



ANUH PHARMA LTD.

CIN: L24230MH1960PLC011586

Registered Office: 3-A, Shivsagar Estate, North Wing, Dr. Annie Besant Road, Worli, Mumbai - 400018
Phone: +91 22 66227575; **Fax:** +91 22 66227600; **Email:** anuh@sk1932.com; **Website:** www.anuhpharma.com

ADDENDUM TO THE NOTICE OF THE 59TH ANNUAL GENERAL MEETING OF THE COMPANY

Anuh Pharma Ltd. ("the Company") had issued a Notice dated 22nd May, 2019 ("the Notice of the AGM") for convening of the 59th Annual General Meeting ("AGM") of the shareholders of the Company scheduled to be held on Thursday, 22nd August, 2019 at 03.00 PM at Hall of Harmony, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400018. The Notice of the AGM has been despatched to all the shareholders of the Company in due compliance with the provisions of the Companies Act, 2013 read with the Rules made thereunder.

Pursuant to Section 160 of the Companies Act, 2013 read with Rule 13 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, Notice is hereby given that the Company has received a notice under Section 160 of the Companies Act, 2013 from a Member of the Company, proposing candidature of Mr. Sandeep M. Joshi (DIN: 00516409) for election to the office of an Independent Director for the second term at the ensuing 59th Annual General Meeting ("AGM") of the Company, scheduled to be held on Thursday, 22nd August, 2019 at 03.00 PM at Hall of Harmony, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400018.

The Addendum to the Notice of the AGM shall form an integral part of the Notice dated 22nd May, 2019 circulated to the shareholders of the Company.

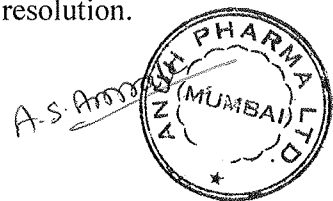
The Resolution for appointment of Mr. Sandeep M. Joshi for the office of an Independent Director will be taken up for consideration by the Members in the 59th AGM, as part of the Special Business of the AGM, in the form of an Special Resolution, as set forth below:

Item No. 9 - Appointment of Mr. Sandeep M. Joshi (DIN: 00516409) as an Independent Director for the second term w.e.f. August 22, 2019 to August 21, 2024:

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to provisions of Sections 149, 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('Act') and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) Mr. Sandeep Madhusudan Joshi (DIN: 00516409) be and is hereby appointed as an Independent Director of the Company for the second term of 5 (Five) consecutive years to hold office w.e.f. August 22, 2019 upto August 21, 2024 and in respect of whom the Company has received a notice, in writing, from a member under Section 160 of the Act, proposing his candidature for the office of Independent Director, subject to the requisite approval of the Shareholders and not liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Bipin N. Shah, Managing Director, (DIN: 00083244), Mr. Bharat N. Shah (DIN: 00083354), Mr. Lalitkumar P. Shah, (DIN: 00396345) Directors or the Company Secretary of the Company be and is hereby severally authorized to take all such necessary steps and actions and authorized to do all the necessary formalities and to sign and submit the necessary papers and forms with required authorities including E-Form with Registrar of Companies to give effect to this resolution.





ANUH PHARMA LTD.

CIN: L24230MH1960PLC011586

Registered Office: 3-A, Shivsagar Estate, North Wing, Dr. Annie Besant Road, Worli, Mumbai - 400018
Phone: +91 22 66227575; **Fax:** +91 22 66227600; **Email:** anuh@sk1932.com; **Website:** www.anuhpharma.com

NOTES:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business as proposed above to be transacted at the 59th AGM is annexed hereto.
2. Relevant documents referred to in this Addendum to Notice of 59th AGM are open for inspection by the Members at the Registered Office of the Company on all working days between 10.00 A.M. and 12.00 Noon up to the date of the 59th AGM.
3. This Addendum to the Notice of 59th AGM is available along with Notice of 59th AGM on the website of the Company. The revised Proxy Form including the resolution proposed hereinabove as item No. 9 is available on the website of the Company. The Members desirous of receiving the hard copy of the revised proxy Form, are requested to write to the Company Secretary.
4. All the processes, notes and instructions relating to e-voting set out for and applicable to the ensuing 59th AGM shall *mutatis-mutandis* apply to the e-voting for the Resolution proposed in this Addendum to the Notice of 59th AGM. Furthermore, Scrutinizers appointed for the ensuing 59th AGM will act as Scrutinizers for the Resolution proposed in this Addendum to the Notice of 59th AGM.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 9

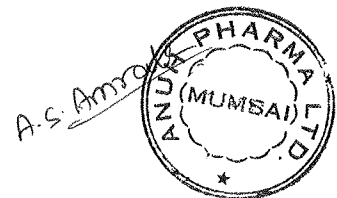
Mr. Sandeep Madhusudan Joshi (DIN: 00516409) aged 58 years, is a graduate in Chemistry from Bombay University and completed his M.B.A Degree from Pune, Symbiosis Institute of Business Management, currently holds position of Managing Director in Eurogen Pharma Pte. Ltd. in Singapore. He joined Lupin Laboratories Limited after training stints in Denmark (Cheminova Als) & Sweden (Supra AB).

He has more than 25 years of experience in export marketing and business development with companies in India and abroad and has built an excellent relation with major pharmaceutical companies internationally.

Mr. Sandeep Joshi has strong background of out-sourcing and business development in Life Science Industry.

He worked for some reputed Companies such as Lupin (India), Medochemie (Cyprus), Pliva (Croatia), the Nordic Group, Invent Pharma, among others.

The Nomination & Remuneration Committee (NRC) on August 07, 2019 had assessed the profile of Mr. Sandeep Madhusudan Joshi and having found him to be 'fit and proper' in terms Section 149 of the Companies Act, 2013 and recommended his candidature to the Board of Directors. The Board of Directors had on the basis recommendation of NRC, on August 07, 2019, recommended his appointment as an Independent Director of the Company for the second term of 5 (Five) consecutive years to hold office w.e.f. August 22, 2019 upto August 21, 2024 for the approval of the Shareholders at the 59th AGM.





ANUH PHARMA LTD.

CIN: L24230MH1960PLC011586

Registered Office: 3-A, Shivsagar Estate, North Wing, Dr. Annie Besant Road, Worli, Mumbai - 400018
Phone: +91 22 66227575; **Fax:** +91 22 66227600; **Email:** anuh@sk1932.com; **Website:** www.anuhpharma.com

In terms of Section 160 of the Companies Act, 2013, the Company has received a Notice in writing from a Member of the Company signifying his intention to propose the candidature of Mr. Sandeep Madhusudan Joshi for the Office Independent Director of the Company. Mr. Sandeep Madhusudan Joshi has furnished consent / declarations for his appointment as required under Companies Act, 2013 and the Rules thereunder.

In terms of Sections 149, 152 read with Schedule IV of the Companies Act, 2013, the Board of Directors have reviewed the declarations made by Mr. Sandeep M. Joshi that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and under Regulation 16 (1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") and the Board is of opinion that he fulfills the criteria of independence. In the opinion of the Board, Mr. Sandeep M. Joshi is a person of integrity and has the necessary knowledge, experience and expertise for being appointed as an Independent Director. Considering his vast expertise and knowledge in the field of Pharmaceutical Industry, and his strategic leadership and marketing acumen, it would be in the interest of the Company that Mr. Joshi is appointed as an Independent Director on the Board of the Company.

Your Directors, therefore, recommends the appointment of Mr. Sandeep M. Joshi (DIN - 00516409) as an Independent Director of the Company, not liable to retire by rotation, as set forth in this Addendum to the Notice of 59th AGM.

Save and except Mr. Sandeep M. Joshi and his relatives, none of the other Directors, Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the above Resolution.

The Board accordingly recommends the Special Resolution set out at Item No. 9 of the accompanying Addendum to the Notice of 59th AGM for approval of the Members.

For and on behalf of the Board of Directors



A. S. Ambrale
Ashwini Ambrale
Company Secretary
(M. No.: A32456)

Registered Office:

CIN: L24230MH1960PLC011586
3-A, Shiv Sagar Estate, North Wing,
Dr. Annie Besant Road, Worli, Mumbai - 400 018
Tel: +91-22 6622 7575; Fax: +91-22 6622 7600
Email: anuh@sk1932.com; Web: www.anuhpharma.com;

Place : Mumbai
Date : August 07, 2019



ANUH PHARMA LTD.

CIN: L24230MH1960PLC011586

Registered Office: 3-A, Shivsagar Estate, North Wing, Dr. Annie Besant Road, Worli, Mumbai - 400018
Phone: +91 22 66227575; Fax: +91 22 66227600; Email: anuh@sk1932.com; Website: www.anuhpharma.com

Details of Directors seeking variation in remuneration/appointment/re-appointment at the forthcoming Fifty Ninth Annual General Meeting {in pursuance of Regulation 36 (3) of the Listing Regulations, 2015 and Secretarial Standard - 2}.

I. Mr. Sandeep Madhusudan Joshi

Name of the Director	Mr. Sandeep Madhusudan Joshi
Designation	Independent Director
Director Identification Number	00516409
Date of Birth / (Age)	01/01/1961 (58 Years)
Nationality	Indian
Date of first appointment on the Board	09/11/2012
Qualifications	A graduate in Chemistry from Bombay University and completed his M.B.A Degree from Poona, Symbiosis Institute of Business Management
Expertise in functional area	25 years of experience in export marketing and business development with companies in India and abroad and has built an excellent relation with major pharmaceutical companies internationally
Number of Equity Shares held in the Company	NIL
Directorships and Committee Membership of other Board as on 31.03.2019#	6 Directorships in Private Ltd. Companies
Number of Board Meetings attended during the year	3
Relationship with other Directors, Manager and KMP	NIL
Remuneration Last Drawn	₹ 60,000/-

