

Notice

Notice is hereby given that the Nineteenth (19th) Annual General Meeting (the "AGM"/ "Meeting") of the Members of Anupam Rasayan India Limited (the "Company") will be held on September 15, 2022, Thursday at 4:30 p.m. (IST) through Video Conferencing ("VC") facility /Other Audio Visual Means ("OAVM"), to transact the following businesses: -

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements for the financial year ended March 31, 2022, and the Audited Consolidated Financial Statements for the financial year ended March 31, 2022, the Auditors' Report thereon and the Board of Directors' Report of the Company for the financial year 2021-22 and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions:**

(a) **"RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

(b) **"RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To declare a final dividend on Equity Shares for the financial year ended March 31, 2022, and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT a final dividend of ₹ 1/- @ 10% per Equity Share of face value of ₹ 10/- each fully paid-up of the Company as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2022, and the same be paid out of the profits of the Company for the financial year ended March 31, 2022."

3. To appoint Dr Kiran C Patel (DIN: 08051053), who retires by rotation as a Director and being eligible, offers himself for re-appointment as a Director and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Dr Kiran C Patel (DIN: 08051053), who retires by rotation at this meeting and is eligible for re-appointment be and is hereby appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

4. To ratify the remuneration payable to the Cost Auditors for cost audit for the period from April 01, 2022 to March 31, 2023 and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT in accordance with the provisions of Section 148 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the Act, read with the Companies (Audit and Auditors) Rules, 2014, and other applicable rules (each as amended from time to time), the remuneration of ₹ 2,00,000/- (Rupees two lakhs) per annum plus GST and re-imbursalment of out-of-pocket expenses for the financial year ending March 31, 2023, as recommended by the Audit Committee and approved by the Board of Directors of the Company, to be paid to Bhanwarlal Gurjar & Co, Cost Auditors (Firm No. 101540) appointed by the Board of Directors, to conduct the audit of cost records of the Company for the financial year ending March 31, 2023, be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board of Directors of the Company are hereby authorized to do all the acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. To amend Article 10 of the Articles of Association of the Company and in this regard, 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 5, 14 and other applicable provisions,

if any, of the Companies Act, 2013, read with the Companies (Incorporation) Rules 2014, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, each as amended from time to time) and other applicable laws, consent of the Members of the Company be and is hereby accorded to amend the existing Article 10 of the Articles of Association of the Company with the revised Article 10 read as under:

"Where at any time, it is proposed to increase its subscribed Share Capital by the issuance/ allotment of further Shares either out of the unissued Share Capital or increased Share Capital then, such further Shares may be offered to:

- (i) Persons who, on the date specified under Law, are holders of equity Shares of the Company, in proportion, as nearly as circumstances admit, to the capital paid up on those Shares by sending a letter of offer subject to the following conditions: (a) the offer shall be made by notice specifying the number of Shares offered and limiting a time not being less than 15 (fifteen) days and not exceeding 30 (thirty) days from the date of the offer within which the offer, if not accepted, will be deemed to have been declined; (b) the offer aforesaid shall be deemed to include a right exercisable by the Person concerned to renounce the Shares offered to him or any of them in favour of any other Person and the notice referred to in (a) shall contain a statement of this right, provided that the Board may decline, without assigning any reason therefore, to allot any Shares to any Person in whose favour any Member may renounce the Shares offered to him; and (c) after expiry of the time specified in the notice aforesaid, or on receipt of earlier intimation from the Person to whom such notice is given that he declines to accept the Shares offered, the Board may dispose of them in such manner which is not disadvantageous to the Members and the Company;

Nothing in sub-Article (i)(b) above shall be deemed to extend the time within which the offer should be accepted; or to authorize any Person to exercise the right of renunciation for a second time on the ground that the Person in whose favour the renunciation was first made has declined to take the Shares comprised in the renunciation.

- (ii) employees under a scheme of employees' stock option, subject to Special Resolution

passed by the Company and subject to such conditions as may be prescribed under the Act and other applicable Laws; or

- (iii) any Persons, whether or not those Persons include the Persons referred to in (i) or (ii) above, either for cash or for a consideration other than cash, subject to compliance with the applicable provisions of Chapter III of the Act and any other conditions as may be prescribed, if a Special Resolution to this effect is passed by the Company in a General Meeting.
- (iv) The notice referred to in Article 10(i)(a) above shall be dispatched through registered post or speed post or through electronic mode or courier or any other mode having proof of delivery to all the existing shareholders at least three days before the opening of the issue."

RESOLVED FURTHER THAT any of the directors of the Company, be and are hereby severally authorized to file necessary forms with the Registrar of Companies, Ahmedabad and do all such acts, deeds, matters and things as may be required to be done to give effect to the above resolution."

6. To consider re-appointment of Mr Vinesh Prabhakar Sadekar (DIN: 00046815) as an Independent Director for a second and final term of 2 years effective from November 09, 2022, till November 08, 2024, and in this regard, 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 149, 152 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder read with Schedule IV to the Companies Act, 2013 ("Act") (each as amended), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company ("Board"), Mr Vinesh Prabhakar Sadekar (DIN: 00046815) who was appointed as an Independent Director of the Company for a term of 2 years up to November 08, 2022, by the Members of the Company and in respect of whom the Company has received a notice in writing from the Director under Section 160 of the Act, proposing his candidature for the office of a Director of the Company, be and is hereby

re-appointed as an Independent Director of the Company, for a second and final term of 2 (two) years effective immediately after expiry of his current term on November 08, 2022, i.e. from November 09, 2022, till November 08, 2024, who shall not be liable to retire by rotation and that Mr Vinesh Prabhakar Sadekar shall be entitled to receive sitting fees for attending the meetings of the Board or any committees thereof as detailed in the draft letter of appointment to be issued to Mr Vinesh Prabhakar Sadekar, and as may be determined by the Board from time to time.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149(9), 197, 198 read with Schedule V and all other applicable provisions, if any, of the Act, the underlying rules (each as amended from time to time) and the Articles of Association of the Company, a sum not exceeding 1% of the net profits of the Company per annum ("Commission") (exclusive of applicable taxes, if any), computed in the manner prescribed therein, be determined and may be distributed as Commission to the Independent Director in such amounts or proportions and in such manner as may be directed by the Board (or any Committee thereof for the time being), and further that the Commission paid to each of the Non-Executive Directors of the Company pursuant to this resolution shall be in addition to the sitting fees and reimbursement of expenses, if any, for attending meetings of the Board or any Committee thereof, which each such Non-Executive Director may be entitled to receive under the Articles of Association of the Company. Provided that such Commission shall not exceed 1% of the net profits payable in aggregate amongst the directors of the Company (other than the Managing Director and the Whole-time Directors) to all the Non-Executive Directors.

RESOLVED FURTHER THAT the Board is hereby authorised to delegate all or any powers conferred herein, to any committee of directors, with power to further delegate to any executives/officers of the Company to do all such acts, deeds, matters and things and also to execute such documents, writings, etc., as may be necessary in this regard."

7. To consider re-appointment of Mr Hetul Krishnakant Mehta (DIN: 01650314) as an Independent Director for a second and final term of 2 years effective from November 09, 2022, till November 08, 2024, and in this regard, 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 149, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and rules made thereunder read with Schedule IV of the Act (each as amended), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company ("Board"), Mr Hetul Krishnakant Mehta (DIN: 01650314) who was appointed as an Independent Director of the Company for a term of 2 years up to November 08, 2022, by the Members of the Company and in respect of whom the Company has received a notice in writing from the Director under Section 160 of the Act, proposing his candidature for the office of a Director of the Company, be and is hereby re-appointed as an Independent Director of the Company, for a second and final term of 2 (two) years effective immediately after expiry of his current term on November 08, 2022, i.e. from November 09, 2022, till November 08, 2024, who shall not be liable to retire by rotation and that Mr Hetul Krishnakant Mehta shall be entitled to receive sitting fees for attending the meetings of the Board or any committees thereof as detailed in the draft letter of appointment to be issued to Mr Hetul Krishnakant Mehta, and as may be determined by the Board from time to time.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149(9), 197, 198 and all other applicable provisions, if any, of the Act, the underlying rules (each as amended from time to time) and the Articles of Association of the Company, a sum not exceeding 1% of the net profits of the Company per annum ("Commission") (exclusive of applicable taxes, if any), computed in the manner prescribed therein of the profits for 2 years commencing from November 09, 2022, be determined and may be distributed as Commission to the Independent Director of the Company in such amounts or proportions and in such manner as may be directed by the Board (or any Committee thereof for the time being), and further that the Commission paid to each of the Non-Executive Directors of the Company pursuant to this resolution shall be in addition to the sitting fees and reimbursement of expenses, if any, for attending meetings of the Board or any Committee thereof, which each such Non-Executive Director may be entitled

to receive under the Articles of Association of the Company. Provided that such Commission shall not exceed 1% of the net profits payable in aggregate amongst the directors of the Company (other than the Managing Director and the Whole-time Directors) to all the Non-Executive Directors.

RESOLVED FURTHER THAT the Board is hereby authorised to delegate all or any powers conferred herein, to any committee of directors, with power to further delegate to any executives/officers of the Company to do all such acts, deeds, matters and things and also to execute such documents, writings, etc., as may be necessary in this regard."

8. To consider re-appointment of Mr Vijay Kumar Batra (DIN: 00038275) as an Independent Director for a second and final term of 2 years effective from November 09, 2022, till November 08, 2024, and in this regard, 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 149, 152 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder read with Schedule IV to the Companies Act, 2013 ("Act") (each as amended), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company ("Board"), Mr Vijay Kumar Batra (DIN: 00038275) who was appointed as an Independent Director of the Company for a term of 2 years up to November 08, 2022, by the Members of the Company and in respect of whom the Company has received a notice in writing from the Director under Section 160 of the Act, proposing his candidature for the office of a Director of the Company, be and is hereby re-appointed as an Independent Director of the Company, for a second and final term of 2 (two) years effective immediately after expiry of his current term on November 08, 2022, i.e. from November 09, 2022, till November 08, 2024, who shall not be liable to retire by rotation and that Mr Vijay Kumar Batra shall be entitled to receive sitting fees for attending the meetings of the Board or any committees thereof as detailed in the draft letter of appointment to be issued to Mr Vijay Kumar Batra, and as may be determined by the Board from time to time.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149(9), 197, 198 and all

other applicable provisions, if any, of the Act, the underlying rules (each as amended from time to time) and the Articles of Association of the Company, a sum not exceeding 1% of the net profits of the Company per annum ("Commission") (exclusive of applicable taxes, if any), computed in the manner prescribed therein of the profits for 2 years commencing from November 09, 2022, be determined and may be distributed as Commission to the Independent Director of the Company in such amounts or proportions and in such manner as may be directed by the Board (or any Committee thereof for the time being), and further that the Commission paid to each of the Non-Executive Directors of the Company pursuant to this Resolution shall be in addition to the sitting fees and reimbursement of expenses, if any, for attending meetings of the Board or any Committee thereof, which each such Non-Executive Director may be entitled to receive under the Articles of Association of the Company. Provided that such Commission shall not exceed 1% of the net profits payable in aggregate amongst the directors of the Company (other than the Managing Director and the Whole-time Directors) to all the Non-Executive Directors.

RESOLVED FURTHER THAT the Board is hereby authorised to delegate all or any powers conferred herein, to any committee of directors, with power to further delegate to any executives/officers of the Company to do all such acts, deeds, matters and things and also to execute such documents, writings, etc., as may be necessary in this regard."

9. To consider re-appointment of Dr Namrata Dharmendra Jariwala (DIN: 08974528) as an Independent Director for a second and final term of 2 years effective from December 04, 2022, till December 03, 2024, and in this regard, 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 149, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and rules made thereunder read with Schedule IV of the Act (each as amended), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company ("Board"), Dr Namrata Dharmendra Jariwala (DIN: 08974528) who was appointed as an Independent Director

NOTICE

of the Company for a term of 2 years up to December 03, 2022, by the Members of the Company and in respect of whom the Company has received a notice in writing from the Director under Section 160 of the Act, proposing her candidature for the office of a Director of the Company, be and is hereby re-appointed as an Independent Director of the Company, for a second and final term of 2 (two) years effective immediately after expiry of her current term on December 03, 2022, i.e. from December 04, 2022, till December 03, 2024, who shall not be liable to retire by rotation and that Dr Namrata Dharmendra Jariwala shall be entitled to receive sitting fees for attending the meetings of the Board or any committees thereof as detailed in the draft letter of appointment to be issued to Dr Namrata Dharmendra Jariwala, and as may be determined by the Board from time to time.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149(9), 197, 198 and all other applicable provisions, if any, of the Act, the underlying rules (each as amended from time to time) and the Articles of Association of the Company, a sum not exceeding 1% of the net profits of the Company per annum ("Commission") (exclusive of applicable taxes, if any), computed in the manner prescribed therein of the profits for 2 years commencing

from December 04, 2022, be determined and may be distributed as Commission to the Independent Director of the Company in such amounts or proportions and in such manner as may be directed by the Board (or any Committee thereof for the time being), and further that the Commission paid to each of the Non-Executive Directors of the Company pursuant to this Resolution shall be in addition to the sitting fees and reimbursement of expenses, if any, for attending meetings of the Board or any Committee thereof, which each such Non-Executive Director may be entitled to receive under the Articles of Association of the Company. Provided that such Commission shall not exceed 1% of the net profits payable in aggregate amongst the directors of the Company (other than the Managing Director and the Whole-time Directors) to all the Non-Executive Directors.

RESOLVED FURTHER THAT the Board is hereby authorised to delegate all or any powers conferred herein, to any committee of directors, with power to further delegate to any executives/officers of the Company to do all such acts, deeds, matters and things and also to execute such documents, writings, etc., as may be necessary in this regard."

By the Order of Board of Directors
For Anupam Rasayan India Limited

Date: August 13, 2022
Place: Surat

Registered Office:
Anupam Rasayan India Limited
Plot No. 8110,
GIDC Industrial Estate, Sachin,
Surat-394 230, Gujarat, India.

Suchi Agarwal
Company Secretary and Compliance Officer
ACS: 32822

Notes:

1. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 (as amended from time to time) (the "Act") setting out material facts concerning the businesses under Item Nos. 4 to 9 forming part of this Notice, is annexed hereto. Further, the relevant details with respect to Item no. 3 pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ("Listing Regulations") and Secretarial Standard on 'General Meetings' issued by the Institute of Company Secretaries of India, in respect of the Director retiring by rotation, seeking re-appointment at this Annual General Meeting is annexed.
2. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has, vide its Circular No. 02/2021 dated 13.01.2021 read together with Circular No. 14/2020 dated 08.04.2020, Circular No.17/2020 dated 13.04.2020, Circular No. 20/2020 dated 05.05.2020, Circular No. 21/2021 dated 14.12.2021 and Circular No. 2/2022 dated 05.05.2022 and all other relevant circulars issued from time to time (collectively referred to as "MCA Circulars") and Circular no. SEBI/ HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the SEBI permitted convening the AGM through Video Conference/ Other Audio Visual Means, without physical presence of the Members at a common venue.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the proxy form and attendance slip are not annexed to this Notice. Since the AGM will be held through VC/OAVM, the route map is not annexed in this Notice.
4. In accordance with the MCA Circulars, provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (each as amended) and Regulation 44 of the Listing Regulations, the Company is providing facility of remote e-voting to its members ("Members") in respect of the businesses to be transacted at the AGM. The AGM of the Company will be held through VC/OAVM mode. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ("NSDL") for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-voting system as well as e-voting during the AGM on the date of the AGM and the facility for participation in the AGM through VC facility will be provided by NSDL. The procedure for participating in the meeting through VC is explained at Note number 24 below and is also available on the website of the Company at www.anupamrasayan.com. The deemed venue for the AGM shall be the Registered Office of the Company.
5. Members attending the meeting through VC/ OAVM shall be counted for the purpose of determining the quorum under Section 103 of the Act.
6. Institutional shareholders/corporate shareholders (i.e. other than individuals, HUF's, NRI's etc.) intending to authorize their representative to attend the Meeting through VC facility are requested to send to the Company, a certified true copy of the board resolution/authorization etc. authorizing their representative to attend the AGM through VC/OAVM and to vote through remote e-voting on their behalf. The said resolution/authorisation shall also be sent to the scrutinizer, Mr Mohan Baid appointed by the Company ("Scrutinizer"), by e-mail on their registered e-mail address to mdbaid@yahoo.com with a copy marked to NSDL at evoting@nsdl.co.in. Corporate/Institutional Members (i.e. other than individuals, HUF's, NRI's 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.
7. Facility of joining the AGM through VC facility shall open 15 minutes before the time scheduled for the AGM by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 Members on first come first served basis. This will not include large shareholders (the Members holding 2% or more shareholding), promoters, institutional

investors, Directors, Key Managerial Personnel, the chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors of the Company etc. who are allowed to attend the AGM without restriction on account of first come first served basis. Alternatively, the Members can also view the proceedings of the AGM through live webcast facility available at <https://www.evoting.nsdl.com>.

8. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/, PAN, mobile number at investors@anupamrasayan.com during the period from September 09, 2022 (9:00 a.m. IST) to September 11, 2022 (5:00 p.m. IST). Those Members who have registered themselves shall be given an opportunity of speaking live in the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM and to avoid repetition of questions.
9. The Members, whose names appear in the Register of Members/list of Beneficial Owners as on Thursday, September 08, 2022, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.
10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or arrangements in which Directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM, i.e. September 15, 2022. The Members seeking to inspect such documents can send an email to investors@anupamrasayan.com.
11. The Company has fixed Monday, September 05, 2022 as the '**Record Date**' for determining entitlement of Members to final dividend for the financial year ended March 31, 2022, if approved at the AGM.
12. The Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, September 06, 2022 to Thursday, September 15, 2022 (both days inclusive).
13. If the final dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend, subject to deduction of tax at source, will be made on or before October 13, 2022 to all the Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the NSDL and the Central Depository Services (India) Limited ("CDSL"), collectively referred as "Depositories", as of the close of business hours on (Monday), September 05, 2022.
14. The Members may note that as per the Income Tax Act, 1961, ("IT Act"), as amended by the Finance Act, 2020, dividends paid or distributed by a company after April 01, 2020 shall be taxable in the hands of its shareholders/members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of dividend, if declared at the 19th AGM. In order to determine the appropriate TDS rate as applicable, the Members are requested to submit the following documents in accordance with the provisions of the IT Act.

FOR RESIDENT SHAREHOLDERS:

TDS for resident shareholders (other than resident individual shareholders receiving dividend not exceeding ₹ 5,000/- during the FY 2022-23):

Particulars	TDS rate	Declaration /Documents required
Members having valid PAN	10%	PAN or Aadhaar number (in absence of PAN)
Members not having PAN / valid PAN	20%	Aadhaar number
Having lower/nil tax deduction certificate issued by Income Tax Department u/s 197 of the IT Act	Rate specified in Lower TDS certificate	» Copy of PAN card / » Copy of lower TDS certificate

However, in case of individuals, TDS would not apply if the aggregate of total dividend distributed to them by the Company during the financial year does not exceed ₹ 5,000/- and also in cases where a shareholder provides duly completed Form 15G (applicable to individual) / Form 15H (applicable to an individual above the age of 60 years), subject to fulfilment of conditions specified in the IT Act. NIL applicable tax shall be deducted from the dividend payable to certain classes of resident shareholders such as LIC, GIC, Business Trust, Government, RBI, Mutual Funds, Alternative Investment Fund (Category I and II) and any other entity exempted from TDS on submission of copy of PAN, self-declaration along with adequate documentary evidence.

FOR NON-RESIDENT SHAREHOLDERS:

Tax is required to be withheld in accordance with the provisions of Section 195, Section 196D and other applicable sections of the IT Act at the applicable rate in force. As per the relevant provisions of the IT Act, the withholding tax shall be @ 20%* (plus applicable surcharge and cess) on the amount of dividend payable. However, as per Section 90 of the IT Act, a non-resident shareholder has the option to be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA"), read with Multilateral Instruments (MLI) between India and the country of tax residence of the shareholder, if they are more beneficial to the shareholder. For this purpose, i.e. to avail the tax treaty benefits, the non-resident shareholder will have to provide the following:

- i. Self-attested copy of PAN card, if any, allotted by the Indian Income Tax authorities.
- ii. Self-attested copy of Tax Residency Certificate ("TRC") obtained from the tax authorities of the country of which the shareholder is resident.
- iii. Self-declaration in Form 10F, if all the details required in this form are not mentioned in the TRC.
- iv. Self-declaration by the non-resident shareholder of having no permanent establishment in India in accordance with the applicable tax treaty
- v. Self-declaration of beneficial ownership by the non-resident shareholder
- vi. Any other documents as prescribed under the IT Act for lower withholding of taxes, if applicable duly attested by the non-resident shareholder

vii. In case of Foreign Institutional Investors and Foreign Portfolio Investors, self-attested copy of SEBI registration certificate.

The Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction on dividend amounts. Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by non-resident shareholders and meeting requirement of the IT Act read with applicable tax treaty.

* As per the Finance Act, 2021, Section 206AB has been inserted effective July 1, 2021, wherein higher rate of tax (twice the specified rate) would be applicable on payment made to a shareholder who is classified as 'Specified Person' as defined under the provisions of the aforesaid section. However, in case a non-resident shareholder or a non-resident Foreign Portfolio Investor (FPI) / Foreign Institutional Investor (FII), higher rate of tax as mentioned in Section 206AB shall not apply if such non-resident does not have a permanent establishment in India.

An email communication informing the shareholders regarding the change in the Income Tax Act, 1961 as well as the relevant procedure to be adopted by them to avail the applicable tax rate was sent by the Company at the registered email IDs of the shareholders. The aforementioned documents are required to be submitted to the Company. In the event of any tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the shareholder, such shareholder will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any appellate proceedings. This communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Shareholders should consult their tax advisors for requisite action to be taken by them.

15. The Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to unpaid dividend account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, all the shares in respect of which dividend has remained unclaimed for 7 consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. In

view of this, the Members are requested to claim their dividends from the Company within the stipulated timeline. The Members, whose unclaimed/unpaid dividends/shares shall get transferred to IEPF, as per the statutory provisions for transfer of the unclaimed/ unpaid dividends /shares to IEPF, may claim the same post such transfer to IEPF by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in. The members are, however, encouraged to update their KYC details, PAN and bank account details with their DPs for seamless dividend transfer.

16. Shareholders holding shares in electronic form may note that their bank account details as furnished by their Depositories to the Company will be used by the Company for payment of dividend. Shareholders who are holding shares in electronic mode are requested to make sure, that they have updated details of bank account number, name of bank, branch address, MICR Code, IFSC Code with their respective depository participant (DP). The Company will not entertain any direct request from such shareholders for deletion of/change in such bank details. Shareholders who wish to change such bank account details are, therefore, requested to advise their DPs about such changes, with complete details of bank account. In case the Company is unable to pay the dividend to any Shareholders by electronic mode, due to non-availability of the complete details of the Bank account, the Company shall dispatch the dividend warrants to such Shareholders by post.
17. SEBI has amended the Regulation 40 of the Listing Regulations pursuant to which after March 31, 2019, transfer of securities cannot be processed unless the securities are held in the dematerialised form with any Depository except in case of a request received for transmission or transposition of securities. The Members holding shares in physical form are requested to dematerialise their holdings at the earliest as henceforth it will not be possible to transfer shares held in physical mode.
18. SEBI has mandated the submission of the Permanent Account Number (PAN), proof of identity, address and bank details by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the said documents to their DPs. Members holding shares in physical form shall submit the documents to KFin Technologies Limited. Members are requested to intimate any changes pertaining to their name, postal address, email address, phone number, PAN, mandates, nominations, power of attorney, etc. to their DPs, where shares are held by them in electronic mode and to the Registrar and Transfer Agent - KFin Technologies Limited ("RTA"), where the shares are held in physical form.
19. The Members holding shares in dematerialised mode, who have not registered / updated their e-mail addresses with their DPs are requested to register/update their e-mail address with their DPs with whom they maintain their de-mat account. This may be treated as an advance opportunity in terms of proviso to Rule 18(3)(i) of the Companies (Management and Administration) Rules, 2014.
20. The Members are requested to send all communications relating to shares held by them of the Company, to the Company's RTA - KFin Technologies Limited, Unit: Anupam Rasayan India Limited, Selenium, Tower - B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500032, email Id: einward.ris@kfintech.com. The Members holding shares in electronic mode should address all their correspondence to their respective DPs.
21. The Members seeking any information with regard to the accounts or any matter to be placed at the AGM may write to the Company at investors@anupamrasayan.com at-least 7 days prior to the date of the AGM.
22. The Members in respect of the shares held by them and have not registered their nomination may register the same by submitting the requisite details to their DP, in case the shares are held by them in electronic form and to the RTA of the Company, in case the shares are held in physical form.
23. In case of joint holders, a Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
24. Voting Options - In view of the meeting being held by audio visual means, the Members shall have two options of voting, both electronically as follows:
 - A. Remote e-voting
 - B. Electronic e-voting during the AGM

A. Remote e-voting

- Voting through electronic means is made available pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations and SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 09, 2020.
- The Company has approached NSDL for providing remote e-voting services through their e-voting platform. In this regard, your demat account/folio number has been enrolled by the Company for your participation in remote e-voting on resolutions placed by the Company in the AGM Notice.
- The remote e-voting period **commences on (Monday), September 12, 2022 (9:00 a.m. IST) and ends on (Wednesday), September 14, 2022 (5:00 p.m. IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. During this period, the Members of the Company whose name appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. **(Thursday), September 08, 2022**, may cast their vote by remote e-voting. The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. **(Thursday), September 08, 2022**.
- Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes the member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. September 08, 2022, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.

However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. **1800 1020 990 and 1800 22 44 30**. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. September 08, 2022, may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".

- Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. (Thursday) September 15, 2022.
- The Members are advised to update their mobile number and e-mail ID with their DPs in order to access e-Voting facility.
- The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again.

The process and manner for remote e-voting are as under:

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 at <https://www.evoting.nsdl.com/>

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

Step 1 - Access to NSDL e-Voting System

Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode: In terms of SEBI circular dated December 09, 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:

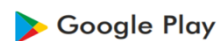
Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	A. IDeAS Registered User: <ol style="list-style-type: none"> 1. Visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile.

2. On the e-Services home page click on the "**Beneficial Owner**" icon under "**Login**" which is available under 'IDeAS' section. A new screen will open and you will be required to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services.
3. Click on "**Access to e-Voting**" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name (NSDL in this case) and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

B. If the user is not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select "**Register Online for IDeAS**" Portal or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp> **e-Voting through the website of NSDL:**

1. Open web browser by typing the following URL: <https://www.evoting.nsd.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. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
3. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.
4. Click on options available against company name or e-Voting service provider name (NSDL in this case) and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.

3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>

Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Individual Shareholders (holding securities in demat mode) logging through their depository participants

1. Shareholders can also login using the login credentials of their demat account through their Depository Participant registered with NSDL/CDSL for e-Voting facility.
2. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL Depository site after successful authentication, wherein you can see e-Voting feature.
3. Click on options available against company name or e-Voting service provider name (NSDL in this case) and you will be redirected to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

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 'Shareholders/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password 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 e-services 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 (E-Voting Event Number) allotted to Anupam Rasayan India Limited followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001**

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 ask you to change your password.

c) How to retrieve your 'initial password'?

(i) If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a 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 e-mail ID is not registered, please follow steps mentioned below in process for those shareholders whose e-mail 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.

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.

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 toll free no.: 1800 1020 990 and 1800 22 44 30
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 022- 23058738 or 022-23058542-43

Step 2 - 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 is in active status.
2. Select "EVEN" of the company for which you wish to cast your vote.
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 upload their Board Resolution / Power of Attorney / Authority Letter by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab or send scanned copy (PDF/JPG Format) of their 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 mdbaid@yahoo.com with a copy marked to evoting@nsdl.co.in.
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, the Members 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. Shareholders/Members, who need assistance before or during the AGM, can contact NSDL official Ms Sarita Mote on toll free no.: 1800-1020-990 and 1800-22-44-30 or send a request at evoting@nsdl.co.in

Process for those Members 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 demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of consolidated account statement, self-attested scanned copy of PAN card and AADHAR to investors@anupamrasayan.com and/or to (RTA) einward.ris@kfintech.com.
2. Alternatively, the 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.
3. In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by

listed companies, to individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. The Shareholders/Members are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Instructions for the Members for e-voting on the day of the AGM are as under:

1. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC facility and have not cast their vote on the Resolutions set forth in this Notice through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.
3. The Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-voting.

Instructions for the Members for attending the AGM through VC facility are as under:

1. Shareholder will be provided with a facility to attend the AGM through VC facility through the NSDL e-Voting system. The Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC facility will be available in shareholder/Members login where the EVEN of Company will be displayed. Please note that the shareholder who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Shareholders can also use the OTP based login for logging into the e-Voting system of NSDL.

2. Shareholders are encouraged to join the Meeting through Laptop/ Desktop for better experience.
 3. Further the Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
 4. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
 5. Shareholders who would like to express their views/have questions, may send their questions in advance mentioning their name, demat account number/folio number, email id and mobile number at invetsors@anupamrasayan.com. The same will be replied by the Company suitably.
25. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. Thursday, September 08, 2022, only shall be entitled to avail the facility of remote e-voting as well as e-voting at the AGM.
 26. In compliance with the aforesaid MCA Circulars and SEBI Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Notice of the AGM along-with the Annual Report 2021-22 containing the Standalone and Consolidated Audited Financial Statements for the financial year 2021-22, along with the Board of Directors' Report, Auditors' Report, Corporate Governance Report, Business Responsibility Report and the relevant annexures to each such report and other documents required to be attached thereto, is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, unless any member has requested for a physical copy of the same. The Members may note that the Notice and Annual Report 2021-22 will also be available on the Company's website www.anupamrasayan.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and notice of AGM on the website of NDSL : <https://www.evoting.nsdl.com/>.
 27. The Board of Directors of the Company have appointed Mr Mohan Baid, Practicing Company Secretary (Membership No. A3598 COP: 3873), partner of M. D. Baid & Associates, as the Scrutinizer to scrutinize the remote e-voting and e-voting at AGM process in a fair and transparent manner. He has communicated his willingness to be appointed and will be available for the said purpose.
 28. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast during the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, of the resolutions put to vote to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
 29. The results of voting will be declared on receipt of Scrutinizer's Report at the Registered office of the Company and the same along with the Scrutinizers Report will be published on the website of the Company <https://www.anupamrasayan.com> and the website of NSDL <https://www.evoting.nsdl.com>. The Company shall simultaneously communicate the results along with the Scrutinizer's Report to BSE Limited and the National Stock Exchange of India Limited where the shares of the Company are listed.

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Pursuant to Section 102 of the Companies Act, 2013 ("Act"), the following Explanatory Statement sets out all the material facts relating to the business mentioned under Item Numbers 4 to 9 for the Annual General Meeting to be held on September 15, 2022

SPECIAL BUSINESS

Item No. 4. Ratification of remuneration to the Cost Auditor for cost audit for the period from April 01, 2022, to March 31, 2023

The Board of Directors, on the recommendation of the Audit Committee, has appointed Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2023, and approved the payment of remuneration payable to the Cost Auditor.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company.

Accordingly, consent of the Members is sought by passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2023.

The Board of Directors recommend the Ordinary Resolution as set out in item No. 4 of the accompanying Notice for approval of the Members of the Company.

16

None of the Directors or Key Managerial Personnel of the Company or their relatives (as defined under the Companies Act, 2013) are, concerned or interested financially or otherwise in the said resolution as per item no. 4 of the Notice.

Item No. 5. Approval of amendment in the Articles of Association of the Company

The Company has listed its equity shares (the "Equity Shares") on BSE Limited and National Stock Exchange of India Limited on March 24, 2021, and has enabled the shareholders to have a formal market place for dealing in such Equity Shares. The Company for its various future projects and expansion may undertake, from time to time, further issuance of equity shares including by way of a preferential issue or a qualified institutions placement. Pursuant to the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2022, dated January 14, 2022, SEBI has amended the provisions pertaining to the pricing of shares in case of a preferential issue and added provisos which provide that if the Articles of Association of the issuer provide for a method of determination of price which results in a floor price higher than that determined under the regulations, then the same shall be considered as the floor price for equity shares to be offered, issued and allotted pursuant to the preferential issue. Given that SEBI prescribes the mechanism of pricing in the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the Board proposes to amend the Articles of Association of the Company to conform with the pricing mechanism prescribed by SEBI under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and be guided by the same. The change to the proposed articles is set out below:

Old Article 10	Proposed Article 10
10. Where at any time, it is proposed to increase its subscribed Share Capital by the issuance/allotment of further Shares either out of the unissued Share Capital or increased Share Capital then, such further Shares may be offered to:	10. Where at any time, it is proposed to increase its subscribed Share Capital by the issuance/allotment of further Shares either out of the unissued Share Capital or increased Share Capital then, such further Shares may be offered to:

-
- | | |
|---|--|
| <p>(i) Persons who, on the date specified under Law , are holders of equity Shares of the Company, in proportion, as nearly as circumstances admit, to the capital paid up on those Shares by sending a letter of offer subject to the following conditions: (a) the offer shall be made by notice specifying the number of Shares offered and limiting a time not being less than 15 (fifteen) days and not exceeding 30 (thirty) days from the date of the offer within which the offer, if not accepted, will be deemed to have been declined; (b) the offer aforesaid shall be deemed to include a right exercisable by the Person concerned to renounce the Shares offered to him or any of them in favour of any other Person and the notice referred to in (a) shall contain a statement of this right, provided that the Board may decline, without assigning any reason therefore, to allot any Shares to any Person in whose favour any Member may renounce the Shares offered to him; and (c) after expiry of the time specified in the notice aforesaid, or on receipt of earlier intimation from the Person to whom such notice is given that he declines to accept the Shares offered, the Board may dispose of them in such manner which is not disadvantageous to the Members and the Company;</p> <p>Nothing in sub-Article (i)(b) above shall be deemed to extend the time within which the offer should be accepted; or to authorize any Person to exercise the right of renunciation for a second time on the ground that the Person in whose favour the renunciation was first made has declined to take the Shares comprised in the renunciation.</p> | <p>(i) Persons who, on the date specified under Law, are holders of equity Shares of the Company, in proportion, as nearly as circumstances admit, to the capital paid up on those Shares by sending a letter of offer subject to the following conditions: (a) the offer shall be made by notice specifying the number of Shares offered and limiting a time not being less than 15 (fifteen) days and not exceeding 30 (thirty) days from the date of the offer within which the offer, if not accepted, will be deemed to have been declined; (b) the offer aforesaid shall be deemed to include a right exercisable by the Person concerned to renounce the Shares offered to him or any of them in favour of any other Person and the notice referred to in (a) shall contain a statement of this right, provided that the Board may decline, without assigning any reason therefore, to allot any Shares to any Person in whose favour any Member may renounce the Shares offered to him; and (c) after expiry of the time specified in the notice aforesaid, or on receipt of earlier intimation from the Person to whom such notice is given that he declines to accept the Shares offered, the Board may dispose of them in such manner which is not disadvantageous to the Members and the Company;</p> <p>Nothing in sub-Article (i)(b) above shall be deemed to extend the time within which the offer should be accepted; or to authorize any Person to exercise the right of renunciation for a second time on the ground that the Person in whose favour the renunciation was first made has declined to take the Shares comprised in the renunciation.</p> |
| <p>(ii) employees under a scheme of employees' stock option, subject to Special Resolution passed by the Company and subject to such conditions as may be prescribed under the Act and other applicable Laws; or</p> | <p>(ii) employees under a scheme of employees' stock option, subject to Special Resolution passed by the Company and subject to such conditions as may be prescribed under the Act and other applicable Laws; or</p> |
| <p>(iii) any Persons, whether or not those Persons include the Persons referred to in (i) or (ii) above, either for cash or for a consideration other than cash, if the price of such Shares is determined by the valuation report of a registered valuer, subject to compliance with the applicable provisions of Chapter III of the Act and any other conditions as may be prescribed, if a Special Resolution to this effect is passed by the Company in a General Meeting.</p> | <p>(iii) any Persons, whether or not those Persons include the Persons referred to in (i) or (ii) above, either for cash or for a consideration other than cash, subject to compliance with the applicable provisions of Chapter III of the Act and any other conditions as may be prescribed, if a Special Resolution to this effect is passed by the Company in a General Meeting.</p> |
| <p>(iv) The notice referred to in Article 10(i)(a) above shall be dispatched through registered post or speed post or through electronic mode or courier or any other mode having proof of delivery to all the existing shareholders at least three days before the opening of the issue.</p> | <p>(iv) The notice referred to in Article 10(i)(a) above shall be dispatched through registered post or speed post or through electronic mode or courier or any other mode having proof of delivery to all the existing shareholders at least three days before the opening of the issue.</p> |
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Pursuant to the provisions of Section 14 of the Companies Act, 2013, as applicable, any amendment in Article of Association requires approval of the members of the Company by way of a special resolution.

The Board of Directors recommend the Special Resolution as set out in item No. 5 of the accompanying Notice for approval of the Members of the Company.

None of the directors, key managerial personnel and their relatives (as defined under the Companies Act, 2013) are in anyway concerned or interested in the proposed resolution, except in the ordinary course of business.

Item No. 6. Re-appointment of Mr Vinesh Prabhakar Sadekar (DIN: 00046815) as an Independent Director of the Company

Mr Vinesh Prabhakar Sadekar was appointed as an Independent Director of the Company pursuant to Section 149 of the Act, read with the Companies (Appointment and Qualification of Directors) Rules, 2014, by the Members of the Company in their general meeting held on November 09, 2020, to hold the office for a term of two (2) years commenced from November 09, 2020. His appointment as an Independent Director is due for retirement on November 08, 2022. Mr Vinesh Prabhakar Sadekar is also a committee member of Nomination and Remuneration Committee and Risk Management Committee.

The Nomination and Remuneration Committee, after evaluating his performance and considering his knowledge, experience, expertise and his contribution towards the Company during his first term, had recommended to the Board his re-appointment as an Independent Director for the second term of 2 years and the Board has recommended the re-appointment of Mr Vinesh Prabhakar Sadekar as an Independent Director, who shall not be liable to retire by rotation, for a second term of 2 years which will commence from November 09, 2022, up to November 08, 2024.

Further, the Company has received from Mr Vinesh Prabhakar Sadekar (i) consent to act as a director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014; (ii) Intimation in Form DIR-8 in terms of the Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act, and (iii) a declaration to the effect that he meets the criteria of independence as provided under Section 149(6) of the Act. The Company has also received a notice in writing under Section 160 of the Act, proposing

his candidature for the office of a Director of the Company. Hence, in the opinion of the Board, Mr Vinesh Prabhakar Sadekar fulfills all the conditions as specified in the Act, rules made thereunder and Listing Regulations for his re-appointment as an Independent Director of the Company. A copy of the draft letter for the re-appointment of Mr Vinesh Prabhakar Sadekar setting out the terms and conditions is available for electronic inspection without any fee by the Members. The consent of the Members is sought by passing a Special Resolution as set out at Item No. 6 of the Notice for re-appointment of Mr Vinesh Prabhakar Sadekar as an Independent Director of the Company. In compliance with the general circular no. 20/2020 issued by the MCA, this item is considered unavoidable and forms part of this Notice.

The details seeking re-appointment of Mr Vinesh Prabhakar Sadekar as an Independent Director of the Company at the Annual General Meeting is provided in **Annexure B** – Information about Director.

The Board of Directors recommend the Special Resolution as set out in item No. 6 of the accompanying Notice for approval of the Members of the Company.

No director, key managerial personnel or their relatives (as defined under the Companies Act, 2013) except Mr Vinesh Prabhakar Sadekar is interested or concerned in the proposed resolution.

Item No. 7. Re-appointment of Mr Hetul Krishnakant Mehta (DIN: 01650314) as an Independent Director of the Company

Mr Hetul Mehta was appointed as an Independent Director of the Company pursuant to Section 149 of the Act, read with the Companies (Appointment and Qualification of Directors) Rules, 2014, by the Members in their general meeting held on November 09, 2020, to hold the office for a term of two (2) years commenced from November 09, 2020. His appointment as an Independent Director is due for retirement from the first term on November 08, 2022. Mr Hetul Mehta is a Chairperson of Audit Committee, Nomination and Remuneration Committee, Stakeholder's Relationship Committee and a committee member of Corporate Social Responsibility Committee and Sustainability Committee.

The Nomination and Remuneration Committee, after evaluating his performance and considering his knowledge, experience, expertise and his contribution towards the Company during his first term, had recommended to the Board his re-appointment as an Independent Director of the Company for the second term of 2 years and the

Board has recommended the re-appointment of Mr Hetul Krishnakant Mehta as an Independent Director, who shall not be liable to retire by rotation, for a second term of 2 years which will commence from November 09, 2022, up to November 08, 2024.

Further, the Company has received from Mr Hetul Krishnakant Mehta (i) consent to act as a director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014; (ii) Intimation in Form DIR-8 in terms of the Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act, and (iii) a declaration to the effect that he meets the criteria of independence as provided under Section 149(6) of the Act. The Company has also received a notice in writing under Section 160 of the Act, proposing his candidature for the office of a Director of the Company. Hence, in the opinion of the Board, Mr Hetul Krishnakant fulfills all the conditions as specified in the Act, rules made thereunder and Listing Regulations for his re-appointment as an Independent Director of the Company. A copy of the draft letter for the re-appointment of Mr Hetul Krishnakant Mehta setting out the terms and conditions is available for electronic inspection without any fee by the Members. The consent of the Members is sought by passing a Special Resolution as set out at Item No. 7 of the Notice for re-appointment of Mr Hetul Krishnakant Mehta as an Independent Director of the Company. In compliance with the general circular no. 20/2020 issued by the MCA, this item is considered unavoidable and forms part of this Notice.

The details seeking re-appointment of Mr Hetul Krishnakant Mehta as an Independent Director of the Company at the Annual General Meeting is provided in **Annexure C** – Information about Director.

The Board of Directors recommend the Special Resolution as set out in item No. 7 of the accompanying Notice for approval of the Members of the Company.

No director, key managerial personnel or their relatives (as defined under the Companies Act, 2013) except Mr Hetul Krishnakant Mehta is interested or concerned in the proposed resolution.

Item No. 8. Re-appointment of Mr Vijay Kumar Batra (DIN: 00038275) as an Independent Director of the Company

Mr Vijay Kumar Batra was appointed as an Independent Director of the Company pursuant to Section 149 of the Act, read with the Companies

(Appointment and Qualification of Directors) Rules, 2014, by the Members in their general meeting held on November 09, 2020, to hold the office for a term of two (2) years commenced from November 09, 2020. His appointment as an Independent Director is due for retirement on November 08, 2022. Mr Vijay Kumar Batra is a member of Audit Committee.

The Nomination and Remuneration Committee, after evaluating his performance and considering his knowledge, experience, expertise and his contribution towards the Company during his first term, had recommended to the Board his re-appointment as an Independent Director of the Company for the second term of 2 years and the Board has recommended the re-appointment of Mr Vijay Kumar Batra as an Independent Director, who shall not be liable to retire by rotation, for a second term of 2 years which will commence from November 09, 2022, up to November 08, 2024.

Further, the Company has received from Mr Vijay Kumar Batra (i) consent to act as a director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014; (ii) Intimation in Form DIR-8 in terms of the Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act, and (iii) a declaration to the effect that he meets the criteria of independence as provided under Section 149(6) of the Act. The Company has also received a notice in writing under Section 160 of the Act, proposing his candidature for the office of a Director of the Company. Hence, in the opinion of the Board, Mr Vijay Kumar Batra fulfills all the conditions as specified in the Act, rules made thereunder and Listing Regulations for his re-appointment as an Independent Director of the Company. A copy of the draft letter for the re-appointment of Mr Vijay Kumar Batra setting out the terms and conditions is available for electronic inspection without any fee by the Members. The consent of the Members is sought by passing a Special Resolution as set out at Item No. 8 of the Notice for re-appointment of Mr Vijay Kumar Batra as an Independent Director of the Company. In compliance with the general circular no. 20/2020 issued by the MCA, this item is considered unavoidable and forms part of this Notice.

The details seeking re-appointment of Mr Vijay Kumar Batra as an Independent Director of the Company at the Annual General Meeting is provided in **Annexure D** – Information about Director.

The Board of Directors recommend the Special Resolution as set out in item No. 8 of the accompanying Notice for approval of the Members of the Company.

No director, key managerial personnel or their relatives (as defined under the Companies Act, 2013) except Mr Vijay Kumar Batra is interested or concerned in the proposed resolution.

Item No. 9. Re-appointment of Dr Namrata Dharmendra Jariwala (DIN: 08974528) as an Independent Director of the Company

Dr Namrata Dharmendra Jariwala was appointed as an Independent Director of the Company pursuant to Section 149 of the Act, read with the Companies (Appointment and Qualification of Directors) Rules, 2014, by the Members in their general meeting held on December 04, 2020, to hold the office for a term of two (2) years commenced from December 04, 2020. Her appointment as an Independent Director is due for retirement from the first term as an Independent Director on December 03, 2022.

The Nomination and Remuneration Committee, after evaluating her performance and considering her knowledge and experience and her contribution towards the Company during her first term, had recommended to the Board her re-appointment as an Independent Director of the Company for the second term of 2 years and the Board has recommended the re-appointment of Dr Namrata Dharmendra Jariwala as an Independent Director, who shall not be liable to retire by rotation, for a second term of 2 years which will commence from December 04, 2022, up to December 03, 2024.

Further, the Company has received from Dr Namrata Dharmendra Jariwala (i) consent to act as a director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014; (ii) Intimation in Form DIR-8 in terms of the Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect

that she is not disqualified under Section 164(2) of the Act, and (iii) a declaration to the effect that she meets the criteria of independence as provided under Section 149(6) of the Act. The Company has also received a notice in writing under Section 160 of the Act, proposing her candidature for the office of a Director of the Company. Hence, in the opinion of the Board, Dr Namrata Dharmendra Jariwala fulfills all the conditions as specified in the Act, rules made thereunder and Listing Regulations for her re-appointment as an Independent Director of the Company. A copy of the draft letter for the re-appointment of Dr Namrata Dharmendra Jariwala setting out the terms and conditions is available for electronic inspection without any fee by the Members. The consent of the Members is sought by passing a Special Resolution as set out at Item No. 9 of the Notice for re-appointment of Dr Namrata Dharmendra Jariwala as an Independent Director of the Company. In compliance with the general circular no. 20/2020 issued by the MCA, this item is considered unavoidable and forms part of this Notice.

The details seeking re-appointment of Dr Namrata Dharmendra Jariwala as an Independent Director of the Company at the Annual General Meeting is provided in **Annexure E** – Information about Director.

The Board of Directors recommend the Special Resolution as set out in item No. 9 of the accompanying Notice for approval of the Members of the Company.

No director, key managerial personnel or their relatives (as defined under the Companies Act, 2013) except Dr Namrata Dharmendra Jariwala is interested or concerned in the proposed resolution.

By the Order of Board of Directors
For Anupam Rasayan India Limited

Date: August 13, 2022
Place: Surat

Registered Office:
Anupam Rasayan India Limited
Plot No. 8110,
GIDC Industrial Estate, Sachin,
Surat-394 230, Gujarat, India.

Suchi Agarwal
Company Secretary and Compliance Officer
ACS: 32822

Annexure A - Information about Director

Details of Director liable to retire by rotation and seeking re-appointment at the Annual General Meeting

Name of Director	Dr Kiran C Patel
DIN	08051053
Date of Birth	March 10, 1949
Date of Appointment	January 09, 2019
Brief Profile	He holds a school certificate incorporating a general certificate of education from the University of Cambridge and general certificate of education from the University of London. He holds a degree in Bachelor of Medicine and Bachelor of Surgery from Gujarat University. Further, Dr. Patel holds diploma certificates in the speciality of internal medicine and the subspecialty of cardiovascular disease from the American Board of Internal Medicine. He completed his fellowship in affiliation with the Columbia University of New York in 1982 and served as a cardiovascular fellow at the Overlook Hospital from 1980 to 1982.
Expertise in specific functional areas	leadership; strategic planning; industry experience-pharmaceutical & health care; research & development; finance; risk management; global business
Member/Chairperson of the Committees of the Company	Nil
Directorship held in other companies	<ul style="list-style-type: none"> • Magenta EV Solutions Private Limited • Axiom Energy Conversion Limited • Shaktikrupa Charitable Association# • Rudraksh Academy Private Limited • Solace Healthcare Private Limited <p># Shaktikrupa Charitable Association is a company incorporated under section 8 of the Companies Act, 2013</p>
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years	Nil
Number of shares held in the Company	Nil
Remuneration drawn	Nil
Relationship with other directors, manager and key managerial personnel of the Company	Not related to other directors, manager or key managerial personnel of the Company.
Number of Meetings of the Board attended during the year	9 Board Meetings attended out of 10 Board Meetings held during the year

Annexure B - Information about Director

Details seeking re-appointment of Mr Vinesh Prabhakar Sadekar as an Independent Director of the Company at the Annual General Meeting

Name of Director	Mr Vinesh Prabhakar Sadekar
DIN	00046815
Date of Birth	March 24, 1956
Date of Appointment	November 09, 2020
Brief Profile	Mr Vinesh Prabhakar Sadekar holds a bachelor's degree in chemical engineering from University of Bombay. He was a member of the executive committee and the chairman of human resources committee of Organisation of Pharmaceuticals Producers of India. He was elected as an honorary fellow of the Indian Institute of Chemical Engineers. Mr. Vinesh Prabhakar Sadekar was previously associated with Navin Fluorine International Limited and Cheminova India Limited as a managing director. He has served as the president designate - Searle (I) Ltd. He is the founding partner of KT Energy Solutions LLP. He received the "outstanding achiever award for 1996" from RPG Enterprises.
Expertise in specific functional areas	leadership; strategic planning; operational experience; chemical industry experience; finance, accounting; risk management; global business, corporate governance
Member/Chairperson of the Committees of the Company	Member of Nomination and Remuneration Committee and Risk Management Committee
Directorship held in other companies	<ul style="list-style-type: none"> Ineos Styrolution India Limited Enpro Industries Private Limited
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years	<ul style="list-style-type: none"> Independent Director in Ineos Styrolution India Limited Chairperson of Audit Committee and Nomination and Remuneration Committee and Member of Risk Management Committee and Corporate Social Responsibility Committee of Ineos Styrolution India Limited
Number of shares held in the Company	Nil
Remuneration drawn	Remuneration drawn during the year is provided in the Corporate Governance Report section of the Annual Report 2021-22
Relationship with other directors, manager and key managerial personnel of the Company	Not related to other directors, manager or key managerial personnel of the Company.
Number of Meetings of the Board attended during the year	10 Board Meetings attended out of 10 Board Meetings held during the year

Annexure C - Information about Director

Details seeking re-appointment of Mr Hetul Krishnakant Mehta as an Independent Director of the Company at the Annual General Meeting

Name of Director	Mr Hetul Krishnakant Mehta
DIN	01650314
Date of Birth	August 20, 1971
Date of Appointment	November 09, 2020
Brief Profile	Mr Hetul Krishnakant Mehta holds a diploma degree in chemical engineering from Bharati Vidyapeeth, Jawaharlal Nehru Institute of Technology, Dhankawadi, Pune (Maharashtra State board of Technical Education). Mr. Hetul Krishnakant Mehta is a founding director of Praveen Laboratories Private Limited and Advanced Diabetes Centre Private Limited. He has published a patent application in relation to process for preparation of clopidogrel polymorphous form 1 using seed crystals.
Expertise in specific functional areas	leadership; strategic planning; operational, administrative experience; industry experience- chemical, pharmaceuticals & health-care; finance, accounting, regulatory, legal; research & development; global business; corporate governance; corporate social responsibility
Member/Chairperson of the Committees of the Company	<ul style="list-style-type: none"> • Chairperson of Audit Committee, Nomination and Remuneration Committee and Stakeholder's Relationship Committee; • Member of Corporate Social Responsibility Committee and Sustainability Committee
Directorship held in other companies	<ul style="list-style-type: none"> • Globe Enviro Care Limited • Praveen Laboratories Private Limited • Advanced Diabetes Centre Private Limited
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years	Nil
Number of shares held in the Company	Nil
Remuneration drawn	Remuneration drawn during the year is provided in the Corporate Governance Report section of the Annual Report 2021-22
Relationship with other directors, manager and key managerial personnel of the Company	Not related to other directors, manager or key managerial personnel of the Company.
Number of Meetings of the Board attended during the year	9 Board Meetings attended out of 10 Board Meetings held during the year

Annexure D – Information about Director

Details seeking re-appointment of Mr Vijay Kumar Batra as an Independent Director of the Company at the Annual General Meeting

Name of Director	Mr Vijay Kumar Batra
DIN	00038275
Date of Birth	March 13, 1947
Date of Appointment	November 09, 2020
Brief Profile	Mr Vijay Kumar Batra has completed an executive development program from Wharton School of the University of Pennsylvania and holds a bachelor's degree in chemical engineering from Indian Institute of Technology, Delhi. Mr. Vijay Kumar Batra has been a member of the board of directors of the Flow Chemistry Society India chapter and is a member of Institute of Chemical Engineers. He was the managing director of Regent Drugs Limited. He was previously associated with Albany Molecular Research, Hyderabad Research Centre Private Limited as the managing director. He has also served as the president and the director of J.K. Drugs and Pharmaceuticals Limited. He retired from the position of Vice-Chairman and Managing Director of TEVA API India Private Limited in 2013. Post retirement, he worked as a Managing Director of AMRI, India until 2016. He has also been a consultant to various companies involved in the pharmaceutical sector.
Expertise in specific functional areas	leadership; strategic planning; operational experience; chemical industry experience; finance, accounting; risk management; global business; corporate governance
Member/Chairperson of the Committees of the Company	Member of Audit Committee
Directorship held in other companies	Nil
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years	Nil
Number of shares held in the Company	Nil
Remuneration drawn	Remuneration drawn during the year is provided in the Corporate Governance Report section of the Annual Report 2021-22
Relationship with other directors, manager and key managerial personnel of the Company	Not related to other directors, manager or key managerial personnel of the Company.
Number of Meetings of the Board attended during the year	10 Board Meetings attended out of 10 Board Meetings held during the year

Annexure E – Information about Director

Details seeking re-appointment of Dr Namrata Dharmendra Jariwala as an Independent Director of the Company at the Annual General Meeting

Name of Director	Dr Namrata Dharmendra Jariwala
DIN	08974528
Date of Birth	March 05, 1975
Date of Appointment	December 04, 2020
Brief Profile	Dr Namrata Dharmendra Jariwala holds a Doctor of Philosophy degree in civil engineering from Sardar Vallabhbhai National Institute of Technology, Surat, and holds a master's degree and a bachelor's degree in engineering (civil) from the Maharaja Sayajirao University of Baroda. She is currently an assistant professor at Sardar Vallabhbhai National Institute of Technology, Surat and has been appointed as a lecturer here in the past as well. She has published certain research papers in various journals. She has been a part of various consultancy projects assigned by Sardar Vallabhbhai National Institute of Technology.
Expertise in specific functional areas	Strategic planning; environment, health & safety research; corporate social responsibility
Member/Chairperson of the Committees of the Company	Nil
Directorship held in other companies	Nil
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years	Nil
Number of shares held in the Company	Nil
Remuneration drawn	Remuneration drawn during the year is provided in the Corporate Governance Report section of the Annual Report 2021-22
Relationship with other directors, manager and key managerial personnel of the Company	Not related to other directors, manager or key managerial personnel of the Company.
Number of Meetings of the Board attended during the year	9 Board Meetings attended out of 10 Board Meetings held during the year

By the Order of Board of Directors
For Anupam Rasayan India Limited

Date: August 13, 2022

Place: Surat

Suchi Agarwal

Company Secretary and Compliance Officer

ACS: 32822

Registered Office:

Anupam Rasayan India Limited
Plot No. 8110,
GIDC Industrial Estate, Sachin,
Surat-394 230, Gujarat, India.