



## LAXMI DENTAL LIMITED

formerly known as Laxmi Dental Export Private Limited

**Registered Office:** 103, Akruiti Arcade, Opposite A H Wadia High School, Near Azad Nagar Metro Station, Andheri (West), Mumbai –400058.

**Tel:** 022 61437991 | **Email:** info@laxmidentallimited.com | **Website:** www.laxmidentallimited.com

**CIN No:** L51507MH2004PLC147394 | **GST No:** 27AABCL0001A1ZL

**Date: March 26, 2026**

To,

**Listing Department  
BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001

**BSE Scrip Code: 544339**

**Listing & Compliance Department**

**National Stock Exchange of India Limited**

Exchange Plaza, 5th Floor

Plot No. C/1, “G” Block

Bandra-Kurla Complex

Bandra (E), Mumbai – 400 051

**Symbol: LAXMIDENTL**

**Re: LAXMI DENTAL LIMITED - ISIN: INE0WO601020**

**Dear Sir(s)/Madam(s),**

**Subject: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Pursuant to Regulation 30 read with Schedule III Part A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“SEBI Listing Regulations”), this is to inform you that the Board of Directors, at its meeting held today i.e., Thursday, March 26, 2026, *inter alia*, has considered and approved the following matters:

1. The Scheme of Amalgamation between Bizdent Devices Private Limited, Wholly Owned Subsidiary Company (“Transferor Company”) and Laxmi Dental Limited (“Transferee Company”) and their respective Shareholders and Creditors (“the Scheme”) under Sections 230 and 233 of the Companies Act, 2013 read with Rule 25 of Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

The Scheme is subject to necessary statutory and regulatory approvals, including approval of the Regional Director (“RD”), Stock Exchanges and other regulatory authorities, as may be required in terms of the applicable provisions of the law.

The details required to be furnished under Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and the SEBI circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, issued thereunder are as below:



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Sr. No.	Particulars	Details
a	Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.	<p><b>Transferor Company:</b> BIZDENT DEVICES PRIVATE LIMITED, Transferor Company (CIN: U33203MH2021PTC357799) is a private limited company incorporated under the Companies Act, 2013 having its registered office at 601, Akruiti Arcade, J P Road, Opp. A H Wadia High School, Andheri West, Mumbai, Maharashtra, India, 400058, (hereinafter referred to as the “Transferor Company”). The Transferor Company is a wholly-owned subsidiary of the Transferee Company.</p> <p><b>Transferee Company:</b> LAXMI DENTAL LIMITED, Transferee Company (CIN: L51507MH2004PLC147394) is a public limited company whose equity shares are listed on BSE Limited and National Stock Exchange of India Limited, which was originally incorporated as private limited company under the Companies Act, 1956 and subsequently it was converted to Public Limited Company under the Companies Act, 2013 w.e.f. August 2, 2024 having its registered office at Office No. 103, Akruiti Arcade, J. P. Road, Opposite A.H. Wadia High school, Andheri West, Mumbai, Maharashtra, India, 400058 (hereinafter referred to as the “Transferee Company”).</p> <p>The Financial details of both the Companies are provided in “Exhibit- 1”.</p>
b	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”.	<p>The Transferor Company is a wholly-owned subsidiary of the Transferee Company and hence both companies are related party to each other.</p> <p>However, the Ministry of Corporate Affairs has clarified vide its General Circular No. 30/ 2014 dated July 17, 2014 that transactions arising out of Compromise, Arrangements and Amalgamations dealt with under specific provisions of the Companies Act 2013, will not fall within the purview of related party transaction in terms of Section 188 of the Companies Act, 2013.</p>



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		Further, pursuant to Regulation 23(5)(b) of the Listing Regulations the provisions relating to related party transactions are not applicable between a holding company and its wholly owned subsidiary.
<b>c</b>	Area of business of the entity(ies)	<p>Transferor Company:</p> <p>The Transferor Company is engaged in the business of manufacture, distribution and sale, within India of (a) aligner and retainer devices; (b) sleep apnoea devices; and (c) sports guards and all allied activities related to this business.</p> <p>Transferee Company:</p> <p>The Transferee Company is engaged in the business to purchase, sell, Import, Export Fabricate, prepare and to deal in all types of artificial dentures, full and partial acrylic dentures, acrylic and metallic fixed bridges, removable cast partial dentures, metallic and acrylic crowns, all types of ceramic dental prosthesis, all types of dental prosthesis, all types of dental implants dentures injection moulding full dentures and partial dentures, ready made teeth various dental prosthesis, all types of dental raw materials and to establish and setup hundred percent export oriented units for the above purpose.</p>
<b>d</b>	Rationale for amalgamation/merger	<p>The proposed merger is intended to simplify the group structure by consolidating the wholly owned subsidiary with the holding company, resulting in operational efficiencies, streamlined management and reduced administrative and compliance costs. The merger will also enable optimal utilization of resources, elimination of inter-company transactions, improved financial strength, and enhanced stakeholder value through a unified business structure. To enhance the benefits mentioned above, the Amalgamation of the Company is being proposed by Board of Directors of both the Companies. The amalgamation of the Transferor Company with the Transferee Company would inter alia have the following benefits:</p>



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		<ol style="list-style-type: none"><li>a. The amalgamation will enable the Transferee Company to consolidate the businesses and lead to synergies in operation and create a stronger financial base.</li><li>b. This Scheme of Amalgamation will result in the consolidation of the businesses of the Transferor Company with the Transferee Company and all the stakeholders of the both entities will be benefited by result of the amalgamation of Business and availability of a common operating platform.</li><li>c. Greater integration and financial strength and flexibility would result in maximising overall shareholder value, and will improve the financial position of the combined entity.</li><li>d. Greater efficiency in cash management of the amalgamated entity which can be deployed more efficiently to fund organic and inorganic growth opportunities, to maximize shareholder value.</li><li>e. Improved organizational capability and leadership, arising from the pooling of human capital who have the diverse skills, talent and vast experience to compete successfully in an increasingly competitive industry.</li><li>f. Cost savings are expected to flow from more focused operational efforts, rationalization, standardisation and simplification of business processes, and the elimination of duplication, and rationalization of administrative expenses.</li></ol>
e	In case of cash consideration – amount or otherwise share exchange ratio	Upon the Scheme becoming effective, the entire authorised share capital of the Transferor Company shall stand merged with that of the Transferee Company. Further, as the entire issued, subscribed and paid-up share capital of the Transferor Company is being held by the Transferee Company and its nominees, the same shall, upon the Scheme becoming effective, stand cancelled and extinguished without any further act or deed upon the Scheme becoming effective and such cancellation of the share capital of the Transferor



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		Company as aforesaid shall be effected as an integral part of this Scheme and shall not deemed to be a reduction of share capital under the provisions of Section 66 of the Companies Act, 2013.
f	Brief details of change in shareholding pattern (if any) of listed entity	There will be no change in the shareholding pattern of the Company pursuant to the Scheme, as no shares are being issued by the Company in connection with the Scheme.

2. Pursuant to latest amendments in the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI (Prohibition of Insider Trading) Regulations, 2015 and other applicable regulations following policies have been amended and approved by the Board:
  - a. Nomination and Remuneration Policy
  - b. Performance Evaluation Policy
  - c. Policy for Disclosures of Materiality of Events
  - d. Policy for Familiarisation Programme for Independent Directors
  - e. Policy for Preservation and Archival of Documents
  - f. Prevention of Sexual Harassment Policy
  - g. Related Party Transaction Policy
  - h. Risk Management Policy
  - i. Succession Planning Policy
  - j. Whistle Blower Policy
  - k. Board Diversity Policy
  - l. Code of Conduct for Board and Senior Management team
  - m. Code of Conduct for IDs
  - n. Code of Conduct for Insider Trading and Code for Fair Disclosure UPSI
  - o. Corporate Social Responsibility Policy
  - p. Determination of Material Subsidiaries
  - q. Dividend Distribution Policy

3. Re-appointment of M/s. Abhay Subhash & Associates, Chartered Accountants, as the Tax Auditors of the Company to conduct tax audit for the financial year 2025-26.

The details required to be furnished under Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and the SEBI circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, issued thereunder are as below:



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Sr. No.	Particulars	M/s. Abhay Subhash & Associates, Chartered Accountants
a	Reason for change viz. <del>appointment, re-appointment, resignation, removal, death or otherwise</del>	Re-appointment of M/s. Abhay Subhash & Associates, Chartered Accountants, as the Tax Auditor for the financial year 2025-26.
b	Date of <del>appointment/re-appointment/cessation (as applicable)</del> & term of <del>appointment/re-appointment</del>	Date of re-appointment: March 26, 2026  Term of re-appointment: Financial year 2025-26
c	Brief profile (in case of appointment)	Abhay Subhash & Associates (ASA) is a leading Chartered Accountancy firm based in Mumbai, offering comprehensive professional services in Audit, Taxation, Assurance, Advisory, and Financial Consultancy. Founded in 1984 by CA Abhay Mori, ASA has built a strong reputation for integrity, quality, and client satisfaction. With over four decades of professional excellence, we combine experience with insight to help businesses navigate today's complex financial and regulatory environment.
d	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

4. Appointment of M/s. Bathiya Advisors LLP, Chartered Accountants, as an Internal Auditor of the Company to conduct internal audit for the financial year 2026-27.

The details required to be furnished under Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and the SEBI circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, issued thereunder are as below:

Sr. No.	Particulars	Bathiya Advisors LLP
a	Reason for change viz. <del>appointment, re-appointment, resignation, removal, death or otherwise</del>	Appointment of M/s. Bathiya Advisors LLP, Chartered Accountants, as an Internal Auditor for the financial year 2026-27.
b	Date of <del>appointment/re-appointment/cessation (as applicable)</del> & term of <del>appointment/re-appointment</del>	Date of appointment: March 26, 2026  Term of appointment: Financial year 2026-27



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<b>c</b>	Brief profile (in case of appointment)	At Bathiya, we empower businesses to unlock their true potential. With a presence across 16 offices in India and Middle East, we support Indian and global enterprises as they Progress with Purpose. Driven by deep technical expertise and cutting-edge technology, Bathiya has earned and retained the trust of clients over decades. Our full-service capabilities span Transactions, Corporate Finance, Consulting, Tax, Regulatory and Private Client services. Bathiya is the India member of TAG Alliances.
<b>d</b>	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

5. Change in designation of Mr. Mitesh Kariya from Director & Associates to Chief Operating Officer – Illusion Dental.

The details required to be furnished under Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and the SEBI circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, issued thereunder are as below:

Sr. No.	Particulars	Mr. Mitesh Kariya
<b>a</b>	Reason for change viz. <del>appointment, re-appointment, resignation, removal, death</del> or otherwise (Change in Designation)	Change in designation of Mr. Mitesh Kariya from Director & Associates to Chief Operating Officer – Illusion Dental
<b>b</b>	Date of <del>appointment/re-appointment/cessation (as applicable) &amp; term of appointment/re-appointment/</del> Change in Designation	Date of change in designation: March 26, 2026
<b>c</b>	Brief profile (in case of appointment)	Not Applicable
<b>d</b>	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable



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6. Change in designation of Mr. Arun Babu John from Vice President – Sales and Business Development to Chief Revenue Officer – Illusion Dental.

The details required to be furnished under Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and the SEBI circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, issued thereunder are as below:

Sr. No.	Particulars	Mr. Arun Babu John
a	Reason for change viz. <del>appointment, re-appointment, resignation, removal, death</del> or otherwise (Change in Designation)	Change in designation of Mr. Arun Babu John from Vice President – Sales and Business Development to Chief Revenue Officer – Illusion Dental.
b	Date of <del>appointment/re-appointment/cessation (as applicable)</del> & term of <del>appointment/re-appointment/</del> Change in Designation	Date of change in designation: March 26, 2026
c	Brief profile (in case of appointment)	Not Applicable
d	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

7. Change in designation of Mr. Manan Khakhar from Business Head to CEO – Vedia Solutions.

The details required to be furnished under Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and the SEBI circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, issued thereunder are as below:

Sr. No.	Particulars	Mr. Manan Khakhar
a	Reason for change viz. <del>appointment, re-appointment, resignation, removal, death</del> or otherwise (Change in Designation)	Change in designation of Mr. Manan Khakhar from Business Head to CEO – Vedia Solutions
b	Date of <del>appointment/re-appointment/cessation (as applicable)</del> & term of <del>appointment/re-appointment/</del> Change in Designation	Date of change in designation: March 26, 2026
c	Brief profile (in case of appointment)	Not Applicable
d	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable



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8. To take note of surrender of Employee Stock Options by Mr. Mitesh Kariya under Laxmi Dental Employee Stock Option Scheme 2024 (“ESOP Scheme/the Scheme”)

The details of the surrender are as below:

Sr. No.	Particulars	Details
a	Employee Name	Mr. Mitesh Kariya
b	Designation	Chief Operating Officer – Illusion Dental
c	Number of Employee Stock Options (ESOPs) surrendered	32,538 Employee Stock Options granted under Laxmi Dental Employee Stock Option Scheme 2024 (“ESOP Scheme/the Scheme”)
d	Date of surrender	March 26, 2026
e	Total number of outstanding ESOPs in effect after surrender	49,000 Employee Stock Options
f	Remarks	The surrendered options shall stand cancelled and shall form part of the pool of options available for future grants under the Scheme, unless otherwise decided by the Board/Compensation Committee.

The meeting of the Board of Directors commenced at 05:00 P.M. (IST) and concluded at 06:05 P.M. (IST).

The same will be made available on the Company’s website, i.e. [www.laxmidentallimited.com](http://www.laxmidentallimited.com)

Kindly take the same on your record.

**For Laxmi Dental Limited**  
**(Formerly known as Laxmi Dental Export Private Limited)**

**Suman Saha**  
**Company Secretary and Compliance Officer**  
**Membership Number: A33035**

**Enclosure:**  
Exhibit-1- Financial details of both the company.



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### Exhibit-1

(Amounts in Million)

Particulars	As on March 31, 2025 (Audited)		As on December 31, 2025 (Un-audited)	
	Transferor Company	Transferee Company	Transferor Company	Transferee Company
Paid-up share capital	22.33	109.92	31.27	109.92
Net worth	Standalone	113.85	2227.37	536.18
	Consolidated	NA	2087.01	NA
Total	Standalone	532.99	1758.64	310.77
	Consolidated	NA	2424.45	NA
Income				2100.89