

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

To,
The Members,
Anuh Pharma Limited.

NOTICE is hereby given to the shareholders of Anuh Pharma Limited (the “Company”) pursuant to the provisions of Sections 108 and 110 of the Companies Act 2013, (the “Act”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the “Listing Regulations”), Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India (SS-2) read with General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 03/2022 dated 5th May, 2022, General Circular No. 11/2022 dated 28th December, 2022 and General Circular No. 09/2023 dated 25th September, 2023 (collectively referred to as ‘MCA Circulars’) and all other applicable provisions framed under the Act, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and other applicable provisions, if any, that the Company is seeking consent of the Members of the Company by means of Postal Ballot, to the resolution appended below, proposed to be passed through Postal ballot by voting through electronic means only (remote e-voting).

As permitted under the MCA Circulars, the Notice of Postal Ballot is being sent in electronic form only to those members whose e-mail addresses are registered with the Company/Depositories.

If your e-mail address is not registered with the Company / Depositories, please follow the process provided in the Notes of the Notice to receive this Postal Ballot Notice and login ID and password for remote e-voting. The communications of the assent or dissent of the Members would only take place through the remote-e-voting system only. In compliance with the requirements of the MCA Circulars, the hard copy of the Postal Ballot Notice along with the Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot.

The proposed resolution and the explanatory statement pertaining to the resolution in terms of the provisions of Section 102 of the Act, as appended hereto, forms part of this Postal Ballot Notice.

The Company has appointed Mr. Sanjay Doshi, Practising Company Secretary (Membership No. FCS 4171, CP 7595), as Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair & transparent manner.

In compliance with the provisions of Section 108 and Section 110 of the Act read with Rule 20 and 22 of the Rules, Regulation 44 of the Listing Regulations, and SS-2, the Company is pleased to provide e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to e-voting is mentioned in this Notice. The

Company has engaged the services of National Securities Depository Limited (“NSDL”) for facilitating e-voting.

Voting through remote e-voting commences from Saturday, 11th November, 2023 at 9:00 a.m. and ends on Sunday, 10th December, 2023 at 5:00 p.m. The e-voting module shall be disabled by NSDL for voting after Sunday, 10th December, 2023 (05:00 p.m., IST). The Scrutinizer’s decision on the validity of votes shall be final.

The Scrutinizer will submit the Report to the Chairman or the Managing Director or the Company Secretary of the Company upon completion of the scrutiny of the votes cast through remote e-voting. The result of the Postal Ballot shall be declared on or before Tuesday, 12th December, 2023, at the Registered Office of the Company before the close of working hours. The proposed resolution as set out herein below, shall be deemed to be passed on the last day of the Postal Ballot voting period i.e., Sunday, 10th December, 2023, as if the same have been passed at a General Meeting of the members convened in that behalf.

The results along with the Scrutinizer’s Report will be posted on the Company’s website, viz. www.anuhpharma.com and also on the website of NSDL, viz., www.evoting.nsdl.com in addition to being communicated to the BSE Limited at www.bseindia.com where the Company’s shares are listed.

Item of businesses requiring consents of shareholders through Postal Ballot / e-voting:

1. To continue the Directorship of Mr. Bipin N. Shah, (DIN: 00083244) as a Non-Executive Director of the Company

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

“RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013 and rules made thereunder including any statutory modification(s) or re-enactment thereof, Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval of the members be and hereby accorded to Mr. Bipin N. Shah (DIN: 00083244), Non Executive Director of the Company, who will be attaining the age of 75 years to continue as a Director of the Company on and after March 07, 2024 till the expiry of his term.

“RESOLVED FURTHER THAT Mr. Bipin Shah, Vice Chairman (DIN: 00083244), Mr. Ritesh B. Shah (DIN: 02496729), Mr. Vivek Shah (DIN: 02878724), Joint Managing Directors, Mr. Bharat Shah (DIN: 00083354), Mr. Ketan Shah (DIN: 00083326) Directors and the Company Secretary of the Company be and are 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.”

2. Re-Appointment of Dr. Mita C. Dixit as an Independent Director of the Company for a further term of 5 years.

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

“RESOLVED THAT pursuant to Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with Schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), Dr. Mita C. Dixit (DIN 08198165), Independent Director, whose period of office expires on 31st March, 2024, who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment for the next term of five consecutive years under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 be and is hereby reappointed as an Independent Director of the Company, not subject to retirement by rotation, for a term of 5 (Five) consecutive years effective from 1st April, 2024 to 31st March, 2029.

RESOLVED FURTHER THAT Mr. Bipin Shah, Vice Chairman (DIN: 00083244), Mr. Ritesh B. Shah (DIN: 02496729), Mr. Vivek Shah (DIN: 02878724), Joint Managing Directors, Mr. Bharat Shah (DIN: 00083354), Mr. Ketan Shah (DIN: 00083326) Directors and the Company Secretary of the Company be and are 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.”

3. Re-Appointment of Mr. Harmanbhai Tulsibhai Patel as an Independent Director of the Company for a further term of 5 years.

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

“RESOLVED THAT pursuant to Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with Schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), Mr. Harmanbhai Tulsibhai Patel (DIN 07342390), Independent Director, whose period of office expires on 21st May, 2024, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment for the next term of five consecutive years under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 be and is hereby reappointed as an Independent Director of the Company, not subject to retirement by rotation, for a term of 5 (Five) consecutive years effective from 22nd May, 2024 to 21st May, 2029.

RESOLVED FURTHER THAT Mr. Bipin Shah, Vice Chairman (DIN: 00083244), Mr. Ritesh B. Shah (DIN: 02496729), Mr. Vivek Shah (DIN: 02878724), Joint Managing Directors, Mr. Bharat Shah (DIN: 00083354), Mr. Ketan Shah (DIN: 00083326) Directors and the Company Secretary of the Company be and are 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.”

4. Appointment of Mr. Pradeep Thakur (DIN: 00685992) as an Independent Director of the Company.

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as **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), recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Mr. Pradeep Thakur (DIN: 00685992), who was appointed as a Director in the capacity of an Independent Director with effect from 1st April, 2024, in respect of whom the Company has received a notice in writing for the office of a Director under section 160 of the Act, be and is hereby appointed as a Independent Director of the Company, for 5 (Five) consecutive years to hold office from April 1st, 2024 to March 31st, 2029 whose period of office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Bipin Shah, Vice Chairman (DIN: 00083244), Mr. Ritesh B. Shah (DIN: 02496729), Mr. Vivek Shah (DIN: 02878724), Joint Managing Directors, Mr. Bharat Shah (DIN: 00083354), Mr. Ketan Shah (DIN: 00083326) Directors and the Company Secretary of the Company be and are 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.”

5. Appointment of Mr. Siddharth Shah (DIN: 00004958) as an Independent Director of the Company.

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as **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), recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Mr. Siddharth Shah (DIN: 00004958), who was appointed as a Director in the capacity of an Independent Director with effect from 1st April, 2024, in respect of whom the Company has received a notice in writing for the office of a Director under section 160 of the Act, be and is hereby appointed as a Independent Director of the Company, for 5 (Five) consecutive years to hold office from April 1st, 2024 to March 31st, 2029 whose period of office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Bipin Shah, Vice Chairman (DIN: 00083244), Mr. Ritesh B. Shah (DIN: 02496729), Mr. Vivek Shah (DIN: 02878724), Joint Managing Directors, Mr. Bharat Shah (DIN: 00083354), Mr. Ketan Shah (DIN: 00083326) Directors and the Company Secretary of the Company be and are 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.”

6. Contracts with Related Parties

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

“**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 (“the Act”) and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”) (Including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded to the Audit Committee and the Board of Directors to authorize the management of the Company to enter into agreement(s) and/or transaction(s), as may be appropriate, with the following Related Parties as defined under Section 2(76) of the Act and Clause 23 of the LODR Regulation, 2015 for sale, purchase or supply of any goods or materials or other obligations, if any, on such terms and conditions as may be mutually agreed upon between the the Related Party, for the amount in aggregate not exceeding as mentioned against the name of the Related Party during the period mentioned against the name of the Related Party:

Sr. No.	Related Parties with whom Transactions are Estimated	Nature of the Transaction	Approval sought for transactions from 10 th December, 2023 to 31st March 2028	Relationship
1.	S. Kant Healthcare Ltd.	sale, purchase or supply of any goods or materials	Rs. 100 (Hundred) Crores per annum	Common Directorship

RESOLVED FURTHER THAT Mr. Bipin Shah, Vice Chairman (DIN: 00083244), Mr. Ritesh B. Shah (DIN: 02496729), Mr. Vivek Shah (DIN: 02878724), Joint Managing Directors, Mr. Bharat Shah (DIN: 00083354), Mr. Ketan Shah (DIN: 00083326) Directors and the Company Secretary of the Company be and are 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.”

For and on behalf of the Board of Directors

Sd/-

Hemant Auti

Company Secretary & Compliance Officer

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 : November 10, 2023

Notes:

1. The Explanatory Statement pursuant to section 102 read with section 110 of the Companies Act, 2013 (the 'Act') setting out material facts and reasons in respect of the resolution as set out above, is annexed hereto and forms part of this Notice.
2. In compliance with the provisions of Sections 108 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer remote e-voting facility to all members of the Company.
3. In compliance with the MCA Circulars, Postal Ballot Notice is being sent only electronically by email to the members who have registered their e-mail addresses with the Depository or with the Company or Registrar and Share Transfer Agent and whose names appear in the Register of Members / List of beneficial owners as received from Depositories as on Friday, 3rd November 2023 (the "cut-off date"). Members whose names appear on the Register of Members / List of Beneficial Owners as on the Cut- Off Date will only be considered eligible for the purpose of e-voting. A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes only.
4. Voting rights of the members shall be in proportion to the equity shares held in the paid-up equity share capital of the Company as on the Cut-Off Date.
5. The Postal Ballot period for remote e-voting commences on Saturday, 11th November, 2023 at 9:00 a.m., IST and ends on Sunday, 10th December, 2023 at 5.00 p.m., IST.
6. Resolution passed by Members with requisite majority through remote e-voting shall be deemed to be passed on Sunday, 10th December, 2023 i.e., the last date specified for receipt of votes through remote e-voting as if they have been passed at a General Meeting of the Members.
7. In compliance with the provisions of Sections 108 and 110 of the Act and the Rules made thereunder, Regulation 44 of the Listing Regulations and MCA Circulars, the Company has provided the facility to Members to exercise their votes electronically through the remote e-voting. The Company has engaged the services of NSDL to provide remote e-voting facility to its Members. The instructions for remote evoting are annexed to this Notice.
8. Members may please note that the Postal Ballot Notice will also be available on the Company's website at anuh@sk1932.com, website of the Stock Exchanges i.e., BSE Limited (BSE) at www.bseindia.com and on the website of National Securities and Depository Limited at www.evoting.nsdl.com respectively.

9. All the material documents, if any, referred to in the statement setting out material facts annexed thereto will be available for inspection at the Registered Office of the Company during office hours on working days and also available electronically from the date of dispatch until the last date for receipt of votes through remote e-voting. Members seeking to inspect the same can send an email from their registered email to the Company at aplcs@sk1932com.
10. Shareholders are requested to register their e-mail address with Bigshare Services Pvt Ltd, by clicking the link: <https://www.bigshareonline.com/> and follow the registration process as guided therein. Shareholders are requested to provide details such as Name, Folio number, Certificate number, PAN, mobile number, e-mail ID, and also upload the image of share certificate and a duly signed request letter (upto 1 MB) in PDF or JPEG format.

Alternatively, Members may send a request to the RTA of the Company, Bigshare Share Services Pvt Ltd. at registering email ID: investor@bigshareonline.com. A request letter providing name of the Member, Folio No., mobile no., and email address to be registered/updated and signed by Member (first holder, in case of jointly held) and self-attested scanned copy of PAN.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:




Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “ Beneficial Owner ” icon under “ Login ” which is available under ‘ IDeAS ’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be

	<p>re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <ol style="list-style-type: none"> 2. If you are 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 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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 Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided

	<p>by company. On clicking the evoting 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. Additionally, there is 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> <ol style="list-style-type: none"> 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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. NSDL and CDSL.

Login type	Helpdesk details
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

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 22 55 33

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to 'sanjay@sdaadvisors.com' with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre – NSDL at evoting@nsdl.co.in.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 aplcs@sk1932.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to aplcs@sk1932.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**By Order of the Board
For Anuh Pharma Limited,**

**Sd/-
Hemant Auti
Company Secretary & Compliance
Officer**

Registered Office:
A 3 Shiv Sagar Estatedr Annie Besant Road
Mumbai-400018
CIN: L24230MH1960PLC011586
Tel.: 022-66227575
Fax: 022-66227600
E-mail: anuh@sk1932.com

**Place : Mumbai
Date : November 10, 2023**

Explanatory Statement under Section 102 of the Companies Act, 2013

Item No. 1) To continue the directorship of Mr. Bipin N. Shah, (DIN: 00083244) as a Non-Executive Director of the Company

The SEBI has vide its Notification No. SEBI/LAD-NRO/GN/2018/10 dated May 9, 2018 amended Listing Regulations and notified SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 (Amended Listing Regulations 2018). Pursuant to prospective sub-regulation 1A of Regulation 17 of Amended Listing Regulations 2018, to be effective from April 01, 2019, no listed Company shall appoint or continue the Directorship of any person as a Non-Executive Director who has attained the age of 75 years, unless a Special Resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the Notice for such appointment / continuation of office.

Brief Profile:

Mr. Bipin Shah is a Chemical Engineer by qualification. He is the vice Chairman of Anuh Pharma Ltd., a leading bulk drug manufacturing company and is also Director / Partner in other SK Group of Companies / Firms, who are in the pharmaceutical industry since last 90 years and he is responsible for distribution, C & F and Mother Depot operations of the group. He has a vast experience of nearly 50 years in the pharmaceutical field and is widely travelled. His specific area of interest has been marketing and management.

He is currently the President of Thane Belapur Industries Association and he is a Managing Committee Member of Indian Merchant Chambers, Mumbai.

The Board considers that the continued association of Mr. Bipin N. Shah, aged 74 years, would be of immense benefit to the Company and is desirable to continue to avail the services of Mr. Bipin N. Shah as a Director. Mr. Bipin N. Shah has a rich experience of about 5 decades in the Pharma Industry and is involved with the SK Group's various business activities like Pharmaceutical formulation / API manufacturing, exports, R&D etc. Accordingly, pursuant to the Amended Listing Regulations 2018, the Board recommends the resolution in relation to continue the Directorship of Mr. Bipin N. Shah, for the approval by members of the Company.

No director, key managerial personnel or their relatives except Mr. Bipin N. Shah, Vice Chairman, Mr. Bharat N. Shah, Director, Ritesh B. Shah, Joint Managing Director and Mr. Vivek Shah, Joint Managing Director to whom the resolution relates is interested in or concerned with the resolution.

The Board accordingly recommends the Special Resolution set out at Item No. 1 of the accompanying Notice for approval of the Members.

Item No. 2) Re-Appointment of Dr. Mita C. Dixit as an Independent Director of the Company for a further term of 5 years.

The Board of Directors of the Company appointed Dr. (Ms.) Mita C. Dixit as an Additional Director w.e.f. 8th February, 2019 and she has been appointed as an Independent Non-Executive Woman Director by the shareholders by Postal Ballot on 12th April, 2019 for the first term of 5 (Five) consecutive years from 1st April, 2019 to 31st March, 2024.

Pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules framed thereunder, read with Schedule IV to the Act. The First term of Dr. (Ms.) Mita C. Dixit as an “Independent Director” shall, thus, expire on March 31, 2024.

The Nomination and Remuneration Committee of the Board of Directors has recommended the re-appointment of Dr. (Ms.) Mita C. Dixit as an “Independent Director” of the Company, since she possesses the requisite qualifications and attributes for re-appointment. The Members are, therefore, requested to grant their approval by way of a Special Resolution for the re-appointment of Dr. (Ms.) Mita C. Dixit as an “Independent Director” of the Company to hold office for a further term of 5 (five) years, from April 01, 2024 to March 31, 2029, not liable to retire by rotation.

Brief Profile:

Dr Mita Dixit is a Director and Family Business Advisor of Equations Advisors Private Limited. She specializes in guiding and helping family-owned enterprises on family, business, and ownership strategies, business growth, conflict management, and succession planning.

Mita advises any privately-held, promoter-driven companies, and multi-generational families on developing a culture of family governance, aligning business and family goals, building long-term ownership strategies, and leadership transition. She mentors next-generation scions and women entrepreneurs to enhance their business acumen and leadership skills. She is on the Boards of public listed companies and their various committees.

Dr. Mita is a Ph.D. in Family Business Management from BITS Pilani University and a Certified Family Business Advisor from FFI, USA. She is a Masters in Marketing Management with a Chemical Engineering background. She is an active member of the Institute of Management Consultants of India and the Institute of Directors.

No director, key managerial personnel or their relatives except Dr. Mita C. Dixit to whom the resolution relates is interested in or concerned with the resolution.

The Board accordingly recommends the Special Resolution set out at Item No. 2 of the accompanying Notice for approval of the Members.

Item No. 3) Re-Appointment of Mr. Harmanbhai Tulsibhai Patel as an Independent Director of the Company for a further term of 5 years.

The Board of Directors of the Company appointed Mr. Harmanbhai Tulsibhai Patel as an Additional Director w.e.f. May 22, 2019 and he has been appointed as an Independent Non-Executive Director by the shareholders in the 59th Annual General Meeting held on August 22, 2019 for the first term of 5 (Five) consecutive years from May 22, 2019 to May 21, 2024.

Pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules framed thereunder, read with Schedule IV to the Act. The First term of Mr. Harmanbhai Tulsibhai Patel as an “Independent Director” shall, thus, expire on May 21, 2024.

The Nomination and Remuneration Committee of the Board of Directors has recommended the re-appointment of Mr. Harmanbhai Tulsibhai Patel as an “Independent Director” of the Company, since he possesses the requisite qualifications and attributes for re-appointment. The Members are, therefore, requested to grant their approval by way of a Special Resolution for the re-appointment of Mr. Harmanbhai Tulsibhai Patel as an “Independent Director” of the Company to hold office for a further term of 5 (five) years, from May 22, 2024 to May 21, 2029, not liable to retire by rotation.

Brief Profile:

Mr. Harmanbhai Tulsibhai Patel, aged 70 years, is B Sc., ANSI (Sugar Technology), MBA by qualification. His DIN is 07342390. He has over 4 decades of varied experience, mainly in the pharmaceutical industry. He served as President API Business – Zydus Cadila in his last job. Before that he worked in Alembic Limited for 25 long years. He has discharged responsibilities in senior positions in reputed business groups with international operations. He is also a Director of Lewens Labs Private Limited Bharuch and Commercial Cooperative Bank Limited Vadodara.

He is on the Board of Management of Charusat University, Changa, Dist. Anand. He is a President and Managing Trustee of Yuvalay Charitable Trust, Vadodara and involved in many other social activities. Mr. Harmanbhai Tulsibhai Patel satisfies the criteria for independence as specified in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

No director, key managerial personnel or their relatives except Mr. Harmanbhai Tulsibhai Patel to whom the resolution relates is interested in or concerned with the resolution

The Board accordingly recommends the Special Resolution set out at Item No. 3 of the accompanying Notice for approval of the Members.

Item No. 4) Appointment of Mr. Pradeep Thakur (DIN: 00685992) as an Independent Director of the Company.

Mr. Pradeep Thakur (DIN: 00685992) who was appointed as an Director in the capacity of an Independent Director with effect from 1st April, 2024 by the Board of Directors (the ‘Board’) pursuant to provisions of Sections 149 and 152 of the Act. Mr. Pradeep Thakur, aged 54 years, is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director and a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and the Rules made there under.

Brief Profile:

Mr. Pradeep Thakur is a Post Graduate in Chemistry from Mumbai University and has Diploma in Export Management. He has studied “Masters in Administrative Management” at Jamnalal Bajaj Institute of Management studies, Mumbai. He has more than 30 years of working experience in Chemical and Pharmaceutical Industry in various functions like Process Development, Quality control, Quality Assurance, Business Development and General Administration. He has in the past worked with Bayer India, Anamed Instruments, Cipla Ltd,

Dr. Reddy's Labs, Schweizerhall India and Aceto Pharma India Private Limited in various positions. His last assignment was with Aceto Pharma India Pvt. Limited as a Managing Director.

No director, key managerial personnel or their relatives except Mr. Pradeep Thakur to whom the resolution relates is interested in or concerned with the resolution

The Board accordingly recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members.

Item No. 5) Appointment of Mr. Siddharth Shah (DIN: 00004958) as an Independent Director of the Company.

Mr. Siddharth Shah (DIN: 00004958) who was appointed as an Director in the capacity of an Independent Director with effect from 1st April, 2024 by the Board of Directors (the 'Board') pursuant to provisions of Sections 149 and 152 of the Act. Mr. Siddharth Shah, aged 54 years, is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director and a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and the Rules made there under.

Brief Profile:

Mr. Siddharth Shah holds a degree in Civil Engineering, Master in Business Administration and a Diploma in Securities Law. He has been on the Board of Directors of various Market Infrastructure Companies such as Bombay Stock Exchange (BSE), Central Depositories Services Ltd. (CDSL) and BOI Shareholding Ltd (a JV between BSE and Bank of India).

He has a vast experience of nearly 33 years in the financial markets and numerous technology based platforms. He was instrumental in many landmark projects like Online Trading platform of BSE, Demutualization and Corporatization of BSE, Listing of BSE, among others.

He held the leadership role as Chairman of BSE Brokers Forum (an Industry body of more than 1,000 brokers).

He is currently the CEO of his 3rd generation family run brokerage house dealing in various investment verticals.

No director, key managerial personnel or their relatives except Mr. Siddharth Shah and J. G. Shah to whom the resolution relates is interested in or concerned with the resolution

The Board accordingly recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for approval of the Members.

Item No. 6) Contracts with Related Parties

The provisions of the recently amended Regulation 23 of the Listing Regulations, stipulate that a transaction with a related party shall be considered material, if the transaction(s) entered into/to be entered into individually or taken together with the previous transactions during a

financial year, exceeds ₹ 1,000 crore or 10% of annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower, and will require prior approval of Members by means of an ordinary resolution. The said limits are applicable, even if the transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

No director, key managerial personnel or their relatives except Mr. Bipin N. Shah, Vice Chairman, Mr. Bharat N. Shah, Director, Ritesh B. Shah, Joint Managing Director, Mr. Vivek Shah, Joint Managing Director Mr. Samir J. Shah, Director, and Mr. Gaurav S. Shah Director to whom the resolution relates is interested in or concerned with the resolution.

The Board accordingly recommends the Ordinary Resolution set out at Item No. 6 of the accompanying Notice for approval of the Members.