

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Company Name: S3V Vascular Technologies Limited
CIN: U33112KA2011PLC059915
Venue: Plot No. 65/D4,
Hootagalli Industrial Area Hootagalli,
Mysore, Karnataka, India, 570018
Meeting No: EGM/001/2026-27
Meeting date: **22nd June 2026**
Time: **11 A.M.**
Phone No: 08212410016
Website: <https://www.s3vvascular.com/>
Email: info@s3vvascular.com

Notice - Extra Ordinary General Meeting (EGM/001/2026-27)

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that the Extra-Ordinary General Meeting (EGM/001/2026-27) of members of **S3V VASCULAR TECHNOLOGIES LIMITED** will be held **on Monday, June 22nd, 2026**, at the registered office of the Company situated at Plot No. 65/D4, Hootagalli Industrial Area Hootagalli, Mysore, Karnataka, India, 570018 **at 11:00 a.m.** to transact the following Special Business:

SPECIAL BUSINESS

Item No. 1: Issue of Equity Shares on a Preferential Basis by way of Private Placement

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

“RESOLVED THAT pursuant to the provisions of Sections 42 and 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, and in accordance with the provisions of the Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors of the Company to offer, issue and **allot 2,09,390 (Two Lakhs Nine Thousand Three Hundred Ninety)** Equity Shares of face value of ₹10/- (Rupees Ten Only) each, fully paid-up, on a preferential basis by way of private placement, for cash, at an issue price of **₹566/- (Rupees Five Hundred Fifty Only)** per Equity Share (**including a premium of ₹556/- (Rupees Five Hundred Forty Only) per Equity Share**), aggregating to **₹11,51,64,500/- (Rupees Eleven Crores Fifty-One Lakhs Sixty-Four Thousand Five Hundred Only)**, by way of preferential allotment on private placement basis in one or more tranches to the following Investor:-

Sl. no	Name and Identity of proposed Subscribers	No of Equity shares to be allotted	Total amount paid (including Premium) (in Rs)
I.	Badari Narayan Nagarada Gadde	5000	27,50,000
II.	Vijaya Gopal Nagarada Gadde	4,500	25,02,500
III.	Nagarada Gadde Vishnu Shreyas	4,500	25,02,500
IV.	Nagarada Gadde Srivatsa Sarang	4,500	25,02,500
V.	Subramaniyan Purushothaman	20,000	1,10,00,000
VI.	Ramakrishnan Ramasubramanian	20,000	1,10,00,000
VII.	Sathish Kumar Athmaram	5,000	27,50,000
VIII.	Ramesh Arumbuliyur Chellappa	10,000	55,00,000
IX.	Singampally Gaurav	10,000	55,00,000
X.	Faizal M Iqbal	9,092	50,00,600
XI.	Sanjay K Agarwal	42,100	2,31,55,000
XII.	Damodar Reddy	36,364	2,00,00,200
XIII.	Ajith Menon	9,092	50,00,600
XIV.	Sriram Shankar	20,000	1,10,00,000
XV.	Koteshwar Rao	9,092	50,00,600
Total		2,09,390	11,51,64,500

RESOLVED FURTHER THAT the Equity Shares to be offered, issued and allotted, shall be subject to the following terms and conditions:

- The Equity Shares shall be issued in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company
- The Equity Shares shall rank *pari passu* with the existing equity shares of the Company in all respects, including dividend and voting rights.

RESOLVED FURTHER THAT pursuant to the provisions of Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, the Board of Directors of the Company be and is hereby authorized to record the names of the proposed subscribers, finalize, execute and issue the Private Placement Offer Letter in Form PAS-4 together with the application form and such other documents, annexures and disclosures as may be required, and to undertake all such actions as may be necessary for giving effect to the private placement and preferential allotment of Equity Shares in accordance with applicable laws.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to the foregoing resolution, including filing of requisite forms, returns and documents with the Registrar of Companies and other regulatory authorities, obtaining such approvals, consents, permissions and sanctions as may be required, making such modifications or amendments as may be necessary to comply with applicable laws or regulatory requirements, and settling any questions, difficulties or doubts that may arise in connection with the offer, issue and allotment of the Equity Shares, without being required to seek any fresh approval of the shareholders of the Company or otherwise, to the end and intent that the shareholders of the Company shall be deemed to have given their approval thereto expressly by the authority of this resolution."

BY ORDER OF THE BOARD OF DIRECTORS
For ***S3V Vascular Technologies Limited***

Date: 30.05.2026
Place: Mysore

Pushpa M R
Company Secretary

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and, on a poll, to vote instead of himself/herself and the proxy need not be a member of the company.
2. The instrument appointing the proxy, duly completed, must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
3. The Company has fixed Friday, 22nd May 2026 as the record date for determining the Members entitled to receive notice of and attend the Extra-Ordinary General Meeting.
4. Corporate Members intending to send their authorised representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
5. The route map showing directions to reach the venue of the EGM is annexed and forms part of the Notice.
6. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts concerning the special business to be transacted at the Meeting is annexed hereto.
7. All relevant documents referred to in the accompanying Notice are open for inspection by the Members at the Registered Office of the Company on all working days between 11:00 a.m. and 2:00 p.m. up to the date of the Meeting.
8. Members/proxies are requested to hand over the duly filled in and signed Attendance Slip, at the entrance of the Hall while attending the meeting.
9. In case of joint holders attending the Meeting, only such joint holder whose name appears first in the order of names as per the Register of Members shall be entitled to vote.
10. Members who have not registered their e-mail addresses so far are requested to register/ update their e-mail addresses to receive all communications including Notices, Circulars etc.

Explanatory Statement

[Pursuant to Section 102 of the Companies Act, 2013]

The following Statement sets out all material facts relating to the Special Resolution mentioned in the accompanying Notice:

Item No. 1

The Company proposes to make a preferential allotment of equity shares, in one or more tranches, to identified investors (hereinafter referred to as the “Subscribers”) on a preferential allotment / private placement basis, which has been approved by the Board of Directors of the Company at its meeting held on **Thursday, 28th May 2026**.

Approval of the Members by way of a Special Resolution is required, inter alia, in terms of Sections **42 and 62(1)(c)** of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014.

Accordingly, consent of the Members is being sought for the issue and allotment of **2,09,390** (Two Lakhs Nine Thousand Three Hundred Ninety Only) Equity Shares of face value of ₹10/- (Rupees Ten Only) each at a price of **₹550/-** (Rupees Five Hundred Fifty Only) per Equity Share (including a premium of ₹540/- (Rupees Five Hundred Forty Only) per Equity Share), aggregating to **₹11,51,64,500/- (Rupees Eleven Crores Fifty-One Lakhs Sixty-Four Thousand Five Hundred Only)**, on a private placement / preferential basis to the Subscribers.

In terms of the provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and rule 13(2) of the Companies (Share Capital and Debentures) Rules, 2014, the relevant disclosures/details are given below:

1	Particulars of the offer including date of passing of Board resolution	The proposed offer is for the issue of 2,09,390 (Two Lakhs Nine Thousand Three Hundred Ninety Only) Equity Shares on a preferential basis. The Board Resolution approving the proposed issue was passed on 28th May 2026. The Equity Shares shall have a face value of INR 10 (Indian Rupees Ten only) each at a premium of INR 540 per Equity Share.
---	--	---

2	Kinds of securities offered and the price at which security is being offered	Equity Shares of face value ₹10/- each at a price of ₹550/- per share (including premium of ₹540/- per share).
3	Basis or justification for the price (including premium)	The issue price has been determined based on the valuation report obtained from a Registered Valuer in compliance with applicable provisions of the Companies Act, 2013.
4	Name and address of valuer who performed valuation	CA Dhruva Hegde Registered Valuer-IBBI IBBI/RV/06/2020/13061 No 868, 6th cross, 1st Main, 3rd Phase, 3rd Block, BSK 3rd Stage, Bengaluru-560 085
5	Amount which the Company intends to raise	The Company intends to raise an aggregate amount of INR ₹11,51,64,500/- (Rupees Eleven Crores Fifty-One Lakhs Sixty-Four Thousand Five Hundred Only) through the issue of 2,09,390 (Two Lakhs Nine Thousand Three Hundred Ninety Only) Equity Shares having a face value of INR 10 (Indian Rupees Ten only) each at a premium of INR 540 per Equity Share.
6	Material terms of raising such securities	a) The allotment may be completed in one or more tranches. b) The allotment shall be completed within the timelines prescribed under applicable laws. c) The Equity Shares shall rank Pari Passu with existing equity shares in all respects. d) The funds shall be received through banking channels in compliance with Section 42.
7	Object of the Preferential Issue	The proceeds of the issue shall be utilized towards: a) For regulatory approval like CE certification and etc. b) Funding ongoing and proposed initiatives including product development, trials, technology, and infrastructure. c) Meeting working capital requirements. d) General Corporate purposes.
8	Total number of Equity Shares to be issued	2,09,390 (Two Lakhs Nine Thousand Three Hundred Ninety) Equity Shares.
9	9. Terms of Issue of Equity Shares	The Equity Shares shall a) be issued in dematerialized form b) be allotted in one or more tranches c) rank pari passu with existing equity shares in all respects.
10	Price or price band at/within which the allotment is proposed	The price of equity shares to be issued is fixed at Rs. 550/- per equity share of face value of Rs. 10/ each issued at a premium of Rs 540/- per share.

11	Alignment with Existing Investment Agreement	The proposed issuance is being undertaken in alignment with the framework of the said agreement, and the proposed allottees may, to the extent applicable, signify their acceptance of the said agreement, as may be considered appropriate.		
12	Relevant Date	The valuation of the equity shares has been carried out as on 31st March 2026, which has been considered as the relevant date for determining the issue price in accordance with the applicable provisions governing preferential allotment.		
13	Intention of promoters, directors or key managerial personnel to subscribe to the offer.	Name& Designation	No. of shares	Total amount paid Rs. (including Premium)
		Badari Narayan Nagarada Gadde Director & Promoter	5000	2750000
		Vijaya Gopal Nagarada Gadde Director & Promoter	4550	2502500
		Nagarada Gadde Vishnu Shreyas Director & Promoter	4550	2502500
		Nagarada Gadde Srivatsa Sarang Promoter	4550	2502500
		Total	18650	10257500
14	Proposed time with in which the allotment shall be completed	The Company shall complete the allotment of equity shares as aforesaid on or before the expiry of 90 days from the date of passing of the special resolution by the shareholders granting consent for preferential issue.		
15	Class or classes of Persons to whom the allotment is proposed	The details of proposed subscribers are provided below.		

The Name and Identity of the Proposed subscribers and the percentage of post preferential offer capital that may be held by them.

Sl. no	Name and Identity of proposed Subscribers	Category (non-promoter)	Pre- Issue Share holding	Maximum No of Equity shares to be allotted	Total amount paid (including Premium) (in Rs)	Post- issue shareholding on allotment of Equity Shares
I.	Badari Narayan Nagarada Gadde	Individual & Promoter	32,14,611	5,000	27,50,000	32,19,611
II.	Vijaya Gopal Nagarada Gadde	Individual & Promoter	11,72,903	4,550	25,02,500	11,77,453
III.	Nagarada Gadde Vishnu Shreyas	Individual & Promoter	9,68,810	4,550	25,02,500	9,73,360
IV.	Nagarada Gadde Srivatsa Sarang	Individual & Promoter	8,99,844	4,550	25,02,500	9,04,394
V.	Subramaniyan Purushothaman	Individual	Nil	20,000	1,10,00,000	20,000
VI.	Ramakrishnan Ramasubramanian	Individual	Nil	20,000	1,10,00,000	20,000
VII.	Sathish Kumar Athmaram	Individual	Nil	5,000	27,50,000	5,000
VIII.	Ramesh Arumbuliyur Chellappa	Individual	Nil	10,000	55,00,000	10,000

IX.	Singampally Gaurav	Individual	Nil	10,000	55,00,000	10,000
X.	Faizal M Iqbal	Individual	Nil	9,092	50,00,600	9,092
XI.	Sanjay K Agarwal	Individual	Nil	42,100	2,31,55,000	42,100
XII.	Damodar Reddy	Individual	Nil	36,364	2,00,00,200	36,364
XIII.	Ajith Menon	Individual	Nil	9,092	50,00,600	9,092
XIV.	Sriram Shankar	Individual	Nil	20,000	1,10,00,000	20,000
XV.	Koteshwar Rao	Individual	Nil	9,092	50,00,600	9,092
TOTAL				2,09,390	11,51,64,500	64,65,558

*As the proposed allotment includes Non-Resident Indians (NRIs), non-residents and foreign investors, the allotment of Equity Shares shall be subject to the applicable provisions of the Foreign Exchange Management Act, 1999 (FEMA), the rules and regulations made thereunder, the directions and regulations issued by the Reserve Bank of India (RBI), and such other approvals, consents and compliances as may be required under applicable law.

16	Change in control	There shall be no change in management or control of the Company pursuant to the issue of the equity shares.
17	No. of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities as well as price	During the Financial year, no preferential allotment has been made to any person.

The pre issue and post issue shareholding pattern of the Company (Equity and CCPS):

S. No	Category	Pre-Private placement		Post Private placement	
		No. of Shares Held	% of Share Holding	No. of Shares Held	% of Share Holding
A	Promoter's Holding				
1	Indian	-			
	Individual	78,71,985	41.05	78,90,635	40.70
	Bodies Corporate	-			
2	Foreign Promoters	-			
	Sub-Total (A)	78,71,985	41.05	78,90,635	40.70
B	Non-Promoter's Holding				
1	Institutional Investors	-			
2	Non-Institution				
	Non-Institutional Investors (including private corporate bodies, LLPs, trusts, etc.) Equity +CCPS	28,10,129	14.65	28,10,129	14.50
	Directors and Relatives	3,50,454	1.83	3,50,454	1.81
	Indian Public	81,46,022	42.47	81,74,206	42.17
	Others (Including NRI's)	-	-	1,62,556	0.84

	Sub-Total (B)	1,13,06,605	58.95	1,14,97,345	59.30
	GRAND TOTAL (A+B)	1,91,78,590	100	1,93,87,980	100

The approval of the members is being sought to enable the Board to issue and allot the equity shares on a preferential / private placement basis, to the extent and in the manner as set out in the resolution and the explanatory statement.

None of the Directors, Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except Mr. N. G. Badari Narayan, Mr. N. G. Vijaya Gopal and Mr. N. G. Vishnu Shreyas and Mr. N.G. Srivatsa Sarang, who are Promoters and/or Directors of the Company. The aforesaid persons are interested in the resolution to the extent of their proposed subscription to 18,650 Equity Shares at an issue price of ₹550/- per Equity Share, aggregating to ₹1,02,57,500/- (Rupees One Crore Two Lakh Fifty-Seven Thousand Five Hundred Only).

Accordingly, the Board recommends passing the resolution for approval of the members as a Special Resolution.

BY ORDER OF THE BOARD OF DIRECTORS
For **S3V Vascular Technologies Limited**

Place: Mysore
Date: 30.05.2026

Pushpa M R
Company Secretary

ANNEXURE – 1
Form No. MGT-11 PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	U33112KA2011PLC059915
Name of the Company	S3V VASCULAR TECHNOLOGIES LIMITED
Registered office	Plot No. 65/D4, Hootagalli Industrial Area Hootagalli Mysore -570018.

Name of the Member(s):	Email ID:
Registered address:	Folio Number:

I / We, being the member(s) holding _____ shares (In words _____) Equity shares of S3V Vascular Technologies Limited hereby appoint –

1 or 2	1	2
Name		
Address		
Email ID		
Signature		

I as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at Extra-ordinary General Meeting for the FY 2026-27 (EGM/001/2026-27) of the Company, to be held on Monday 22nd June 2026 at 11:00 am IST at the registered office of the Company situated at Plot No. 65/D4, Hootagalli Industrial Area Hootagalli, Mysore - 570018 and at any adjournment thereof, in respect of resolution(s) set out in the Notice convening the meeting.

Signed this _____ day of ___ 2026

Sr. No.	Resolution/s	Votes (Optional see Note 2) *	
		For	Against
	Special Business		
1	Issue of Equity Shares on Preferential Basis / Private Placement		

Affix
Revenue
Stamp

(Signature of shareholder)

(Signature of Proxy holder(s))

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. *It is optional to indicate your preference. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

ANNEXURE II TO THE NOTICE

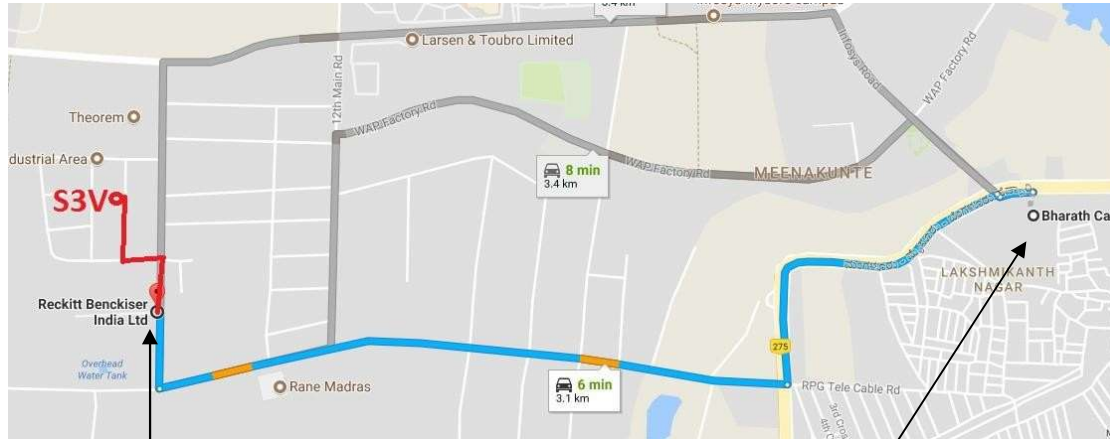
ATTENDANCE SLIP

(Please complete this attendance slip and hand it over at the entrance of the venue)

Name of Members / Authorized representative	
Folio Number/Demat Account number	
Name of Proxy (In case of proxyattending the meeting)	
No. of share held	
I/we hereby record my presence at Extra ordinary General Meeting for the FY 2026-27 (EGM/001/2026-27) of the Company held on, Monday, 22 nd June 2026 at 11:00 a. m IST at the registered office of the Company situated at Plot No. 65/D4, Hootagalli Industrial Area Hootagalli Mysore Karnataka 570018 India.	

**Signature of the Shareholder/Proxy/
Corporate Representative***

ROUTE MAP FOR S3V, HOOTAGALLI, MYSORE



- Reach Bharath Cancer Hospital which is at Ring Road, Mysore
- Follow the route as mentioned above to Reckitt Benckiser
- From Reckitt, Take Left Turn and then Right Turn
- You can see S3V on left side after near 100 meters.