

PAR/CS/NSE/2026-27/16

Date: 22/08/2026

To,
The Manager
Listing department,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (E),
Mumbai- 400 051
Maharashtra

Subject: Intimation of 27th Annual General Meeting, Cut-off Date, e-voting period and other information

Ref.: Symbol- PAR, ISIN: INE04LG01015

Dear Sir/Madam,

Pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we would like to inform that the 27th Annual General Meeting of the members of the Company is scheduled to be as per followings:

Meeting Number:	27 th Annual General Meeting
Date:	26 th Day of September, 2026
Day:	Saturday
Venue:	Hotel Tara Suns, B/h Yash Complex, B/s Sonal Park, G.E.R.I. Road, Gotri, Vadodara - 390021, Gujarat, India
Time:	11:00 AM IST
Mode:	Physical

The relevant dates w.r.t. Annual General Meeting are as under.

Sr.	Particulars	Relevant Date
1.	Cut-off/Record date: For the purpose of voting through remote e-voting, Venue voting at the time of the AGM and attending the AGM.	Friday, September 18, 2026
2.	Commencement of E-voting	Tuesday, 22 nd September, 2026 from 09:00 A.M. IST onwards
3.	End of e-voting	Friday, 25 th September, 2026 till 5:00 P.M. IST



The Company has arranged with MUFG INTIME INDIA PRIVATE LIMITED (Erstwhile known as Link Intime India Private Limited) ("RTA" of the Company) an agency for providing facility of e-voting for the ensuring AGM.

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, being Friday, September 18, 2026

The above intimation shall be treated as due compliance of respective provisions under the Companies Act, 2013 and SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015.

The Annual Report for F.Y. 2025-26 will be sent to shareholders and all concerned with due course. We request to take the same on your records and disseminate the same to the members.

Kindly take on the record and acknowledge the receipt.

Yours Faithfully,

For PAR DRUGS AND CHEMICALS LIMITED

(Mr. Sanket B. Trivedi)

Company Secretary & Compliance Officer

Membership No.: FCS-13800



Encl: Notice of 27th AGM

Copy to:

National Securities Depository Limited

4th Floor, Trade World, A Wing,
Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel,
Mumbai - 400013

Central Depository Services (India) Limited

"A" Wing, 25th Floor, Marathon Futurex,
Mafatlal Mills Compounds,
N M Joshi Marg, Lower Parel (E),
Mumbai - 400013

MUFG Intime India Private Limited

Office: 506 to 508 Amarnath
Business Centre, -1 (ABC-1),
Besides Gala Business Centre,
Near St. Xaviers College,
Off C. G. Road, Navrangpura,
Ahmedabad - 380009



Par Drugs And Chemicals Limited

CIN: L24117GJ1999PLC035512

Registered office: 815, Nilamber Triumph, Gotri Vasna Road,
Vadodara-390007, Gujarat, India

Phone no.: 0265-2991021, 0278-2447013

Website: www.pardrugs.com Email: investors@pardrugs.com

NOTICE OF 27TH ANNUAL GENERAL MEETING TO MEMBERS

Notice is hereby given that the Twenty Seventh (27th) Annual General Meeting (“AGM”) of the Members of **PAR DRUGS AND CHEMICALS LIMITED** (“the Company”) will be held on **Saturday, 26th Day of September, 2026 at 11:00 A.M.** at Hotel Tara Suns, B/h Yash Complex, B/s Sonal Park, G.E.R.I. Road, Gotri, Vadodara -390021, Gujarat, India to transact the following business to transact the following business:

ORDINARY BUSINESS:

ITEM NO.1: To receive, consider and adopt the Audited Standalone Financial Statements of the company for the financial year ended on 31st March, 2026 together with the report of the Board of Directors and Auditors thereon.

ITEM NO.2: To appoint a Director in place of Mr. Jignesh Vallabhbhai Savani, Director & CEO (DIN: 00198203), who retires by rotation and being eligible offer himself for re-appointment.

ITEM NO.3: To re-appoint statutory auditors of the Company and to fix their remuneration 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 pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, **M/s. Sarupria Somani & Associates, Chartered Accountants (Firm Registration No.: 010674C)** be and are hereby re-appointed as the Statutory Auditors of the Company from the conclusion of this 27th Annual General Meeting till the conclusion of the next 28th Annual General Meeting of the Company to be held for the F.Y. 2026-27 at an annual remuneration / fees of ₹ 2,25,000/- (Rupees Two Lakh Twenty Five Thousand Only) plus out of pocket expenses and taxes as applicable from time to time with the power to the Board/Audit Committee to alter and vary the terms and conditions of re-appointment, revision including upward revision in the remuneration during the remaining tenure.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for implementation of the above resolution and matters connected therewith or incidental thereto including but not limited to delegation of all or any of the powers herein conferred to any Committee or any director(s) or any other officer(s) of the Company, or to settle any

questions, difficulties or doubts that may arise with regard to the above resolution, without being required to seek any further clarification, consent or approval of the Members.”

SPECIAL BUSINESS:

ITEM NO.4: To approve the remuneration payable to Mr. Pravin Manjibhai Bhayani (DIN: 08332851) as an Independent Director 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 FURTHER THAT pursuant to the provisions of Section 149(9), 197(3) and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17(6)(ca) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment/modification or re-enactment thereof) and pursuant to the recommendation and approval of the Nomination and Remuneration Committee and Audit Committee and the approval of the Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded to for payment of remuneration to **Mr. Pravin Manjibhai Bhayani (DIN: 08332851)**, Independent Director of the Company, amounting to ₹ 24 Lakhs (Rupees Twenty-Four Lakhs Only) for the period of one year w.e.f. 1st October, 2026 to 30th September, 2027, payable on a monthly, quarterly, half yearly or yearly basis, as decided by the Board of Directors of the Company.

“RESOLVED FURTHER THAT the Board of Directors of the Company may pay the remuneration to Mr. Pravin Manjibhai Bhayani, Independent Director, DIN: 08332851 whether by way of remuneration, Commission or any other way and/ or any combination of the same as mutually agreed by the Board and Mr. Pravin Manjibhai Bhayani.

“RESOLVED FURTHER THAT such remuneration shall exclude all the fees payable to Mr. Pravin Manjibhai Bhayani for attending the meetings of the Board and Committees of the Board and also exclude the expenses incurred/reimbursement of expenses for attending the meetings of the Board, the Committees, Shareholders and such other meetings as organized by the Company from time to time.

“RESOLVED FURTHER THAT any present Directors of the company be and are hereby authorized to do sign/digitally sign all such necessary forms, documents, papers, and to do all such acts, matters, deeds as may be required under the Companies Act, 2013 and rules made there under to give effect to the aforesaid resolution and any matters consequential thereto.”

ITEM NO.5: Ratification of Remuneration of Cost Auditors 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 pursuant to the provision of Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹ 60,000 (Rupees Sixty Thousand Only) plus applicable taxes

and reimbursement of out-of-pocket expenses payable to **M/s Maulin Shah & Associates, Cost Accountants, Proprietor (Firm Registration Number 101527)**, who based on the recommendation(s) of the Audit Committee, have been appointed by the Board of Directors of the Company ('Board'), as the Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company for the Financial Year ending March 31, 2027.

"RESOLVED FURTHER THAT the Board and/or any person authorised by the Board, be and is hereby authorised severally to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient or desirable for the purpose of giving effect to this resolution."

ITEM NO.6: To increase Remuneration payable to Mr. Falgun Vallabhbhai Savani (DIN: 00198236) as a Managing Director of the Company and 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 196, 197, 198, 203 and any other applicable provisions, if any, read along with Schedule V of the Companies Act, 2013 ("Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force); Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and pursuant to the approval and recommendation of the Nomination & Remuneration Committee and approval of Audit Committee and the approval of the Board of Directors of the Company, the consent of the Members be and is hereby accorded to increase remuneration payable to **Mr. Falgun Vallabhbhai Savani (DIN: 00198236) as a Managing Director (MD)** of the Company, amounting to ₹ 64,00,000/- (Rupees Sixty Four Lakhs Only) per annum including Salary, perquisites and allowances for a period of Two (2) years commencing from 26th Day of November, 2026 to 25th Day of November, 2028, on the terms and conditions as set out in the Explanatory Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of remuneration as it may deem fit and in such manner as may be agreed to between the Board and Mr. Falgun Vallabhbhai Savani."

"RESOLVED FURTHER THAT the Board of Directors of the Company may pay the remuneration to Mr. Falgun Vallabhbhai Savani, MD, whether by way of Salary, Commission, Perquisites and/ or any combination of the same as mutually agreed by the Board and Mr. Falgun Vallabhbhai Savani."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to vary and/or modify the terms and conditions of remuneration payable to the said MD in such manner as may be mutually agreed between the Board and Mr. Falgun Vallabhbhai Savani within the limits as prescribed in Section 197 read Schedule V of the Companies Act, 2013, including any amendment, modification, variation or re-enactment thereof."

"RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, Mr. Falgun Vallabhbhai Savani shall be paid salary, perquisites and other allowances as set out in explanatory statement as the minimum remuneration, subject to ceiling as specified in Section 197 read Schedule V

of the Companies Act, 2013 from time to time and subject to the approval of the Central Government, if so required, in accordance with the provisions of the Companies Act, 2013.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for implementation of the above resolution and matters connected therewith or incidental thereto including but not limited to delegation of all or any of the powers herein conferred to any Committee or any director(s) or any other officer(s) of the Company, or to settle any questions, difficulties or doubts that may arise with regard to the above resolution, without being required to seek any further clarification, consent or approval of the Members.”

ITEM NO. 7: To increase Remuneration payable to Mr. Jignesh Vallabhbhai Savani (DIN: 00198203) as a CEO of the Company and 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 196, 197, 198, 203 and any other applicable provisions, if any, read along with Schedule V of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force); Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and pursuant to the approval and recommendation of the Nomination & Remuneration Committee and approval of Audit Committee and the approval of the Board of Directors of the Company, the consent of the Members be and is hereby accorded to increase remuneration payable to **Mr. Jignesh Vallabhbhai Savani (DIN: 00198203)** as a Chief Executive Officer (CEO) the Company, amounting to ₹ 64,00,000/- (Rupees Sixty Four Lakhs Only) per annum including Salary, perquisites and allowances for a period of Two (2) years commencing from 26th Day of November, 2026 to 25th Day of November, 2028, on the terms and conditions as set out in the Explanatory Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of remuneration as it may deem fit and in such manner as may be agreed to between the Board and Mr. Jignesh Vallabhbhai Savani.”

“RESOLVED FURTHER THAT the Board of Directors of the Company may pay the remuneration to Mr. Jignesh Vallabhbhai Savani, CEO & Director, whether by way of Salary, Commission, Perquisites and/ or any combination of the same as mutually agreed by the Board and Mr. Jignesh Vallabhbhai Savani.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to vary and/or modify the terms and conditions of remuneration payable to the said CEO in such manner as may be mutually agreed between the Board and Mr. Jignesh Vallabhbhai Savani within the limits as prescribed in Section 197 read Schedule V of the Companies Act, 2013, including any amendment, modification, variation or re-enactment thereof.”

“RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, Mr. Jignesh Vallabhbhai Savani shall be paid salary, perquisites and other allowances as set out in explanatory statement as the minimum remuneration, subject to ceiling as specified in Section 197 read Schedule V

of the Companies Act, 2013 from time to time and subject to the approval of the Central Government, if so required, in accordance with the provisions of the Companies Act, 2013.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for implementation of the above resolution and matters connected therewith or incidental thereto including but not limited to delegation of all or any of the powers herein conferred to any Committee or any director(s) or any other officer(s) of the Company, or to settle any questions, difficulties or doubts that may arise with regard to the above resolution, without being required to seek any further clarification, consent or approval of the Members.”

**By Order of the Board of Directors
For Par Drugs and Chemicals Limited**

Place: Bhavnagar

Date: August 22, 2026

**Mr. Sanket B. Trivedi
Company Secretary & Compliance Officer
(Membership No: FCS: 13800)**

Par Drugs And Chemicals Limited

CIN: L24117GJ1999PLC035512

Registered office: 815, Nilamber Triumph, Gotri Vasna Road,
Vadodara-390007, Gujarat, India

Phone no.: 0265-2991021, 0278-2447013

Website: www.pardrugs.com Email: investors@pardrugs.com

NOTES

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

THE ENCLOSED PROXY FORM, IF INTENDED TO BE USED, MUST BE RECEIVED BY THE COMPANY, DULY FILLED, STAMPED AND SIGNED, AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING.

Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable, issued on behalf of the nominating organization.

- 2.** A person can act as proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than ten percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.
- 3.** Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- 4.** The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 setting out facts concerning the business under Item No. 3 to 7 of the Notice is annexed hereto.
- 5.** Brief Profile of Directors seeking appointment / re-appointment at the Annual General Meeting is provided at **Annexure-A** to this Notice as prescribed under regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India.
- 6.** In case of joint holders, the 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.
- 7.** As per amended regulation 40 of the Listing Regulations pursuant to which requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form. Members holding the shares in physical form are requested to dematerialize their holdings at the earliest as it will not be possible to transfer shares held in physical mode.
- 8.** Members are requested to bring their attendance slip along with their copy of annual report to the Meeting.
- 9.** Members who hold shares in de-materialization form are requested to bring their demat/depository account number for identification/ Client Master Report.
- 10.** In case of joint holders attending the Meeting only such joint holder who is higher in the order of names will be entitled to vote.
- 11.** All the Relevant documents referred to in the accompanying notice are open for inspection by the members at the registered office of the Company on all working days, between 11:00 a.m. to 5:00 p.m. up to the date of meeting and shall be available at the website of our Company at www.pardrugs.com and during the AGM.
- 12.** Members desirous of obtaining any information concerning accounts or operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the Meeting through email on investors@pardrugs.com so that the information required may be made available at the AGM and the same will be replied by the Company suitably.
- 13.** Members holding shares in dematerialized mode are requested to intimate all changes with respect to their change of address, e-mail address, change in name etc. to their respective Depository Participant. These changes will be automatically reflected in the Company's records

which will help the Company to provide efficient and better service to the members.

14. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN to the Company / MUFG INTIME INDIA PRIVATE LIMITED (Erstwhile known as Link Intime India Private Limited) ("RTA" of the Company).
15. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form-SH 13 prescribed by the Government can be obtained from the Share Transfer Agent or may be downloaded from the website of the Ministry of Company Affairs.
16. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to MUFG INTIME INDIA PRIVATE LIMITED, for consolidation into a single folio.
17. Non-Resident Indian Members are requested to inform MUFG INTIME INDIA PRIVATE LIMITED, immediately of:
 - a) Change in their residential status on return to India for permanent settlement.
 - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
18. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with MUFG INTIME INDIA PRIVATE LIMITED (RTA) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system will be provided by RTA.
19. Pursuant to Sections 124 of the Companies Act, 2013, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of its transfer to the Unpaid Dividend Account of the Company is required to be transferred to Investor Education and Protection Fund ("IEPF") established by the Central Government. The shareholders who have not claimed their dividend for in the earlier years are requested to approach the Company for the payment thereof as the same will be transferred to the Investor Education and Protection Fund after the period of seven years and no claim shall lay against the Company for the said amount of unclaimed dividend so transferred. The details of unclaimed dividends are available on the Company's website at www.pardrugs.com

Further, pursuant to the provisions of Section 124 of the Act and Investor Education and Protection Fund Authority Rules, 2016 ("IEPF Rules"), all shares on which dividend has not been paid or claimed for seven consecutive years or more are required to be transferred to Demat Account of IEPF. Accordingly, Shares of those Shareholders who have not encashed their Interim Dividend declared during the financial year 2019-2020 for seven consecutive years will be transferred to the IEPF Authority if the said dividend for the financial year 2019-2020 are not claimed by the concerned shareholder(s). The Company timely sent individual intimation to all such shareholders. All such Shareholders are requested to claim their Unclaimed Dividend expeditiously failing which their shares shall be transferred to Demat Account of IEPF and no claim shall lay against the Company. The Shareholders thereafter need to claim their shares from IEPF Authority by filing Web IEPF-5 Form and by following such procedures as prescribed in the IEPF Rules (as may be amended from time to time).

20. To support the "Green Initiative in Corporate Governance" taken by the Ministry of Corporate Affairs by allowing paperless compliance and stating that service of notices / documents including Annual Report can be effected by sending the same through electronic mode to the registered e-mail addresses of the shareholders.

The notice of the 27th AGM along with the Annual Report 2025-26 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may please note that this Notice and Annual Report 2025-26 will also be available on the Company's website at www.pardrugs.com, websites of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com and on the website of RTA at <https://instavote.linkintime.co.in/>. Members who would like to receive such notices / documents in electronic mode in lieu of physical copy and who have not registered their e-mail addresses so far or who would like to update their e-mail addresses already registered, are requested to register/update their e-mail addresses:

- In respect of electronic shareholding- through their respective Depository Participants;
- In respect of physical shareholding- by sending a request to the Company's Share Transfer Agent, mentioning therein their folio number and e-mail address.
- **For Permanent Registration for Demat shareholders:**

It is clarified that for permanent registration of e-mail address, the Members are requested to register their e-mail address, in respect of demat holdings with the respective Depository Participant (DP) by following the procedure prescribed by the Depository Participant or via email to RTA at ahmedabad@in.mpms.mufig.com or at investors@pardrugs.com

21. The route map showing directions to reach the venue of the 27th AGM is annexed.

E-VOTING (VOTING THROUGH ELECTRONIC MEANS):

- 1) In compliance with the provisions of section 108 of the Act read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, Standard 8 of the Secretarial Standards on General Meetings and in compliance with Regulation 44 of the SEBI Listing Regulations, the Company is pleased to offer the facility of voting through electronic means. The Company has made necessary arrangements with MUFG INTIME INDIA PRIVATE LIMITED (RTA) to facilitate the members to cast their votes electronically, ("remote e-voting").
- 2) 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 Friday, September 18, 2026**, shall be entitled to avail the facility of remote e-voting. Persons who are not members as on the cut-off date should treat this notice for information purpose only.
- 3) **Remote e-voting will commence at 9:00 A.M. IST on Tuesday, 22nd September, 2026 and will end at 5:00 P.M. IST on Friday, 25th September, 2026**, then remote e-voting will be blocked by RTA.
- 4) Any person who has acquired shares of the company and becomes member of the company after the dispatch of the Annual Report and holding shares as on the cut-off date may obtain the User Id and Password by referring e-voting instructions given in the notice which is uploaded on our website at www.pardrugs.com and RTA website <https://in.mpms.mufig.com/>

- 5) Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
- 6) The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date.
- 7) The Company has appointed CS Dip G. Patel, Proprietor of DG Patel & Associates, Practicing Company Secretary (Membership No. FCS: 10533; COP No: 13774), to act as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.

The result of the voting on the Resolutions shall be announced by the Chairman or any other person authorized by him immediately after the results are declared.

The results declared along with the Scrutinizer's Report, will be posted on the website of the Company www.pardrugs.com and on the website of the RTA <https://instavote.linkintime.co.in/> and will be displayed on the Notice Board of the Company at its Registered Office immediately after the declaration of the results by the Chairman or any other person authorized by him and will also be communicated to the National Stock Exchange.

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 / HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

- a) Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- c) Enter the OTP received on your registered email ID/ mobile number and click on login.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- Enter IDeAS User ID, Password, Verification code & click on "Log-in".
- Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

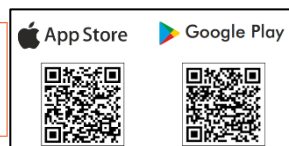
Shareholders not registered for IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- Enter the last 4 digits of your bank account / generate 'OTP'
- Post successful registration, user will be provided with Login ID and password.
- Follow steps given above in points (a-d).

METHOD 3 - NSDL e-voting website

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the "Login" tab available under 'Shareholder/Member' section.
- Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

- Visit URL: <https://www.cdslindia.com>.
- Go to e-voting tab.
- Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".
- Enter existing username, Password & click on "Login".

- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- To register, visit URL: <https://web.cdslindia.com/myeasitoken/Home/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration>.
- Proceed with updating the required fields for registration.
- Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- Login to DP website
- After Successful login, user shall navigate through “e-voting” option.
- Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on “**Login**” under ‘SHARE HOLDER’ tab.
- Enter details as under:
 - User ID: Enter User ID
 - Password: Enter existing Password
 - Enter Image Verification (CAPTCHA) Code
 - Click “Submit”.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No + Folio no.</u> , registered with the Company

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

Shareholders not registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on “**Sign Up**” under ‘SHARE HOLDER’ tab & register with details as under:

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
 - Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
 - Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
5. Set the password of your choice.
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).
Post successful registration, click on "**Login**" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No + Folio no.</u> , registered with the Company

STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufig.com and the company at registered email address.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"

- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu section
- C. Map the Investor with the following details:
 - 1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
 - 2) ‘Investor’s Name - Enter Investor’s Name as updated with DP.
 - 3) ‘Investor PAN’ - Enter your 10-digit PAN.
 - 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report section”.

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the “Event No.” for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “16-digit Demat Account No.”.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.

- b) After successful login, you will see “Notification for e-voting”.
- c) Select “View” icon for “Company’s Name / Event number”.
- d) E-voting page will appear.
- e) Download sample vote file from “Download Sample Vote File” tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under “Upload Vote File” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufig.com and the company at registered email address.

HELPPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufig.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on:
<https://instavote.linkintime.co.in>

- Click on “Login” under ‘SHARE HOLDER’ tab.
- Further Click on “forgot password?”

Instavote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no., registered with the Company

- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on "**forgot password?**"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

**By Order of the Board of Directors
For Par Drugs and Chemicals Limited**

Place: Bhavnagar

Date: August 22, 2026

**Mr. Sanket B. Trivedi
Company Secretary & Compliance Officer
(Membership No: FCS: 13800)**

Par Drugs And Chemicals Limited
CIN: L24117GJ1999PLC035512
Registered office: 815, Nilamber Triumph, Gotri Vasna Road,
Vadodara-390007, Gujarat, India
Phone no.: 0265-2991021, 0278-2447013
Website: www.pardrugs.com Email: investors@pardrugs.com

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

ITEM NO. 3: TO RE-APPOINT STATUTORY AUDITORS OF THE COMPANY AND TO FIX THEIR REMUNERATION.

The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), recommended for the approval of the Members, the re-appointment of **M/s. Sarupria Somani & Associates, Chartered Accountants (Firm Registration No.: 010674C)**, as the Auditors of the Company for a period of one year from the conclusion of this AGM till the conclusion of the next AGM at an annual remuneration / fees of **₹ 2,25,000/- (Rupees Two Lakh Twenty Five Thousand only)**. On the recommendation of the committee, the Board also recommended for the approval of the Members, the remuneration of **M/s. Sarupria Somani & Associates, Chartered Accountants** for the financial year 2026-27 as set out in the Resolution relating to their re-appointment.

The Committee considered various parameters like capability to serve a diverse and complex business landscapes that of the Company, audit experience in the Company's operating segment, market standing of the firm, clientele served, technical knowledge etc., and found **M/s. Sarupria Somani & Associates** to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company.

M/s. Sarupria Somani & Associates have given their consent to act as the Auditors of the Company and have confirmed that the said re-appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Companies Act, 2013.

Disclosure under Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Category of the Auditor	Statutory Auditors
Name of Auditor or Auditor's Firm	Sarupria Somani & Associates, Chartered Accountants
Firm Registration No.	010674C
Number of Financial Year(s) to which re-appointment relates	One (1) Year
Period of account for which re-appointed	F.Y. 2026-27
Date of re-appointment made by Board of Directors	August 22, 2026
Proposed fees payable to proposed Statutory Auditor for the F.Y. 2026-27	₹ 2,25,000/- (Rupees Two Lakh Twenty Five Thousand only).
Any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change	Not Applicable
Basis of recommendation and Auditor Credentials	The recommendations are based on the fulfilment of the eligibility criteria prescribed by the Act, with regard to the full-time partners, audit experience of the firms, capability, independence assessment, and audit experience

	<u>Brief Profile</u> The firm has standing of more than 36 years and the firm is having sufficient work force and is capable of employing more staff as per the need of assignment. The firm has tie up across India for rendering services on PAN India basis. The firm has rich experience in the field of Bank Audits, Accounting, Auditing, Taxation, Company Law, Finance and Management Consultancy. Further, you can find the detailed profile from the outcome of the Company dated 22.08.2026
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The Board recommends the Ordinary Resolution set out at Item No. 3 for approval of the Members.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in this Resolution except to the extent of their respective shareholding in the Company to the same extent as that of every other member of the Company.

ITEM NO. 4: TO APPROVE THE REMUNERATION PAYABLE TO MR. PRAVIN MANJIBHAI BHAYANI (DIN: 08332851) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

Mr. Pravin Manjibhai Bhayani (DIN: 08332851) was first appointed as an Independent Director of the company pursuant to Section 149 of the Companies Act, 2013 and Rules made thereunder on 17th January, 2019 and then reappointed for a second term of five consecutive years w.e.f. 17th January, 2024 to 16th January, 2029 not liable to retire by rotation.

Brief profile of the above Independent Director is as under:

Name of Director	Pravin Manjibhai Bhayani
Date of Birth	22/09/1971
Date of Appointment on the Board	17/01/2019
Expertise in specific functional area	He has 27 years of vast experience in the field of Audit, Accounts, System Implementation, Cost Review, Income-tax, GST and Finance.
Qualifications	FCA (Chartered Accountant), DISA (ICAI), B.Com
Directorships in Public Limited Companies	NIL
Shareholding of Director in the Company	NIL

Membership of Committees in Public Limited Companies:

Audit Committee	NIL
CSR Committee	NIL
Nomination and remuneration committee	NIL

Mr. Pravin Manjibhai Bhayani, aged 54 years, is a Qualified Chartered Accountant and a Fellow Member of The Institute of Chartered Accountants of India and also holds Certificate of Practice of The Institute

of Chartered Accountants of India. He completed his commerce graduation i.e. B. Com. from Gujarat University. He also holds Post Qualification degree in Information System Audit (DISA) from ICAI. He has 27 years of vast experience in the field of Audit, Accounts, System Implementation, Cost Review, Income-tax, GST and Finance.

Mr. Pravin Manjibhai Bhayani has confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). Mr. Pravin Manjibhai Bhayani is exempt from the requirement to undertake online proficiency self-assessment test conducted by IICA.

In terms of Regulation 25(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), Mr. Pravin Manjibhai Bhayani has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Mr. Pravin Manjibhai Bhayani has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circular dated June 20, 2018 issued by the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders.

In the opinion of the Board, Mr. Pravin Manjibhai Bhayani fulfils the all the conditions specified in the Companies Act, 2013 and rules made thereunder and the SEBI Listing Regulations as an Independent Director of the Company and that the director is independent of the management.

Section 197 of the Companies Act, 2013 ("Act"), as amended, permits payment of remuneration to Director(s) who is neither Managing Director nor Whole-time Director, in excess of 1% of the net profits of a company, if there is a managing or whole-time director or manager; and in excess of 3% of the net profits of a company, if there is no managing or whole-time director or manager, by obtaining approval of the Shareholders in general meeting by passing a special resolution. Further, the Companies (Amendment) Act, 2020 effective March 18, 2021 inter alia provides that if, in any financial year, a company has no profits or its profits are inadequate, the company shall not pay to its Non-Executive Directors, including an Independent Director, any remuneration except in accordance with the provisions of Schedule V of the Act. The remuneration thresholds as prescribed in Schedule V of the Act can be exceeded by passing a special resolution by the Members of the Company.

Regulation 17(6) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, inter alia provides that the Board shall recommend to the Members for their approval all fees or compensation, if any, paid to Non-Executive Directors, including Independent Directors.

Pursuant to Regulation 17(6)(ca) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations"), the approval of the Members by special resolution is required to be obtained every financial year, in which the annual remuneration payable to a single non-executive director exceeds fifty per cent of the total annual remuneration payable to all non-executive directors, giving details of the remuneration thereof. The remuneration payable to Mr. Pravin Manjibhai Bhayani for the period of one year from 1st October 2026 to 30th September 2027 will exceed 50% of the

total remuneration payable to all the Non-Executive Directors of the Company for the said period, considering that no remuneration shall be payable to any other Non-Executive Directors or Independent Directors of the Company.

Mr. Pravin Manjibhai Bhayani plays an important role in overseeing the governance, performance and sustainable growth of the Company. Mr. Pravin Manjibhai Bhayani contributes his wealth of knowledge, skills, expertise, independent perspective, strategies and experience to the business of the Company and provide required diversity in Board's decision-making process. With the enhanced corporate governance requirements, increased responsibilities and duties of the Independent Directors under the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the competitive business environment, the role of the Independent Directors, has become more onerous, requiring enhanced level of decision making ability, greater time commitments with high level of oversight.

In view of the above and in appreciation to the contribution and services Mr. Pravin Manjibhai Bhayani has rendered and continue to render to the Company, the Board, on the basis of the recommendation and approval of the Nomination and Remuneration Committee ("NRC") and approval of Audit Committee ("AC"), at their meeting held on **August 22, 2026**, have approved payment of remuneration to Mr. Pravin Manjibhai Bhayani amounting to ₹ 24,00,000/- (Rupees Twenty Four Lakhs Only), per annum **for the period of one year w.e.f. 1st October, 2026 to 30th September, 2027**, payable on a monthly, quarterly, half yearly or yearly basis, as decided by the Board of Directors of the Company.

The aforesaid remuneration shall exclude all the fees payable to Mr. Pravin Manjibhai Bhayani for attending the meetings of the Board and Committees of the Board and also exclude the expenses incurred/reimbursement of expenses for attending the meetings of the Board, Committees, Shareholders and such other meetings as organized by the Company from time to time.

The remuneration may exceed the statutory limits prescribed under Section 197 of the Act but shall be subject to a maximum limit of ₹ 24,00,000/- (Rupees Twenty Four Lakhs Only) per annum. Further, in case of loss or inadequacy of profits, the said amount would be paid as minimum remuneration in accordance with Schedule V of the Act, with requisite approvals.

The Company has not defaulted in payment of dues to any bank or public financial institution or any other secured creditors. The Company have not issued any debentures.

Statement pursuant to Clause (iv) of Section II of Part-II of schedule V of the Companies Act, 2013:

I. GENERAL INFORMATION:

1.	Nature of Industry.	Active Pharma Ingredients & Fine Chemicals
2.	Date or Expected Date of Commencement of Commercial Production.	Company is already engaged in manufacturing activities.
3.	In case of New Companies, expected date of commencement of activities as	Not applicable.

	per project approved by financial institutions appearing in the prospectus.			
4.	Financial performance based on given indicators	Particulars	2025-26 (Rs. in Lacs except EPS)	2024-25 (Rs. in Lacs except EPS)
		Revenue from operations	10365.56	10097.35
		Profit before Tax	1730.16	1792.29
		Profit After Tax	1310.86	1335.79
		EPS	10.65	10.86
5.	Foreign Investments or Collaborators, if any.	At present, the Company does not have any foreign investments or collaborations.		

II. INFORMATION ABOUT THE APPOINTEE:

1. Background Details:

Mr. Pravin Manjibhai Bhayani (DIN: 08332851) was first appointed as an Independent Director of the company pursuant to Section 149 of the Companies Act, 2013 and Rules made thereunder on 17th January, 2019 and then reappointed for a second term of five consecutive years w.e.f. 17th January, 2024 to 16th January, 2029 not liable to retire by rotation.

He is a Qualified Chartered Accountant and a Fellow Member of The Institute of Chartered Accountants of India and also holds Certificate of Practice of The Institute of Chartered Accountants of India. He completed his commerce graduation i.e. B. Com. from Gujarat University. He also holds Post Qualification degree in Information System Audit (DISA) from ICAI. He has 27 years of vast experience in the field of Audit, Accounts, System Implementation, Cost Review, Income-tax, GST and Finance.

2. Past Remuneration:

Period	Remuneration paid (₹ in Lakhs)
2023-24	Remuneration: 12.00 (Paid for the period 1 st October, 2023 to 31 st March, 2024) Sitting Fees: 0.90
2024-25	Remuneration: 24.00 Sitting Fees: 1.00
2025-26	Remuneration: 24.00 Sitting Fees: 0.75

3. Recognition or awards:

Mr. Pravin Manjibhai Bhayani plays an important role in overseeing the governance, performance and sustainable growth of the Company. Mr. Pravin Manjibhai Bhayani contributes his wealth of knowledge, skills, expertise, independent perspective, strategies and experience to the business of the Company and provide required diversity in Board's decision-making process.

4. Job Profile and his suitability:

In the capacity of Independent Director of the Company Mr. Pravin Manjibhai Bhayani shall be responsible for ensuring adoption of good governance practices and provide his professional expertise and rich experience and knowledge in the field of finance, accounts business strategy, finance, Information Technology etc.

5. Remuneration proposed:

₹ 24,00,000/- (Rupees Twenty Four Lakhs Only), per annum for the period of one year w.e.f. 1st October, 2026 to 30th September, 2027, payable on a monthly, quarterly, half yearly or yearly basis, as decided by the Board of Directors of the Company.

The aforesaid remuneration shall exclude all the fees payable to Mr. Pravin Manjibhai Bhayani for attending the meetings of the Board and Committees of the Board and also exclude the expenses incurred/reimbursement of expenses for attending the meetings of the Board, Committees, Shareholders and such other meetings as organized by the Company from time to time.

6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person.

Considering the specialised nature of the Company's business, which encompasses the manufacturing of Active Pharmaceutical Ingredients (APIs) and Fine Chemicals, the remuneration payable has been considered with reference to the size and scale of the Company's operations, the complexity and nature of its business, the responsibilities attached to the respective positions, the experience and qualifications of Pravin Manjibhai Bhayani, and the level of involvement required in managing the Company's operations and affairs.

Given the specialised nature of the Company's business, it is not considered appropriate or meaningful to directly compare the proposed remuneration with that of companies operating in similar industries, as there may be significant differences in the nature and scale of operations, the positions and responsibilities involved, and the qualifications, experience and profiles of the respective managerial personnel. Accordingly, such industry comparison may not be feasible and may not provide a meaningful benchmark or basis for determining comparable remuneration payable for any particular year.

The proposed remuneration of ₹ 2.00 Lakh per month has been considered having regard to his professional qualifications as a Chartered Accountant, more than two decades of experience in audit, taxation, finance and systems, and his role in providing independent financial, governance and risk oversight to the Company for more than 5 years.

7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Pravin Manjibhai Bhayani is not holding any the equity share capital of the company. However, his Spouse is holding 6000 equity shares in the company. Apart from this, he is not having pecuniary relation, directly and indirectly, with the company.

III. OTHER INFORMATION:

1. Reasons of Loss or Inadequate Profits:

The Company is primarily engaged in the manufacture of Active Pharmaceutical Ingredients (APIs) and Fine Chemicals. The business operates in a competitive environment and is subject to pricing pressures, fluctuations in input costs, changing customer requirements, regulatory requirements and prevailing market conditions. These factors may impact operating margins and profitability from time to time.

2. Steps taken or proposed to be taken for improvement:

The Company continues to focus on strengthening its sales and marketing initiatives, expanding customer relationships and improving market penetration with a view to increasing sales and improving operating performance. Simultaneously, continued emphasis is being placed on cost optimisation, operational efficiency, prudent working-capital management and effective utilisation of resources. These measures are expected to support sustainable improvement in margins and profitability.

3. Expected increase in productivity and profits in measurable terms:

Given the nature of the Company's business and the various external factors influencing its operations, including competitive intensity, market conditions, input-cost fluctuations, customer requirements and regulatory developments, the precise impact of the above measures on productivity and profitability cannot be determined with certainty. Nevertheless, management expects that the continued focus on sales growth, operational efficiency, cost optimisation and prudent resource utilisation will contribute to improvement in productivity and profitability over the medium to long term.

IV. REASONS AND JUSTIFICATION FOR PAYMENT BEYOND LIMITS SPECIFIED IN SCHEDULE.

Mr. Pravin Manjibhai Bhayani is a Qualified Chartered Accountant and a Fellow Member of The Institute of Chartered Accountants of India and also holds Certificate of Practice of The Institute of Chartered Accountants of India. He completed his commerce graduation i.e. B. Com. from Gujarat University. He also holds Post Qualification degree in Information System Audit (DISA) from ICAI. He has 27 years of vast experience in the field of Audit, Accounts, System Implementation, Cost Review, Income-tax, GST and Finance.

Mr. Pravin Manjibhai Bhayani plays an important role in overseeing the governance, performance and sustainable growth of the Company. Mr. Pravin Manjibhai Bhayani contributes his wealth of knowledge, skills, expertise, independent perspective, strategies and experience to the business of the Company and provide required diversity in Board's decision-making process. In the capacity of Independent Director of the Company Mr. Pravin Manjibhai Bhayani shall be responsible for ensuring adoption of good governance practices and provide his professional expertise and rich experience and knowledge in the field of Audit, Accounts, System Implementation, Cost Review, Income-tax, GST and Finance. Looking to his expertise and experience, it is proposed to approve remuneration beyond the Limits.

Pursuant to the provisions of Sections 197 and other applicable provisions read along with Schedule V of the Companies Act, 2013 and applicable regulations of Securities and Exchange Board of India (Listing

Obligations and Disclosure Requirements) Regulations, 2015 payment of remuneration to Mr. Pravin Manjibhai Bhayani required to be approved by the members of the company by Special Resolution.

The Board commends the Special Resolution set out at Item No. 4 of the Notice for approval by the members.

Except Mr. Pravin Manjibhai Bhayani, none of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in this Resolution except to the extent of their respective shareholding in the Company to the same extent as that of every other member of the Company.

ITEM NO. 5: Ratification of Remuneration of Cost Auditors:

In terms of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014 ('Rules'), each as amended from time to time, the Company is required to undertake the audit of its cost records for products covered under the Rules. Such cost audit shall be conducted by a cost accountant in practice.

The Audit Committee of the Company considered and recommended to the Board, the appointment of **Maulin Shah & Associates, Cost Accountants** (Firm Registration Number - 101527), as the Cost Auditors of the Company for F.Y. 2026-27, for a remuneration of ₹ 60,000/- plus applicable taxes and reimbursement of out-of-pocket expenses.

Based on the recommendation of the Audit Committee, the Board at its meeting held on August 22, 2026, approved the appointment of **Maulin Shah & Associates, Cost Accountants** (Firm Registration Number - 101527), as the Cost Auditors of the Company for F.Y. 2026-27 at a remuneration of ₹ 60,000/- plus applicable taxes and reimbursement of out-of-pocket expenses, payable to Cost Auditors. In accordance with the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as amended, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board, must be ratified by the Members of the Company.

The consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditor of the Company for the Financial Year ending March 31, 2027.

The Board recommends the Ordinary Resolution set forth in Item No. 5 for the approval of the Members. None of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in this Resolution except to the extent of their respective shareholding in the Company to the same extent as that of every other member of the Company.

ITEM NO.6: To increase Remuneration payable to Mr. Falgun Vallabhbhai Savani (DIN: 00198236) as a Managing Director of the company:

Falgun Vallabhbhai Savani has been the Director of our Company since inception and was subsequently designated as Chairman and Managing Director of the Company w.e.f. November 26, 2018. He holds Bachelor's degree in Pharmacy from B. K. Modi Government Pharmacy Collage, Rajkot affiliated with Saurashtra University. He has more than two decades of experience in API Industry. He is playing vital role in formulating business strategies and effective implementation of the same. He is responsible for

expansion, growth and overall management of the business of our Company. His leadership abilities have been instrumental in leading the core team of our Company.

Considering his contribution and progress made by the company under his leadership and guidance and as per the recommendations and approval of Nomination and Remuneration Committee and Audit Committee, the Board at its meeting held on 22nd August, 2026 approved to increase the remuneration payable to **Mr. Falgun Vallabhbhai Savani (DIN: 00198236)** as a Managing Director of the company amounting to ₹ 64,00,000/- (Rupees Sixty Four Lakhs Only) per annum for a period of Two (2) years commencing from 26th Day of November, 2026 to 25th Day of November, 2028 on terms and conditions mentioned hereinafter.

The aforesaid remuneration shall exclude all the fees payable to Mr. Falgun Vallabhbhai Savani for attending the meetings of the Board and Committees of the Board and also exclude the expenses incurred/reimbursement of expenses for attending the meetings of the Board, Committees, Shareholders and such other meetings as organized by the Company from time to time.

The remuneration may exceed the statutory limits prescribed under Section 197 of the Act but shall be subject to a maximum limit of ₹ 64,00,000/- (Rupees Sixty Four Lakhs Only) per annum. Further, in case of loss or inadequacy of profits, the said amount would be paid as minimum remuneration in accordance with Schedule V of the Act, with requisite approvals.

The Company has not defaulted in payment of dues to any bank or public financial institution or any other secured creditors. The Company have not issued any debentures.

The main terms and conditions of remuneration of Mr. Falgun Vallabhbhai Savani are furnished below:

1) Salary, perquisites and allowances:

Salary including Perquisites and allowances at the rate of ₹ 64,00,000/- (Rupees Sixty Four Lakhs Only) per annum for a period of Two (2) years commencing from 26th Day of November, 2026 to 25th Day of November, 2028.

The aforesaid remuneration shall exclude all the fees payable to Mr. Falgun Vallabhbhai Savani for attending the meetings of the Board and Committees of the Board and also exclude the expenses incurred/reimbursement of expenses for attending the meetings of the Board, Committees, Shareholders and such other meetings as organized by the Company from time to time.

Perquisites and allowances:

Perquisites and allowances shall include -

- A. Car with driver:** Managing Director will be provided a Car with driver for use on Company's business. All the expenses for maintenance and running of the same including salary of the driver to be borne by the company.
- B. Medical reimbursement / allowance:** As per the rules of the Company.
- C. Personal accident insurance:** As per the rules of the Company.
- D.** The Company shall reimburse actual entertainment and travelling expenses incurred by the Managing Director in connection with the Company's business.

Provided Salary, perquisites and allowances may be revised periodically by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee and Audit Committee within the limits as prescribed in Section 197 read Schedule V of the Companies Act, 2013, including any amendment, modification, variation or re-enactment thereof and subject to the condition that the value of any increment in the annual Salary, perquisites and allowances payable to Managing Director shall not exceed 3% of the Annual Net Profit of the company as per the latest audited financial statements of the company.

2) Sitting Fees:

Sitting fees at the rate of Rs. 5,000/- (Rupees Five Thousands Only) per meeting of Board of Directors and its committees attended which may be revised by the Board of director as per requirement.

3) Perquisites as per the Section IV of the Schedule V of the Act as provided below:

- A. The Board has considered the relation of the Managing Director in terms of his involved in the management of the company through his substation interest in the company and based on that, it is duly considered that there is no employer and employee relation between the company and Managing Director on his appointment but the same is an agency relationship. Hence, the remuneration as mentioned in point no. 1 above shall not be subject to the provisions of any Provident Fund or ESI under the respective Act(s) and/or Rules framed thereunder and no provisions under the aforesaid Act(s) shall be made over and above of the remuneration payable to the Managing Director.
- B. Encashment of leave at the end of tenure as per rules of the company.
- C. Gratuity computed as per the provisions of the Gratuity Act shall be payable on retirement of the director from the Company.

It is clarified that employees stock options as might be granted to Mr. Falgun Vallabhbhai Savani, from time to time, shall not be considered as a part of perquisites mentioned above and that the perquisite value of stock options exercised shall be in addition to the remuneration under point no. 1 above.

Statement pursuant to Clause (iv) of Section II of Part-II of schedule V of the Companies Act, 2013:

I. GENERAL INFORMATION:

1.	Nature of Industry.	Active Pharma Ingredients & Fine Chemicals		
2.	Date or Expected Date of Commencement of Commercial Production.	Company is already engaged in manufacturing activities.		
3.	In case of New Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not applicable.		
4.	Financial performance based on given indicators	Particulars	2025-26 (Rs. in Lacs except EPS)	2024-25 (Rs. in Lacs except EPS)
		Revenue from operations	10365.56	10097.35

		Profit before Tax	1730.16	1792.29
		Profit After Tax	1310.86	1335.79
		EPS	10.65	10.86
5.	Foreign Investments or Collaborators, if any.	At present, the Company does not have any foreign investments or collaborations.		

II. INFORMATION ABOUT THE APPOINTEE:

1. Background Details:

Falgun Vallabhbbhai Savani has been the Director of our Company since inception and was subsequently designated as Chairman and Managing Director of the Company w.e.f. November 26, 2018. He holds Bachelor's degree in Pharmacy from B. K. Modi Government Pharmacy Collage, Rajkot affiliated with Saurashtra University. He has more than two decades of experience in API Industry. He is playing vital role in formulating business strategies and effective implementation of the same. He is responsible for expansion, growth and overall management of the business of our Company. His leadership abilities have been instrumental in leading the core team of our Company.

2. Past Remuneration:

Period	Remuneration paid (Rs. in Lakhs)
2023-24	Remuneration: 51.50 Sitting Fees: 0.60
2024-25	Remuneration: 51.50 Sitting Fees: 0.70
2025-26	Remuneration: 51.50 Sitting Fees: 0.50

3. Recognition or awards:

Mr. Falgun Vallabhbbhai Savani is well recognized for his leadership, visionary, and entrepreneur skills in managing business activities and has been efficiently managing overall affairs of the Company.

4. Job Profile and his suitability:

In the capacity of Managing Director of the Company Mr. Falgun Vallabhbbhai Savani shall be responsible for defining and executing business strategy, strengthening governance practices and providing overall leadership to the Company's operations or such other roles and responsibilities as may be assigned to him by the Board from time to time.

5. Remuneration proposed:

Salary including Perquisites and allowances at the rate of ₹ 64,00,000/- (Rupees Sixty Four Lakhs Only) per annum for a period of Two (2) years commencing from 26th Day of November, 2026 to 25th Day of November, 2028.

6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person.

Considering the specialised nature of the Company's business, which encompasses the manufacturing of Active Pharmaceutical Ingredients (APIs) and Fine Chemicals, the remuneration payable has been considered with reference to the size and scale of the Company's operations, the complexity and nature of its business, the responsibilities attached to the respective positions, the experience and qualifications of the individuals, and the level of involvement required in managing the Company's operations and affairs.

Given the specialised nature of the Company's business, it is not considered appropriate or meaningful to directly compare the proposed remuneration with that of companies operating in similar industries, as there may be significant differences in the nature and scale of operations, the positions and responsibilities involved, and the qualifications, experience and profiles of the respective managerial personnel. Accordingly, such industry comparison may not be feasible and may not provide a meaningful benchmark or basis for determining comparable remuneration payable for any particular year.

Mr. Falgun Vallabhbhai Savani, Chairman & Managing Director, is a founding member of the Company and possesses more than two decades of industry experience, with a degree in Pharmacy. He is responsible for providing overall leadership and strategic direction to the Company, including oversight of organisational management and governance.

The remuneration proposed has been considered in the context of their respective roles, responsibilities, experience, contribution and the requirements of managing the Company's business. The Board is of the view that the proposed remuneration is appropriate having regard to the Company's size, operations and managerial requirements

7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Falgun Vallabhbhai Savani is holding 2645952 Equity Shares i.e. 21.50% of the equity share capital of the company. In addition to above, his relatives are also holding shares in the company. Accordingly, he may be deemed having pecuniary relation, directly and indirectly, with the company.

III. OTHER INFORMATION:

1. Reasons of Loss or Inadequate Profits:

The Company is primarily engaged in the manufacture of Active Pharmaceutical Ingredients (APIs) and Fine Chemicals. The business operates in a competitive environment and is subject to pricing pressures, fluctuations in input costs, changing customer requirements, regulatory requirements and prevailing market conditions. These factors may impact operating margins and profitability from time to time.

2. Steps taken or proposed to be taken for improvement:

The Company continues to focus on strengthening its sales and marketing initiatives, expanding customer relationships and improving market penetration with a view to increasing sales and improving operating performance. Simultaneously, continued emphasis is being placed on cost optimisation, operational efficiency, prudent working-capital management and effective utilisation of resources. These measures are expected to support sustainable improvement in margins and profitability.

3. Expected increase in productivity and profits in measurable terms:

Given the nature of the Company's business and the various external factors influencing its operations, including competitive intensity, market conditions, input-cost fluctuations, customer requirements and regulatory developments, the precise impact of the above measures on productivity and profitability cannot be determined with certainty. Nevertheless, management expects that the continued focus on sales growth, operational efficiency, cost optimisation and prudent resource utilisation will contribute to improvement in productivity and profitability over the medium to long term.

IV. REASONS AND JUSTIFICATION FOR PAYMENT BEYOND LIMITS SPECIFIED IN SCHEDULE.

Falgun Vallabhbhai Savani has been the Director of our Company since inception and was subsequently designated as Chairman and Managing Director of the Company w.e.f. November 26, 2018. He holds Bachelor's degree in Pharmacy from B. K. Modi Government Pharmacy Collage, Rajkot affiliated with Saurashtra University. He has more than two decades of experience in API Industry. He is playing vital role in formulating business strategies and effective implementation of the same. He is responsible for expansion, growth and overall management of the business of our Company. His leadership abilities have been instrumental in leading the core team of our Company. Looking to his expertise and experience, it is proposed to approve remuneration beyond the Limits.

Pursuant to the provisions of Sections 197 and other applicable provisions read along with Schedule V of the Companies Act, 2013 and applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, increase in remuneration of Mr. Falgun Vallabhbhai Savani is required to be approved by the members of the company by Special Resolution.

The Board commends the Special Resolution set out at Item No. 6 of the Notice for approval by the members.

Mr. Falgun Vallabhbhai Savani is interested in the resolution set out at Item No. 6 of the Notice. The relative of Mr. Falgun Vallabhbhai Savani i.e. Mr. Jignesh Vallabhbhai Savani, CEO & Director is also deemed to be interested in the resolution set out at Item No. 6 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in this Resolution except to the extent of their respective shareholding in the Company to the same extent as that of every other member of the Company.

ITEM NO. 7: To increase Remuneration payable to Mr. Jignesh Vallabhbhai Savani (DIN: 00198203) as a CEO of the company:

Mr. Jignesh Vallabhbhai Savani has been the Director of our Company since inception and was also appointed as CEO of the Company w.e.f. 26th Day of November, 2018. Mr. Jignesh Vallabhbhai Savani has completed Matriculation education from Gujarat Secondary Education Board. He has more than two decades of experience in the API Industry. He has been actively involved in the day-to-day operations of our Company and looks after the sales, administration and finance department of our Company. He has work experience in all departments of Company like logistics, HR, Manufacturing, Accounts etc.

Considering his contribution and progress made by the company under his leadership and guidance and as per the recommendations and approval of Nomination and Remuneration Committee and Audit Committee, the Board at its meeting held on 22nd August, 2026 approved to increase the remuneration payable to **Mr. Jignesh Vallabhbhai Savani (DIN: 00198203)** as a CEO of the company amounting to ₹ 64,00,000/- (Rupees Sixty Four Lakhs Only) per annum for a period of Two (2) years commencing from 26th Day of November, 2026 to 25th Day of November, 2028 on terms and conditions mentioned hereinafter.

The aforesaid remuneration shall exclude all the fees payable to Mr. Jignesh Vallabhbhai Savani for attending the meetings of the Board and Committees of the Board and also exclude the expenses incurred/reimbursement of expenses for attending the meetings of the Board, Committees, Shareholders and such other meetings as organized by the Company from time to time.

The remuneration may exceed the statutory limits prescribed under Section 197 of the Act but shall be subject to a maximum limit of ₹ 64,00,000/- (Rupees Sixty Four Lakhs Only) per annum. Further, in case of loss or inadequacy of profits, the said amount would be paid as minimum remuneration in accordance with Schedule V of the Act, with requisite approvals.

The Company has not defaulted in payment of dues to any bank or public financial institution or any other secured creditors. The Company have not issued any debentures.

The main terms and conditions of remuneration of Mr. Jignesh Vallabhbhai Savani are furnished below:

1) Salary, perquisites and allowances:

Salary including Perquisites and allowances at the rate of ₹ 64,00,000/- (Rupees Sixty Four Lakhs Only) per annum for a period of Two (2) years commencing from 26th Day of November, 2026 to 25th Day of November, 2028.

The aforesaid remuneration shall exclude all the fees payable to Mr. Jignesh Vallabhbhai Savani for attending the meetings of the Board and Committees of the Board and also exclude the expenses incurred/reimbursement of expenses for attending the meetings of the Board, Committees, Shareholders and such other meetings as organized by the Company from time to time.

Perquisites and allowances:

Perquisites and allowances shall include -

A. Car with driver: CEO will be provided a Car with driver for use on Company's business. All the expenses for maintenance and running of the same including salary of the driver to be borne by the company.

B. Medical reimbursement / allowance: As per the rules of the Company.

C. Personal accident insurance: As per the rules of the Company.

D. The Company shall reimburse actual entertainment and travelling expenses incurred by the Managing Director in connection with the Company's business.

Provided Salary, perquisites and allowances may be revised periodically by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee and Audit Committee within the limits as prescribed in Section 197 read Schedule V of the Companies Act, 2013, including any amendment, modification, variation or re-enactment thereof and subject to the

condition that the value of any increment in the annual Salary, perquisites and allowances payable to CEO shall not exceed 3% of the Annual Net Profit of the company as per the latest audited financial statements of the company.

2) Sitting Fees:

Sitting fees at the rate of Rs. 5,000/- (Rupees Five Thousands Only) per meeting of Board of Directors and its committees attended which may be revised by the Board of director as per requirement.

3) Perquisites as per the Section IV of the Schedule V of the Act as provided below:

- A.** The Board has considered the relation of the CEO in terms of his involved in the management of the company through his substation interest in the company and based on that, it is duly considered that there is no employer and employee relation between the company and CEO on his appointment but the same is an agency relationship. Hence, the remuneration as mentioned in point no. 1 above shall not be subject to the provisions of any Provident Fund or ESI under the respective Act(s) and/or Rules framed thereunder and no provisions under the aforesaid Act(s) shall be made over and above of the remuneration payable to the CEO.
- B.** Encashment of leave at the end of tenure as per rules of the company.
- C.** Gratuity computed as per the provisions of the Gratuity Act shall be payable on retirement of the director from the Company.

It is clarified that employees stock options as might be granted to Mr. Jignesh Vallabhkhani Savani, from time to time, shall not be considered as a part of perquisites mentioned above and that the perquisite value of stock options exercised shall be in addition to the remuneration under point no. 1 above.

Statement pursuant to Clause (iv) of Section II of Part-II of schedule V of the Companies Act, 2013:

I. GENERAL INFORMATION:

1.	Nature of Industry.	Active Pharma Ingredients & Fine Chemicals		
2.	Date or Expected Date of Commencement of Commercial Production.	Company is already engaged in manufacturing activities.		
3.	In case of New Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not applicable.		
4.	Financial performance based on given indicators	Particulars	2025-26 (Rs. in Lacs except EPS)	2024-25 (Rs. in Lacs except EPS)
		Revenue from operations	10365.56	10097.35
		Profit before Tax	1730.16	1792.29
		Profit After Tax	1310.86	1335.79
		EPS	10.65	10.86

5.	Foreign Investments or Collaborators, if any.	At present, the Company does not have any foreign investments or collaborations.
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II. INFORMATION ABOUT THE APPOINTEE:

1. Background Details:

Mr. Jignesh Vallabhbhai Savani has been the Director of our Company since inception and was also appointed as CEO of the Company w.e.f. 26th Day of November, 2018. Mr. Jignesh Vallabhbhai Savani has completed Matriculation education from Gujarat Secondary Education Board. He has more than two decades of experience in the API Industry. He has been actively involved in the day-to-day operations of our Company and looks after the sales, administration and finance department of our Company. He has work experience in all departments of Company like logistics, HR, Manufacturing, Accounts etc.

2. Past Remuneration:

Period	Remuneration paid (Rs. in Lakhs)
2023-24	Remuneration: 51.50 Sitting Fees: 0.35
2024-25	Remuneration: 51.50 Sitting Fees: 0.40
2025-26	Remuneration: 51.50 Sitting Fees: 0.30

3. Recognition or awards:

Mr. Jignesh Vallabhbhai Savani is well recognized for his leadership, visionary, and entrepreneur skills in managing business activities and has been efficiently managing overall affairs of the Company.

4. Job Profile and his suitability:

In the capacity of CEO of the Company, Mr. Jignesh Vallabhbhai Savani shall be responsible for executing business strategy and providing overall leadership to the Company's operations or such other roles and responsibilities as may be assigned to him by the Board from time to time.

5. Remuneration proposed:

Salary including Perquisites and allowances at the rate of ₹ 64,00,000/- (Rupees Sixty Four Lakhs Only) per annum for a period of Two (2) years commencing from 26th Day of November, 2026 to 25th Day of November, 2028.

6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person.

Considering the specialised nature of the Company's business, which encompasses the manufacturing of Active Pharmaceutical Ingredients (APIs) and Fine Chemicals, the remuneration payable has been considered with reference to the size and scale of the Company's operations, the complexity and nature of its business, the responsibilities attached to the respective positions, the experience and

qualifications of the individuals, and the level of involvement required in managing the Company's operations and affairs.

Given the specialised nature of the Company's business, it is not considered appropriate or meaningful to directly compare the proposed remuneration with that of companies operating in similar industries, as there may be significant differences in the nature and scale of operations, the positions and responsibilities involved, and the qualifications, experience and profiles of the respective managerial personnel. Accordingly, such industry comparison may not be feasible and may not provide a meaningful benchmark or basis for determining comparable remuneration payable for any particular year.

Mr. Jignesh Vallabhbhai Savani, Executive Director & CEO, is a founding team member with extensive industry experience and is responsible for sales, administration, finance and the day-to-day management of the Company's operations.

The remuneration proposed has been considered in the context of their respective roles, responsibilities, experience, contribution and the requirements of managing the Company's business. The Board is of the view that the proposed remuneration is appropriate having regard to the Company's size, operations and managerial requirements.

7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Jignesh Vallabhbhai Savani is holding 2692440 Equity Shares i.e. 21.88% of the equity share capital of the company. In addition to above, his relatives are also holding shares in the company. Accordingly, he may be deemed having pecuniary relation, directly and indirectly, with the company.

III. OTHER INFORMATION:

1. Reasons of Loss or Inadequate Profits:

The Company is primarily engaged in the manufacture of Active Pharmaceutical Ingredients (APIs) and Fine Chemicals. The business operates in a competitive environment and is subject to pricing pressures, fluctuations in input costs, changing customer requirements, regulatory requirements and prevailing market conditions. These factors may impact operating margins and profitability from time to time.

2. Steps taken or proposed to be taken for improvement:

The Company continues to focus on strengthening its sales and marketing initiatives, expanding customer relationships and improving market penetration with a view to increasing sales and improving operating performance. Simultaneously, continued emphasis is being placed on cost optimisation, operational efficiency, prudent working-capital management and effective utilisation of resources. These measures are expected to support sustainable improvement in margins and profitability.

3. Expected increase in productivity and profits in measurable terms:

Given the nature of the Company's business and the various external factors influencing its operations, including competitive intensity, market conditions, input-cost fluctuations, customer requirements and regulatory developments, the precise impact of the above measures on productivity and profitability cannot be determined with certainty. Nevertheless, management expects that the continued focus on sales growth, operational efficiency, cost optimisation and prudent resource utilisation will contribute to improvement in productivity and profitability over the medium to long term.

IV. REASONS AND JUSTIFICATION FOR PAYMENT BEYOND LIMITS SPECIFIED IN SCHEDULE.

Mr. Jignesh Vallabhbhai Savani has been the Director of our Company since inception and was also appointed as CEO of the Company w.e.f. 26th Day of November, 2018. Mr. Jignesh Vallabhbhai Savani has completed Matriculation education from Gujarat Secondary Education Board. He has more than two decades of experience in the API Industry. He has been actively involved in the day-to-day operations of our Company and looks after the sales, administration and finance department of our Company. He has work experience in all departments of Company like logistics, HR, Manufacturing, Accounts etc. Looking to his expertise and experience, it is proposed to approve remuneration beyond the Limits.

Pursuant to the provisions of Sections 197 and other applicable provisions read along with Schedule V of the Companies Act, 2013 and applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, increase in remuneration of Mr. Jignesh Vallabhbhai Savani is required to be approved by the members of the company by Special Resolution.

The Board commends the Special Resolution set out at Item No. 7 of the Notice for approval by the members.

Mr. Jignesh Vallabhbhai Savani is interested in the resolution set out at Item No. 7 of the Notice. The relative of Mr. Jignesh Vallabhbhai Savani i.e. Mr. Falgun Vallabhbhai Savani, Chairman & Managing Director is also deemed to be interested in the resolution set out at Item No. 7 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in this Resolution except to the extent of their respective shareholding in the Company to the same extent as that of every other member of the Company.

**By Order of the Board of Directors
For Par Drugs and Chemicals Limited**

Place: Bhavnagar

Date: August 22, 2026

Mr. Sanket B. Trivedi
Company Secretary & Compliance Officer
(Membership No: FCS: 13800)

Par Drugs And Chemicals Limited
CIN: L24117GJ1999PLC035512
Registered office: 815, Nilamber Triumph, Gotri Vasna Road,
Vadodara-390007, Gujarat, India
Phone no.: 0265-2991021, 0278-2447013
Website: www.pardrugs.com Email: investors@pardrugs.com

ANNEXURE - A

INFORMATION REQUIRED PURSUANT TO SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) AND PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015), IN RESPECT OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE 27th ANNUAL GENERAL MEETING.

Directors retiring by rotation and eligible for re-appointment:

1. Mr. Jignesh Vallabhbhai Savani, Director & CEO (DIN: 00198203)

Name of Director	Mr. Jignesh Vallabhbhai Savani 
DIN No.	00198203
Designation	Director & CEO
Date of Birth	15/12/1977
Age	48 Years
Date of first appointment on the Board	Appointed as Director on 26/02/1999. Appointed as CEO on 26/11/2018
Qualification / Brief Resume / Expertise in specific functional area / experience	Mr. Jignesh Vallabhbhai Savani has been the Director of our Company since inception and was also appointed as CEO of the Company w.e.f. 26th Day of November, 2018. Mr. Jignesh Vallabhbhai Savani has completed Matriculation education from Gujarat Secondary Education Board. He has more than two decades of experience in the API Industry. He has been actively involved in the day-to-day operations of our Company and looks after the sales, administration and finance department of our Company. He has work experience in all departments of Company like logistics, HR, Manufacturing, Accounts etc.
Terms and conditions of appointment / re-appointment along with details of remuneration sought to be paid	Liable to retire by rotation Mr. Jignesh Vallabhbhai Savani will be eligible for remuneration subject to approval of shareholder as mentioned in the item no. 7 & it's explanatory statement in the capacity of CEO
No. of Shares held in the Company as on 31/03/2026	2692440 Equity Shares
Promoter / Non-Promoter	Promoter
Remuneration	Rs. 51.50 Lakh Remuneration and 0.30 lakh sitting fees F.Y. 2025-26

Relationship with other Directors and Key Managerial Personnel	Brother of Mr. Falgun Vallabhbhai Savani, Chairman & Managing Director of the company.
No of meetings of the Board attended during the year	5 (Five) out of 5 (Five)
Details of Directorship held in other Companies as on 31/03/2026	NIL
Details of Chairmanship / Membership of Committees of other companies as on 31/03/2026	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
Affirmation: (Information as required under NSE circular no. NSE/CML/2018/02, dated June 20, 2018.)	Director is not debarred from holding the office by virtue of any SEBI Order or any other authority.

Details required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 Issued on July 11, 2023 and last updated on January 30, 2026

1. Mr. Jignesh Vallabhbhai Savani, Director & CEO (DIN: 00198203)

Name of Director	Mr. Jignesh Vallabhbhai Savani
DIN No.	00198203
Designation	Director & CEO
Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Retiring by rotation and being eligible offers himself for re-appointment
Date of appointment/ reappointment/ cessation (as applicable) & term of appointment/ reappointment;	26 th September, 2026 Retiring by rotation and being eligible offers himself for re-appointment
Brief profile	Mr. Jignesh Vallabhbhai Savani has been the Director of our Company since inception and was also appointed as CEO of the Company w.e.f. 26 th Day of November, 2018. Mr. Jignesh Vallabhbhai Savani has completed Matriculation education from Gujarat Secondary Education Board. He has more than two decades of experience in the API Industry. He has been actively involved in the day-to-day operations of our

	Company and looks after the sales, administration and finance department of our Company. He has work experience in all departments of Company like logistics, HR, Manufacturing, Accounts etc.
Disclosure of relationships between directors (in case of appointment of a director);	Brother of Mr. Falgun Vallabhbhai Savani, Chairman & Managing Director of the company

2. M/s. Sarupria Somani & Associates, Chartered Accountants, Statutory Auditors of the company

Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Term of M/s. Sarupria Somani & Associates, Chartered Accountants (Firm Registration No.: 010674C) as Statutory Auditors of the Company will end in ensuing 27 th Annual General Meeting of the company. It is proposed to re-appoint them as Statutory Auditors of the Company from the conclusion of ensuing 27 th Annual General Meeting till the conclusion of the next 28 th Annual General Meeting of the Company to be held for the F.Y. 2026-27
Date of appointment/ reappointment/ cessation (as applicable) & term of appointment /reappointment;	26 th September, 2026
Brief profile	The firm has standing of more than 36 years and the firm is having sufficient work force and is capable of employing more staff as per the need of assignment. The firm has tie up across India for rendering services on PAN India basis. The firm has rich experience in the field of Bank Audits, Accounting, Auditing, Taxation, Company Law, Finance and Management Consultancy. Further, you can find the detailed profile from the outcome of the Company dated 22.08.2026
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable



DRUGS AND CHEMICALS LIMITED

Registered Office :

815, Nilamber Triumph, Gotri-Vasna Road, Vadodara - 390 007. Gujarat (INDIA).

Ph. : +91-265-2991021 / 2991022

Email : admin@pardrugs.com

CIN No. : L24117GJ1999PLC035512

www.pardrugs.com

ATTENDANCE SLIP

(TO BE HANDED OVER AT THE ENTRANCE)

I/we hereby record my/our presence at the 27th Annual General Meeting of the Company held on Saturday, 26th Day of September, 2026 at 11:00 A.M. at Hotel Tara Suns, B/h Yash Complex, B/s Sonal Park, G.E.R.I. Road, Gotri, Vadodara -390021, Gujarat, India

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Full name of the member attending: _____

Address: _____

Name of Proxy: _____

Regd. Folio No.: _____

DP Id: _____ Client Id : _____

Number of shares held: _____

Full Name of Shareholder (In block letters)

Signature of Shareholder

Full Name of Proxy (In block letters)

Signature of Proxy

FORM NO. MGT- 11

PROXY FORM

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

Venue of Meeting: Hotel Tara Suns, B/h Yash Complex, B/s Sonal Park, G.E.R.I. Road, Gotri, Vadodara -390021, Gujarat, India

Day, date & time: 27th Annual General Meeting, Saturday, 26th Day of September, 2026 at 11:00 A.M.

Name of the member(s)	_____
Registered address :	_____
Email Id :	_____
Folio No./Client Id :	_____ DP ID : _____

I/We, being the member(s) of equity shares of the above named company, hereby appoint

1. Name : _____

Address : _____

E-mail ID: _____ Signature _____

or failing him/her

2. Name : _____

Address : _____

E-mail ID: _____ Signature _____

or failing him/her

3. Name : _____

Address : _____

E-mail ID: _____ Signature _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 27th Annual General Meeting of the Company to be held on Saturday, 26th Day of September, 2026 at 11:00 A.M. at Hotel Tara Suns, B/h Yash Complex, B/s Sonal Park, G.E.R.I. Road, Gotri, Vadodara -390021, Gujarat, India and at any adjournment thereof in respect of such resolutions as are indicated below:

I/We direct my/our Proxy to vote on the Resolutions in the manner as indicated below:

Resolution No.	Particulars of Resolution(s)	Vote	
		For	Against
ORDINARY BUSINESS			
1	To receive, consider and adopt the Audited Standalone Financial Statements of the company for the financial year ended on 31 st March, 2026 together with the report of the Board of Directors and Auditors thereon.		
2	To appoint a Director in place of Mr. Jignesh Vallabhbhai Savani, Director & CEO (DIN: 00198203), who retires by rotation and being eligible offer himself for re-appointment.		
3	To re-appoint statutory auditors of the Company and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the resolution as an Ordinary resolution		
SPECIAL BUSINESS			
4	To approve the remuneration payable to Mr. Pravin Manjibhai Bhayani (DIN: 08332851) as an Independent Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification (s), the resolution as a Special resolution		
5	Ratification of Remuneration of Cost Auditors and in this regard to consider and if thought fit, to pass, with or without modification (s), the resolution as an Ordinary resolution		
6	To increase Remuneration payable to Mr. Falgun Vallabhbhai Savani (DIN: 00198236) as a Managing Director of the Company and to consider and if thought fit, to pass with or without modification(s) the Resolution as a Special Resolution		
7	To increase Remuneration payable to Mr. Jignesh Vallabhbhai Savani (DIN: 00198203) as a CEO of the Company and to consider and if thought fit, to pass with or without modification(s) the Resolution as a Special Resolution		

Please put a tick mark (v) in the appropriate column against the resolutions indicated in the box. If a Member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a Member wishes to abstain from voting on a particular resolution, he/she should write "Abstain" across the boxes against the Resolution.

Signed thisday of 2026

Signature of member (s)

Signature of Proxy holder(s)

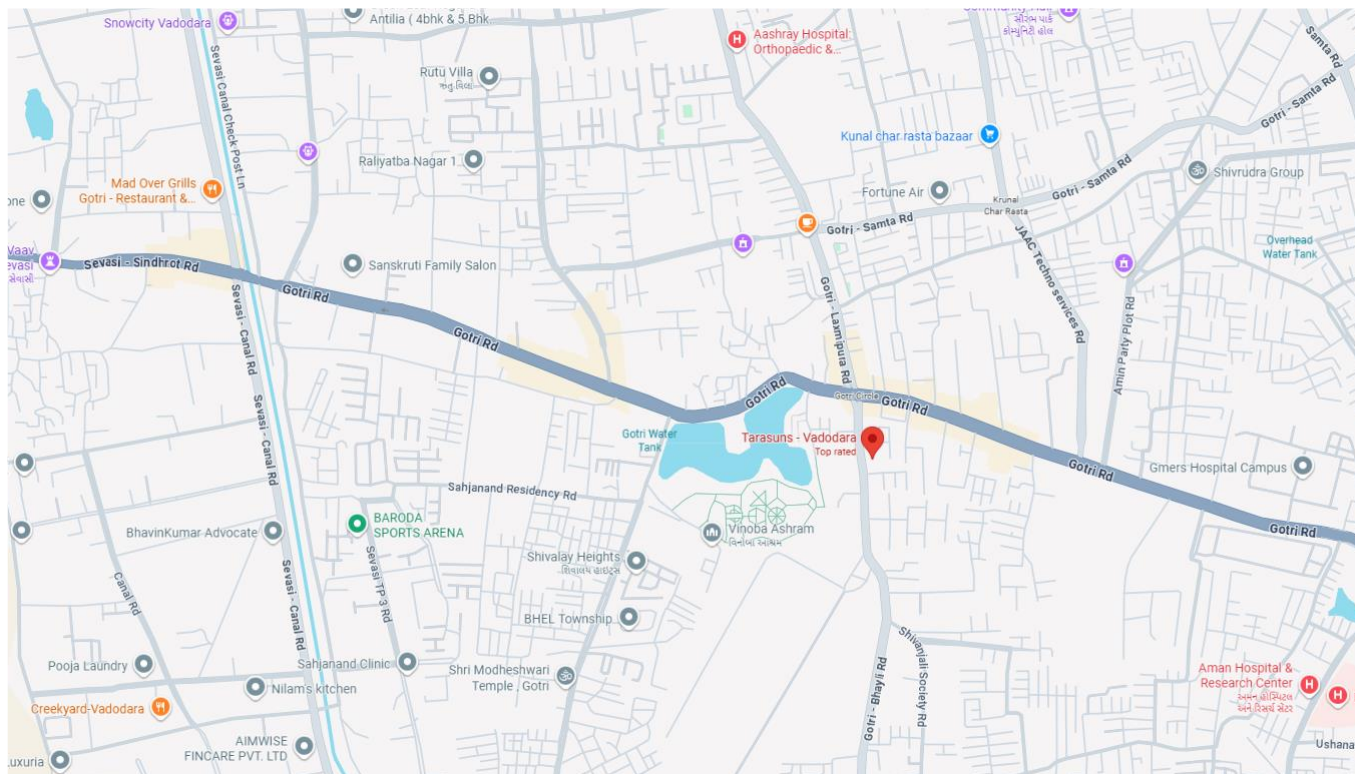
Affix
Revenue
stamp
Here

Note:

1. The Proxy to be effective should be deposited at the Registered office of the company **not less than FORTY EIGHT HOURS before the commencement of the Meeting**. A Proxy need not be a Member of the Company.
2. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
3. A member may vote either for or against each resolution.

Route Map of Venue of 27th Annual General Meeting of the Company to be held on Saturday, 26th Day of September, 2026 at 11:00 A.M. at Hotel Tara Suns, B/h Yash Complex, B/s Sonal Park, G.E.R.I. Road, Gotri, Vadodara -390021, Gujarat, India

Prominent Landmark: Yash Complex, Gotri Circle, Vadodara



Map Link: <https://goo.gl/maps/7jQeoU8434ggfvAP6>