent that there is a reasonable certainty, except arising from unabsorbed depreciation and carried forward losses, that sufficient future taxable income will be available against which such deferred tax assets can be realised.

a) Provisions and Contingent Liabilities:

A provision is recognised if, as a result of past event, the Company has a present legal obligation that can be estimated reliably and it is probable that an outflow of economic benefit will be required to settle the obligation. Provisions are determined by the best estimate of outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability.

A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is possible obligation or present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

m). Earnings Per Share:

Basic Earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit after tax by the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as at the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

n) Cash and Bank Balances:

Cash and cash equivalents comprises Cash-in-hand, Current Accounts, Fixed Deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value. Other Bank Balances are short-term balance (with original maturity is more than three months but less than twelve months).

o). Cash Flow Statement:

Cash flows are reported using indirect method, whereby net profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

P). Segment Reporting:

The Operations of the company are in the nature of sale of medicines and services to the patients. Since the service nature includes medicines and consumables utilized and forming part of the same treatment to the patients, bifurcation of expenses, assets may not be practicable and separable for the operations, hence the combined nature of treatment through service and sale can only be regarded as a single segment. Since the company is operating in a segment, hence segment reporting is not applicable.

Q). Investments:

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

NOTE: 3 SHARE CAPITAL

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number	Amount (Rs. In Lakhs)	Number	Amount (Rs. In Lakhs)
a) Number and amount of equity shares authorised	14,000,000	1,400.00	14,000,000	1,400.00
(i) Number and amount of equity shares Issued, Subscribed and Paid-Up	13,613,000	1,361.30	9,795,000	979.5
Number and amount of equity shares Subscribed but not fully Paid-Up	-	-	-	-
Total b (i) + b (ii)	13,613,000	1,361.30	9,795,000	979.5
c) Par value per Equity share (in ₹ each)	10		10	

RECONCILIATION OF NO. OF SHARES OUTSTANDING AT THE END OF THE YEAR

(NO. OF SHARES ARE IN NUMBERS)

Particulars	As at March 31,	As at March 31,
	2025	2024
Shares outstanding at the beginning of the period	9,795,000	80,000
Bonus Shares issued during the period	-	9,665,000
Shares issued through rights issue	-	50,000
Fresh issue of equity shares through IPO*	3,818,000	-
Shares bought back during the period	-	-
Shares outstanding at the end of the period	13,613,000	9,795,000

*The company has raised money through Initial Public Offer ("IPO") and has got listed on BSE-SME Platform by way of fresh issue of 38,18,000 fully paid-up equity shares of face value of Rs.10 each at a premium of Rs.44 each.

Terms/Rights attached to Equity Shares:

(a) The company has only one class of Equity Shares having a par value of ₹ 10/- per share. Each holder of Equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity share will be entitled to receive remaining Assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the Share holders.

(b) The equity shares are not repayable except in the case of a buy back, reduction of capital or winding up in terms of the provisions of the Companies Act, 2013.

(c) Every member of the company holding equity shares has a right to attend the General Meeting of the Company and has a right to speak and on a show of hands, has one vote if he is present in person and on a poll shall have the right to vote in proportion to his share of the paid-up capital of the company.

d) The rights, preferences and restrictions attaching to each class of shares:

The Company has only one class of shares and all shareholder have equal rights and there are no restriction.

e) Details of shareholders holding more than 5% of shares:

Name of the Shareholder	As at March 31, 2025		As at March 31, 2024	
	Number of Shares held	% of Holding	Number of Shares held	% of Holding
Dr. P. S. Panneerselvam	2,430,000	17.85%	2,430,000	24.81%
Mrs. P. Jayalakshmi	2,430,000	17.85%	2,430,000	24.81%
Dr. P. Prabu Sankar	2,452,000	18.01%	2,430,000	24.81%
Dr. D. Priyadharshni	2,430,000	17.85%	2,430,000	24.81%
Total	9,720,000	71.56%	9,720,000	99.23%

f) Shareholding of Promoters

Promoter Name	No. of Shares at the end of the year	No. of Shares at the Beginning of the year	% of Change during the year
Dr. P. S. Panneerselvam	2,430,000	2,430,000	-
Dr. P. Prabu Sankar	2,452,000	2,430,000	0.91%
Dr. D. Priyadharshni	2,430,000	2,430,000	-
Mrs. P. Jayalakshmi	2,430,000	2,430,000	-
Total	9,720,000	9,720,000	-

Particulars	As at March 31, 2025	As at March 31, 2024
(a) Securities Premium		
Opening Balance	-	-
Add: Premium on fresh issue on IPO	1,679.92	-
Less: Issue expenses	(225.94)	-
Closing Balance	1,453.98	-
(b) General/ Free Reserves		
Opening Balance	-	-
Add: Additions during the year	-	966.5
Less: Bonus Shares issued	-	(966.50)
Closing Balance	-	-
(c) Surplus		
Opening Balance	733.85	1,175.51
Add: Profit / (Loss) transfer from the current year	420.67	524.84
Less: Transferred to General Reserves	-	(966.50)
Closing Balance	1,154.52	733.85
Total	2,608.50	733.85

*Note: Adjustments due to prior period items

Particulars	As at March 31, 2025	As at March 31, 2024
Adjustments in depreciation calculation	-	0.82
Adjustments in deferred tax calculation	-	0.09
Adjustments due to Non Provision of gratuity	-	(3.12)
Adjustments in Provision for tax	-	0.91
Total	-	(1.30)

Note: 5 Long-Term Borrowings
(Rs. In lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Secured a) From banks	-	-
Unsecured Loan from Related Parties b) From Directors*	359.35	359.35
Total	359.35	359.35

*The unsecured loan received from directors are interest free and no security has been provided by the company against the loan.

Note: 6 Deferred Tax Liabilities (Net)
(Rs. In lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
a) On account of Depreciation	45.47	30.60
b) On account of Gratuity	(4.13)	(0.38)
c) On account of Income Tax disallowance	-	(2.64)
Total	41.35	27.58

Note: 7 Long-Term Provisions
(Rs. In lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for Gratuity	11.04	4.62
Total	11.04	4.62

Note: 8 Short-Term Borrowings
(Rs. In lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Secured a) Axis Bank - Overdraft	280.75	153.36
b) Axis Bank - Dropline OD	121.36	389.16
Total	402.1	542.53

Annexure to short term borrowings:
(Rs. In lakhs)

S. No.	Particulars of Bank	Facility type	Rate of Interest	Outstanding as at March 31, 2025	Outstanding as at March 31, 2024	Limit sanctioned (Rs)	Security
1	Axis bank	Overdraft	9.75%	280.75	153.36	44,000,000	Security offered as collateral is Personal Guarantee of Promoters and Self Occupied Residential property in the name of Director Mr Paneerselv *
2	Axis bank	Dropline OD	9.75%	121.36	389.16	44,000,000	
Total				402.1	542.53		

* New T.S No 1/10A, 1/14.ward-c, Block no 1, Old no 49, new no52/28A, Saradha Main road, LRN colony, Alagapuram, Salem -636007.

Note: 9 Trade Payables

Particulars	As at March 31, 2025	As at March 31, 2024
a). Total outstanding dues of Micro Enterprises and Small Enterprises; and	12.11	11.98
b). Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises	366.05	492.65
Total	378.15	504.64

Ageing Schedule

a) Trade Payables ageing schedule for the period ended March 31, 2025
(Rs. In lakhs)

Particulars	Outstanding for following periods				Total
	0 - 1 year	1 - 2 Years	2-3 years	More than 3 years	
(i) MSME	12.11	-	-	-	12.11
(ii) Others	103.18	24.04	238.83	-	366.04
(iii) Disputed dues MSME	-	-	-	-	-
(iv) Disputed dues others	-	-	-	-	-

b) Trade Payables ageing schedule for the period ended March 31, 2024
(Rs. In lakhs)

Particulars	Outstanding for following periods				Total
	0 - 1 year	1 - 2 Years	More than 2 Years	More than 3 years	
(i) MSME	11.98	-	-	-	11.98
(ii) Others	143.83	348.82	-	-	492.65
(iii) Disputed dues MSME	-	-	-	-	-
(iv) Disputed dues others	-	-	-	-	-

Dues of Micro Enterprises and Small Enterprises (Rs. In lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
(a) Dues remaining unpaid to any supplier at the end of each accounting year - Principal - Interest on the above	12.11 -	11.98 -
(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(d) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Note: Based on the information available with the Company, the above are the dues to Small and Micro enterprises as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006. The information regarding Micro and Small enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

Note: 10 Other Current Liabilities
(Rs. In lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
a) ESI, PF and Professional Tax Payable	7.05	0.87
b) TDS & TCS Payable	13.83	10.62
c) GST Payable	-	1.51
d) Audit Fees Payable	6.35	6.65
e) Rent Payable	19.44	29.11
f) Salary & remuneration payable	58.87	26.64
g) Advance from customers	7.66	-
h) Other Payables	2.38	2.29
Total	115.59	77.69

Note: 11 Short-Term Provisions

Particulars	As at March 31, 2025	As at March 31, 2024
a) Provision for Tax	-0.72	161.76
b) Provision for Gratuity		0.01
Total	0.72	161.77

Note: 12 Property, Plant & Equipment and Intangible asset Attached Separately

Note: 13 Non-Current Investments

Particulars	As at March 31, 2025	As at March 31, 2024
Investment in Equity Instruments (At cost)	2.74	2.49
Total	2.74	2.49

Notes for Investment in Equity Instruments as at 31 st March 2025:

Aggregate value of Quoted Investments 2.74

Aggregate value of Unquoted Investments -

Aggregate Market value of quoted Investments thereon - 2.01

Note: 14 Other Non-Current Assets

Particulars	As at March 31, 2025	As at March 31, 2024
Fixed deposits in banks	8.35	8.56
Rental Deposit	15.40	2.40
Other Deposits	7.88	5.88
Total	31.64	16.85

Note: 15 Inventories

Particulars	As at March 31, 2025	As at March 31, 2024
Stock-in-Trade - Pharmacy items and Consumables	288.97	195.16
Total	288.97	195.16

Note: 16 Trade Receivables**(Rs. In lakhs)**

Particulars	As at March 31, 2025	As at March 31, 2024
a) Trade receivable considered good – Unsecured	796.05	696.15
Total	796.05	696.15

Ageing Schedule**Trade Receivables ageing schedule For the period ended March 31, 2025****(Rs. In lakhs)**

Particulars	Outstanding for following periods from due date of payment					
	< 6 Months	6 Months – 1 Year	1 – 2 Years	2–3 Years	More Than 3 years	Total
(i) Undisputed Trade Receivables – Considered good, Unsecured	449.36	154.6	128.05	30.93	33.12	796.05
(ii) Undisputed Trade Receivables considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

A. Trade Receivables ageing schedule For the year ended March 31, 2024
(Rs. In lakhs)

Particulars	Outstanding for following periods from due date of payment					
	< 6 Months	6 Months - 1 Year	1 - 2 Years	2-3 Years	More Than 3 years	Total
(i) Undisputed Trade Receivables - Considered good, Unsecured	334.9	158.83	147.87	54.55	-	696.15
(ii) Undisputed Trade Receivables considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

Note: 17 Cash & Bank Balances

(Rs. In lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
a. Cash and cash equivalent		
a) Balance with banks		
b) Cash in hand (As certified by management)	98.34	171.75
	39.02	38.17
b. Other Bank Balance with Scheduled Bank		
Balance with banks in Fixed deposits (having maturity more than 3 months but remaining maturity less than 12 months) *	1,121.58	-
Total	1,258.93	209.92

Note: 18 Short-Term Loans and Advances**(Rs. In lakhs)**

Particulars	As at March 31, 2025	As at March 31, 2024
Advances given to Suppliers & contractors	578.55	33.57
Total	578.55	33.57

Note: 19 Other Current Assets**(Rs. In lakhs)**

Particulars	As at March 31, 2025	As at March 31, 2024
a) TDS & TCS receivable (Net-of Income Tax Provision)	49.47	176.54
b) Prepaid Expenses	9.32	22.57
c) Other Deposits	16.11	19.99
d) GST Receivable	3.61	-
Total	78.51	219.1

Note: 12 Property, Plant & Equipment and Intangible Asset (All amounts are in ₹. lakhs unless stated)

Particulars	GROSS BLOCK				ACCUMULATED DEPRECIATION				NET BLOCK	
	April 01, 2024	Additions	Deletions	March 31, 2025	April 01, 2024	Depreciation For the Year	Deletion	March 31, 2025	March 31, 2025	March 31, 2024
Property, Plant & Equipment										
Plant and Machinery	1,542.95	145.39	-	1,688.34	163.75	177.21	-	340.96	1,347.37	1,379.20
Furniture & Fittings	75.64	46.32	-	121.96	7.9	11.46	-	19.36	102.6	67.74
Electrical Equipments	63.05	26.87	-	89.92	16.98	11.01	-	27.99	61.93	46.08
Computer	20.58	16.8	-	37.37	9.35	6.26	-	15.61	21.77	11.23
Building	73.76	638.52		712.28	3.12	7.14		10.26	702.02	70.64
Vehicles	10.7	-	-	10.7	0.96	2.71	-	3.67	7.02	9.74
Capital Work in Progress										-
Building	433.68	-	433.68	-	-	-	-	-	-	433.68
Total	2,220.35	873.89	433.68	2,660.57	202.06	215.8	-	417.86	2,242.71	2,018.30

Note: 20 Revenue from Operations

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Sale of services	3,451.42	3,092.15
Sale of Goods	1,333.90	1,211.60
Total	4,785.33	4,303.74

Note: 21 Other Income

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest Income	6.9	2.04
Dividend from shares	0.06	0.14
Interest on IT Refund	-	9.34
Misc Income	16.38	23.52
Total	23.35	35.04

Note: 22 Cost of Consumption

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Opening Stock	195.16	157.72
Purchases & Consumables	1,866.55	1,733.82
Closing Stock	(288.97)	(195.16)
Total	1,772.74	1,696.39

Note: 23 Employee Benefits Expense

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Salaries & Wages	506.21	292.94
Contribution to Employee Welfare Fund	21.28	9.82
Gratuity Expenses	7.13	1.51
Staff Welfare	24.64	19.37
Total	559.25	323.64

Note: 24 Finance Costs

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest on Term Loan	-	21.72
Interest on working capital limits	55.9	30.32
Bank Charges	6.76	8.78
Total	62.67	60.81

Note: 25 Depreciation**(Rs. In lakhs)**

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Depreciation on Tangible Assets	215.8	130.39
Total	215.8	130.39

Note: 26 Other Expenses (Rs. In lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Advertisement Charges	68.16	49.38
Administrative Expenses	3.24	7.27
Remuneration to Auditors*	11.31	7.06
CSR Expenditure	15	10.5
Consulting Doctors Payment	768.27	622.05
Patient Discount Allowed	243.81	240.8
Power and Fuel	130.27	122.68
Printing and Stationery	27.51	22.86
Professional and Consulting Charges	15.37	20.42
Rates and Taxes	14.92	15.41
Rent - Building	41.82	30.49
Rent - Machinery	19.6	44.09
Repairs and Maintenance (Plant & Machinery)	146.52	96.81
Repairs and Maintenance (Building & Others)	70.71	105.12
Software Charges Paid	1.04	6.68
Subscription and Membership fees	12.06	-
Telephone Charges	3.69	3.14
Travelling Expenses	11.79	12.2
Miscellaneous Expenses	24.37	7.12
Total	1,629.48	1,424.06
*Remuneration to Auditors		
Fees as Auditors	7.46	6.21
Tax Audit	0.85	0.85
Other Matters	3	-
Total	11.31	7.06

Note: 27 Earning per share

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Profit after tax for the year attributable to equity shareholders (A)	420.67	524.84
Basic & Diluted		
Outstanding Number of Equity Shares before IPO	9,795,000	9,795,000
Outstanding Number of Equity Shares at the end of the year (Nos.) (B)	13,613,000	9,795,000
Weighted Average Number of Equity Shares at the end of the year		
(Nos.) (C)	10,431,333	9,795,000
Earnings Per Share		
Pre IPO (Outstanding no. of shares at the beginning of the year) (A/B)		
Basic EPS (in Rs.)	4.29	5.36
Diluted EPS (in Rs.)	4.29	5.36
Post IPO (Outstanding no. of shares at the end of the year) (A/B)		
Basic EPS (in Rs.)	3.09	5.36
Diluted EPS (in Rs.)	3.09	5.36
Post IPO (Weighted average no. of shares) (A/C)		
Basic EPS (in Rs.)	4.03	5.36
Diluted EPS (in Rs.)	4.03	5.36

28. Other Notes to Accounts**1 Contingent Liabilities and Commitments (to the extent not provided for):****A. Contingent Liabilities (Rs. Lakhs)**

Particulars	As at March 31, 2025	As at March 31, 2024
Litigation in consumer court *	30	30
Total	30	30

A. Contingent Liabilities (Rs. Lakhs)*** Note :**

S.No	Case and reference number	Filed by	Respondent	Amount in Rs.	Latest status in brief
1	CC 10 of 2023	Elisapath Rani	Dr Murugavel, Dr Palaniappan and Chairman of Shanmuga Hosital private limited	3,000,000	Appeal preferred against the demand vide FA 16 of 2024**

**The District Consumer disputes redressal commission has ordered to pay sum of Rs 30,00,000/- to the respondent vide order dated 13-10-2023. How ever the company preferred appeal over the demand after depositing a sum of Rs 16,11,000/- with the court and the appeal is still in progress.

B. Commitments**(Rs. In lakhs)**

Particulars	As at March 31, 2025	As at March 31, 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for Uncalled liability on shares and other investments partly paid Other commitments	Nil Nil Nil	Nil Nil Nil
Total	-	-

2 Proposed Dividend Details:

The Company has not declared dividend during the period under review.

3 No issue of securities were made for any specific purpose by the Company during the reporting year.

4 The Company has not made borrowings from banks and financial institutions for any specific purposes during the year

5 The assets other than Property, Plant and Equipment, Intangible Assets and non-current investments have value on realization in the ordinary course of business equal to the amount at which they are stated

6 Details of Benami Property Held:

There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988).

7 The Company has made borrowings from the banks on the basis of security of current assets, and the statements of current assets as required to be filed by the Company with any the banks or financial institutions are done periodically.

8 Wilful Defaulter:

The company is not declared as wilful defaulter by any bank or financial institution or other lender.

9 Relationship with Struck off Companies:

The Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013.

10 Registration of Charges or Satisfaction with Registrar of Companies:

The Company has no charge which is yet to be registered with Registrar of Companies beyond the statutory period.

11 Compliance with Number of Layers of Companies:

The Company has no subsidiaries hence layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 are not applicable.

12 Compliance with Approved Scheme(s) of Arrangements:

No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

13. Utilisation of Borrowed Funds and Share Premium:

A. The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

B. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

14. Corporate Social Responsibility:

As per provisions of Section 135 of the Companies Act, 2013, the applicability towards CSR has commenced from the financial year 2022-23 onwards. Our Company has constituted the Corporate Social Responsibility Committee under sub-section (1) of Section 135 of Companies Act, 2013. As part of its initiatives under "Corporate Social Responsibility (CSR)", our Company has undertaken projects in the areas of Healthcare, Livelihood and Education. These projects are in accordance with Schedule VII read with Section 135 (2) of the Companies Act, 2013.

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Amount Required to be spent by the company during the period/year	15	10.5
Amount of expenditure incurred		10.5
Shortfall at the end of the period/year	-	-
Total of previous years shortfall	-	-
Reason for shortfall	NA	NA
Nature of CSR activities	Contribution to Education and Health care activities	Contribution to Education and Health care activities
Details of related party transactions e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard	NA	NA
Provision is made with respect to a liability incurred by entering into a contractual obligation	-	-
Excess amount Spent as per Section 135(5)	-	-
Carry Forward	-	

15 No amounts have been set aside or proposed to be set aside to reserve to meet any specific liability, contingency or commitment known to exit at the date as at which balance sheet made up.

16 Details of Supply of Service:

A. In case of companies rendering or supplying services

(Rs. In lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Gross Income Derived from services rendered or supplied	3,451.42	3,092.15
Total	3,451.42	3,092.15

17 In the case of all concerns having works in progress

(Rs. In lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Capital Works in Progress	-	433.68
Total	-	433.68

Note: The CWIP disclosed for the FY23-24 has been capitalised during the financial year FY 24-25

18 A. CIF value of Imports**(Rs. In lakhs)**

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Raw materials	-	-
Components and spare parts	14.52	-
Capital goods	-	-
Total	14.52	-

B. Earnings in Foreign Exchange**(Rs. In lakhs)**

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
FOB value of Exports	-	-
Royalty, know-how, professional and consultation fees, Interest, Dividend	-	-
Other Income	-	-
Total	-	-

C. Expenditure in Foreign Currency**(Rs. In lakhs)**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2024
Travelling Expenses	4.7	-
Total	4.7	-

19 Undisclosed Income:

There are no transactions that were not recorded in the books of account, and which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

There is no previously unrecorded income and related assets have been recorded in the books of account during the year.

20 Details of Crypto Currency or Virtual Currency:

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

21 Dues to Micro, Small and Medium Enterprise (MSME):

The dues towards micro, small and medium enterprises have been disclosed in the schedules to balance sheet.

22 Disclosure of related parties/related party transactions pursuant to Accounting Standard (AS) - 18 "Related Party Disclosures":

S. No	Name of the Key Managerial Personnel/Entity	Relationship
1	Dr. P S Paneerselvam	Director/KMP
2	Dr. P Prabu Sankar	Director/KMP
3	Mrs. P. Jayalakshmi	Director/KMP
4	Dr. D Priyadharshni	Director/KMP
5	CA AS Gowri	Independent Director
6	Mr. Ashwin Raj	Independent Director
7	CS B Akilan	Independent Director
8	Mr. Saravanan	Non-Executive
9	Mr. Karthick	Chief Financial Officer
10	CS Veera Pratap Reddy Gandalur	Company Secretary
11	CS K Anjana Maragatham	Company Secretary cum Compliance officer
12	PS Paneerselvam (HUF)	HUF owned or significantly influenced by KMP
13	Velavan Hospital Needs Private Limited	Company owned or significantly influenced by KMP
14	Shanmuga Medical Research Foundation Trust	Company owned or significantly influenced by KMP
15	Travellers Inn (Partnership firm)	Firm owned or significantly influenced by KMP

Note:

Mr Veera Pratap Reddy Gandalur resigned as Company secretary on 24.03.2025 and Mrs K Anjana Maragatham is appointed as Company secretary cum compliance officer on 31.3.25

B. Transactions with related parties during the year (Rs. In lakhs)

Particulars	For the Year Ended 31-March-2025	For the Year Ended 31-March-2024
Professional fees paid to KMP		
Dr. PS Paneerselvam	38.38	33
Dr. P Prabhushankar	33.58	28.6
Dr. D Priyadharshni	21.58	17.6
Total	93.53	79.2
Director remuneration paid		
Mr. Karthick	7.34	-
CS Veera Pratap Reddy Gandalururu	4.75	-
Mrs. P. Jayalakshmi	24.8	19.7
Total	36.89	19.7
Director Sitting Fees paid		
Dr. P. S Paneerselvam	2.1	-
Mrs. P. Jayalakshmi	1.2	-
Dr. P Prabu Sankar	2.55	-
Dr. D Priyadharshni	2.55	-
CA AS Gowri	1.65	-
Mr. Ashwin Raj	1.05	-
CS B Akilan	1.65	-
Mr. Saravanan	0.6	-
Total	13.35	-
Purchase of medicines and other consumables		
Velavan Hospital Needs Private Limited	148.79	149.71
Travellers Inn	52.36	32.27
Total	201.15	181.98

Other transactions with related parties		
Rent paid towards Building, Plant and Machinery		
Shanmuga Medical Research Foundation Trust	30.67	29.11
Dr. P S Paneerselvam	18	-
Total	48.67	29.11
O/s Payable		
Velavan Hospital Needs Private Limited	12.96	45.63
Travellers Inn	23.19	35.16
Shanmuga Medical Research Foundation Trust	271.15	347.11
Rent payable to Dr. P S Paneerselvam	19.44	-
Total	326.74	427.9
Unsecured Loans Received/(Paid)		
Dr. P S Paneerselvam	359.35	359.35
Total	359.35	359.35

23 Income Taxes:

I. Minimum Alternate Tax

Company has opted for special rate of tax of the Income Tax Act, 1961. Hence, MAT asset is not recognised.

II. Current Tax (Rs. In lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Current Tax	133.84	165.31
Add: Tax Adjustment for earlier years	0.46	-
Net Current Tax	134.3	165.31

24 Exchange Difference:

(Rs. In lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Exchange Difference Gain/(Loss)	-	-
Total	-	-

25 Employee Benefit (Incurred in India):

Gratuity – The Present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method and is unfunded. This method considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation.

Interest Cost: It is the increase in the Plan liability over the accounting period resulting from the operation of the actuarial assumption of the interest rate.

Current Service Cost: is the discounted present value of the benefits from the Plan's benefit formula attributable to the services rendered by employees during the accounting period.

Actuarial Gain or Loss: occurs when the experience of the Plan differs from that anticipated from the actuarial assumptions. It could also occur due to changes made in the actuarial assumptions.

(i) Reconciliation of Opening and Closing Balance of Gratuity Obligations: (Rs. In lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Net Liability as at the Beginning of the Period	4.63	3.12
Net Expenses in P/L A/c	7.17	1.51
Benefits Paid	–	–
Net Liability as at the End of the Period	11.80	4.63
Present Value of Gratuity Obligation (Closing)	11.8	4.63

ii) Expenses Recognised in Statement of Profit and Loss during the Year: (Rs. In lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest Cost	0.17	0.26
Current Service Cost	0.56	1.74
Past Service Cost	–	–
Expected Return on Plan Assets	–	–
Curtailment Cost (Credit)	–	–
Settlement Cost (Credit)	–	–
Net Actuarial (gain) / loss	– 6.44	– (0.48)
Net Expenses to be Recognized in P&L	7.17	1.51
Total	7.17	1.51

(iii) Changes in Benefit Obligations: (Rs. In lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Opening Defined benefit Obligation	4.63	3.12
Current service Cost	0.56	1.74
Interest Cost for the Year	0.17	0.26
Actuarial Losses (gains)	6.44	(0.48)
Benefits Paid	–	–
Closing Defined benefit Obligation	11.80	4.63
Total	11.8	4.63

Actuarial Assumptions:

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Rate of Discounting	6.96%	7.26%
Salary Escalation	5.00%	5.00%
Attrition Rate	5.00%	5.00%
	Indian Assured Lives	Indian Assured Lives
Mortality rate during employment Indian	Mortality (2012-14)	Mortality (2012-14)
	Ultimate	Ultimate

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply

26 Cash Flow Statement:

- The amount of cash and bank balances held by the enterprise as at March 31, 2025 was Rs.12,58,93,416.79/- that are available for use by Company.
- Company does not have undrawn borrowing facilities that may be available for future operating activities.
- The Company has appropriate amount of Cash Flows that are required to maintain operating capacity.
- Company is investing adequately in the maintenance of its operating capacity.
- There are no non cash transactions happened in investing and financing activities to be excluded from Cash Flow Statement.

27. Changes in Accounting Estimates:

There are no changes in Accounting Estimates made by the Company for the period ended 31st Mar 2025.

28. Changes in Accounting Policies:

There are no changes in Accounting Policy made by the Company for the period ended 31st Mar 2025.

29. Disclosures on Property, Plant and Equipment and Intangible Assets:**I. Property, Plant and Equipment**

- There is no restriction on the title of Property, Plant and Equipment, subject to only those which are under hypothecation/ charge.
- Company has no contractual commitments for the acquisition of Property, Plant & Equipment.
- Company has no Impairment loss during the period for Property, Plant & Equipment.
- Assets are periodically checked for active usage and those which are retired are written off.
- There are no temporarily idle property, plant and equipment.
- Intangible asset is amortised as per Schedule II

- The carrying amount and remaining amortization period of any individual intangible asset are not material to the financial statements of the enterprise as a whole.
- There are no amounts of intangible assets whose title is restricted and the carrying amounts of intangible assets pledged as security for liabilities.

30. Investments:

I. Profits and Losses with Regard to Investments have been Disclosed as under:

- a) Profits and losses on disposal of current investments
- b) Profits and losses on changes in the carrying amount of current investments
- c) Profits and losses on disposal of long-term investments
- d) Profits and losses on changes in the carrying amount of long- term investments

31 Segment Reporting:

The Operations of the company are in the nature of sale of medicines and services to the patients. Since the service nature includes medicines and consumables utilized and forming part of the same treatment to the patients, bifurcation of expenses, assets may not be practicable and separable for the operations, hence the combined nature of treatment through service and sale can only be regarded as a single segment. Since the company is operating in a segment, hence segment reporting is not applicable.

32 Balance shown under head Sundry debtors, creditors and advances are subject to confirmation.

33 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with current year's classification.

34 Statement of Other Accounting Ratios, as per Companies Act, 2013

S. No	Ratios	2025			2024		
		Numerator (Lakhs)	Denominator (Lakhs)	As on March 31, 2025	Numerator (Lakhs)	Denominator (Lakhs)	As on March 31, 2024
a.	Current Ratio (in times)	3,001.01	896.56	3.35	1,353.89	1,286.62	1.05
b.	Debt-Equity Ratio (in times)	402.1	3,969.80	0.1	542.53	1,713.35	0.32
c.	Debt Service Coverage Ratio (in times)	840.44	55.9	15.03	885.91	52.03	17.03
d.	Return on Equity Ratio (in times)	420.67	2,841.58	0.15	524.84	1,448.43	0.36
e.	Trade Receivables Turnover Ratio	4,785.33	746.1	6.41	4,303.74	641.05	6.71
f.	Inventory Turnover Ratio (in times)	1,772.74	242.06	7.32	1,696.39	176.44	9.61
g.	Trade payable Turnover Ratio (in times)	1,866.55	441.4	4.23	1,733.82	326.73	5.31
h.	Net Capital Turnover Ratio (in times)	1,772.74	1,085.86	1.63	1,696.39	331.24	5.12
i	Net Profit Ratio (in %)	420.67	4,785.33	8.79%	524.84	4,303.74	12.20%
j.	Return on Capital Employed (in %)	624.64	4,772.60	13.09%	755.53	2,642.81	28.59%
k.	Return on investment (in %)	NA	NA	NA	NA	NA	NA

35. Variance in ratios

S. No	Ratios	2025	
		Variance	Reason For Variance
a.	Current Ratio (in times) Current Assets / Current liabilities	218.09%	The ratio has increased due to continous investment in working capital for the conduct of the business
b.	Debt-Equity Ratio (in times) Total Outside Liabilities / Total Shareholder's Equity	-68.01%	The ratio has improved due to less debt in the capital structure of the company
d.	Return on Equity Ratio (in times) (Net Profit After Taxes - Preference Dividend if any) / Average Shareholders fund	-59.14%	Due to issue of capital in the current financial year, the ratio has come down comparatively
i	Net Profit Ratio (in %) Net Profit / Total Sales	-27.91%	The margin has come down mainly due to depreciation and higher revenue expenditure in salary and other expenses for the new units put in operation .
j.	Return on Capital Employed (in %) (EBIT / Capital Employed) * 100	-54.22%	Due to issue of capital in the current financial year, the percentage has decreased .

As per our report of even date attached

For P P N And Company

Chartered Accountants

Firm's Reg. No: 013623S

Peer Review Certificate No. 013578

Sd/-**R.Rajaram**

Partner

M.No: 238452

UDIN: 25238452BMHSUK7930

Salem

28-05-2025

Sd/-**Dr. P. S. Panneerselvam**

Managing Director

DIN: 08772887

Sd/-**Dr. P. Prabu Sankar**

Director cum CEO

DIN: 08772888

Sd/-**Mr. Karthick**

Chief Financial Officer

PAN: FB*****6P

Sd/-**Mrs. Panneerselvam Jayalakshmi**

Director

DIN: 10692764

Sd/-**CS Kannan Anjana Maragatham**

Company Secretary

M No: A70080

For and on behalf of the Board of Directors**of SHANMUGA HOSPITAL LIMITED**

(formerly known as Shanmuga Hospital Private Limited)

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SHANMUGA HOSPITAL LIMITED

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