Ind-Swift Laboratories Limited
One World One Health One Ind-Swift

Ind-Swift Laboratories Limited
Registered Office
SCO 850, Shivalik Enclave,
NAC Manimajra, Sector 13,
Chandigarh – 160101 INDIA
info@indswiftlabs.com
0172-2730503, 2730920, 5061851-53
CIN No. L24232CH1995PLC015553

Ref: ISLL:CH:2026 **Date: 14th July, 2026**

The President
Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai 400 001

The Vice President,
Listing Compliance Department,
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor
Plot No. C/2, G-Block,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051

BSE Scrip Code: 532305

NSE Symbol: INDSWFTLAB

Subject : Notice of Extra-Ordinary General Meeting ("EGM") of Ind-Swift Laboratories Limited ("the Company")

Dear Sir/Ma'am,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulation, 2015, as amended and any other applicable provision, we are pleased to inform that the Extra Ordinary General Meeting **("EGM")** of the Members of Ind-Swift Laboratories Limited **("the Company")** will be held on Wednesday, August 05, 2026 at 11:30 AM (IST) through Video Conferencing **("VC")** / Other Audio-Visual Means **("OAVM")**.

In compliance with provisions of the Companies Act, 2013, electronic copies of the Notice convening the EGM, has been dispatched by e-mail to all the Members whose e-mail addresses are registered with the Company and/or the Depository Participant. The Extra-Ordinary General Meeting Notice is also uploaded on the Company's website at the link https://www.indswiftgroup.com/investor-relations/notice-of-agm-egm/.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration Rules), 2014 and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is providing the facility to its members holding shares on cut-off date i.e. Wednesday, July 29, 2026 to exercise their right to vote by electronic means on all or any of the business specified in the notice convening the EGM. (Copy enclosed)

The remote e-voting will be available during the following period:

Commencement of remote e-voting	**Sunday, 02nd August, 2026 (9:00 A.M. IST)**
End of remote e-voting	**Tuesday, 04th August, 2026 (5:00 P.M. IST)**

You are requested to take the same on your record.

Thanking you,

Yours faithfully,

For IND-SWIFT LABORATORIES LTD

PARDEEP VERMA
Digitally signed by PARDEEP VERMA
Date: 2026.07.14 19:28:56 +05'30'

Ind-Swift Laboratories Ltd. CHANDIGARH

PARDEEP VERMA
VP-CORPORATE AFFAIRS &
COMPANY SECRETARY

IND-SWIFT LABOPRATORIES LIMITED
CIN: L24232CH1995PLC015553
Registered Office: SCO:850, Shivalik Enclave, NAC, Manimajra, Chandigarh – 160101, India
Email: investor@indswiftlabs.com **Website:** www.indswiftgroup.com

Notice of Extra-Ordinary General Meeting

Notice is hereby given that the 01/2026-27 Extra-Ordinary General Meeting **("EGM")** of the members of Ind-Swift Laboratories Limited **("the Company")** will be held on Wednesday, August 05, 2026, at 11:30 A.M. (IST) through video conferencing **("VC")**/ other audio-visual means **("OAVM")** to transact the following business:

SPECIAL BUSINESS:

Item No. 1: ISSUANCE OF UPTO 70,00,000 FULLY CONVERTIBLE WARRANTS TO AN ENTITY BELONGING TO THE 'PROMOTER & PROMOTER GROUP' ON PREFERENTIAL BASIS.

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

"**RESOLVED THAT** pursuant to provisions of Sections 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the **"Companies Act"**) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under (including any statutory modification(s) or enactment(s) or re-enactment(s) thereof, for the time being in force), enabling provisions in Memorandum and Articles of Association of the Company, provisions of uniform listing agreement entered into with National Stock Exchange of India Limited **("NSE")** and BSE Limited **("BSE")**, where the equity shares of the Company are listed (collectively referred to as **"Stock Exchanges"**), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India **("SEBI")**, as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended **("SEBI (ICDR) Regulations")**, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations")**, as amended, SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 **("Takeover Regulations")** as amended, and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by Ministry of Corporate Affairs, SEBI and/or any other competent authorities, and subject to approvals, consents, permissions and/or sanctions, as may be required from the Government of India, SEBI, Stock Exchanges, and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and/or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and/or sanctions and which may be agreed to by Board of Directors of the Company (hereinafter referred to as the **"Board"** which term shall be deemed to include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), consent of the Members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, on a preferential basis, **up to 70,00,000 (Seventy Lakh) Fully Convertible Warrants ("Warrants")** at an issue price of **Rs. 196/- (Rupees One Hundred and Ninety-Six Only)** each, determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, fully convertible at an option of Warrant holder(s) in one or more tranches, within 18 (Eighteen) months from the date of its allotment into an equivalent number of fully paid-up equity shares of the face value of Rs. 10 each, for cash, **aggregating up to Rs. 137,20,00,000 (Rupees One Hundred Thirty-Seven Crore and Twenty Lakh Only)** and to issue Fresh Equity shares on the conversion of Warrants on such further terms and conditions as may be finalized by the Board of Directors, to the below mentioned entity belonging to the 'Promoter & Promoter Group', for cash **("Proposed Allottee")**:

Sr. No.	Name of the Proposed Allottee	Category of Proposed Allottee	No. of Warrants (up to)
1.	Essix Biosciences Limited	Promoter & Promoter Group	70,00,000
Total			**70,00,000**

RESOLVED FURTHER THAT in terms of provisions of Chapter V of SEBI ICDR Regulations, the 'Relevant Date' for the purpose of determining the minimum issue price of Warrants proposed to be allotted to the above-mentioned allottee shall be **Monday, July 06, 2026,** i.e. being the date, which is 30 days prior to the date of Extra-ordinary general meeting i.e. **Wednesday, August 05, 2026**.

RESOLVED FURTHER THAT aforesaid issue of Warrants shall be subject to the following terms and conditions:

a) The conversion of warrants into equity shares shall happen at any time within a period of Eighteen (18) months from the date of allotment of warrants in terms of SEBI ICDR Regulations (the "Warrant Exercise Period").

b) The Proposed Allottee(s) shall, on or before the date of allotment of Warrants, pay an amount equivalent to at least 25% of the Warrant Issue Price fixed per Warrant, in terms of the SEBI ICDR Regulations, 2018, which will be kept by the Company to be adjusted and appropriated against the Warrant Issue Price of the Equity Shares. The balance of 75% of the Warrant Issue Price shall be payable by the Warrant Holder at the time of exercising the Warrants.

c) Warrants being allotted to the Proposed Allottee, and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock-in for such period as may be prescribed under SEBI ICDR Regulations.

d) Warrants so allotted under this resolution and Equity shares arising on conversion thereof shall not be sold, transferred, hypothecated, or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations except to the extent and in the manner permitted there under.

e) Warrants shall be allotted by the Company only in dematerialized form.

f) The consideration for allotment of Warrants and/or Equity Shares arising out of the exercise of such Warrants shall be paid to the Company from the bank account of the Proposed Allottee.

g) In the event the Warrant Holder(s) do not exercise Conversion of Warrants within the Warrant Exercise Period, the Warrants shall lapse, and the amount paid upfront shall stand forfeited by the Company.

h) The Warrants by itself, until converted into Equity Shares, do not give to the Warrant Holder any voting rights in the Company in respect of such Warrants.

i) The Company shall be entitled to require the Warrant Holder to exercise the conversion of the Warrants, at its discretion, in accordance with the terms and conditions of issuance.

RESOLVED FURTHER THAT the Equity Shares proposed to be allotted upon conversion of Warrants shall rank *pari-passu* in all respects including as to entitlement to dividend, with the existing fully paid-up Equity Shares of face value of Rs. 10 (Rupees Ten Only) each of the Company, subject to relevant provisions contained in Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Sh. Himanshu Jain, Managing Director (Domestic Operations), Sh. Pardeep Verma, VP-Corporate Affairs & Company Secretary, of the Company and Preferential Issue Committee of the Board of Directors be and are hereby authorized severally on behalf of the Company to take all actions and to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient, including without limitation circulation of the Private Placement Offer Letter in Form PAS-4 as prescribed under the Act, to make application to Stock Exchange(s) for obtaining of in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said warrants, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the Members.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to one or more Director(s)/ Chief Financial Officer/Company Secretary/any Officer(s) of the Company to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board or Preferential Issue Committee or the Chief Financial Officer or the Company Secretary in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

Item No. 2: RE-APPOINTMENT OF SH. RAJINDER KUMAR GUPTA (DIN: 09212540), AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF FIVE YEARS, IN TERMS OF SECTION 149 OF THE COMPANIES ACT, 2013.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013, together with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Regulations 17(1C), 25(2A) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and Articles of Association of the Company, and approval and recommendation of the Nomination & Remuneration Committee and that of the Board of Directors, Sh. Rajinder Kumar Gupta (DIN: 09212540), who had been appointed as an Independent Director of the Company for a period of five years with effect from 23rd June, 2021, up to 22nd June, 2026, by the shareholders at the 26th Annual General Meeting ('AGM') held on 30th September, 2021, in terms of Section 149 of the Companies Act, 2013, be and is hereby re-appointed as an Independent Director of the Company for a second term of 5 (Five) consecutive years, with effect from 23rd June 2026 till 22nd June, 2031, and his office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the SEBI Listing Regulations, approval be and is hereby given for continuation of Sh. Rajinder Kumar Gupta, beyond June 02, 2031, as an Independent Director of the Company on account of his attaining the age of 75 years on the said date.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution."

Item No. 3: TO CONSIDER AND APPROVE THE ALTERATION OF ARTICLE OF ASSOCIATION BY SUBSTITUTION OF ARTICLE 76:

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

"RESOLVED THAT pursuant to the provisions of Sections 5 and 14 of the Companies Act, 2013 as amended (the "Act") and the Companies (Incorporation) Rules, 2014 and all other applicable provisions under the Act, (including any statutory amendment(s), modification(s), clarification(s), substitution(s), enactment(s) or re-enactment(s) thereof for the time being in force) and all other rules, regulations, guidelines, statutory notifications made by any statutory authorities and modifications thereof and recommendation of the Board of Directors (hereinafter referred to as the "Board", which term shall include any duly constituted committee(s) thereof or such other person(s) authorised by the Board), the approval of the Members of the Company be and is hereby accorded to alter the Articles of Association of the Company by substituting Article 76 of the Articles of Association of the Company as under:

Existing Text:

76. The proportion of directors to retire by rotation shall be as per the provisions of Section 152 of the Act. However, the Managing Director of the Company shall not be liable to retire by rotation.

Amended Text:

76. The retirement of Directors by rotation and the eligibility for re-appointment shall be governed by the provisions of Section 152 of the Companies Act, 2013 and the rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, where applicable, and other applicable laws, each as amended, modified, re-enacted or replaced from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors and the Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary, proper, expedient or desirable and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding."

By the orders of the Board of Directors
For Ind-Swift Laboratories Limited

Sd/-
Pardeep Verma
VP-Corporate Affairs & Company Secretary
M. No. F4387
10th July, 2026

Registered Office Address: -

SCO 850, Shivalik Enclave,
NAC, Manimajra
Chandigarh-160101
investor@indswiftlabs.com
www.indswiftgroup.com

NOTES: -

1. In terms of the General Circulars No. 14/20 dated April 08, 2020; 17/2020 dated April 13, 2020; 20/2020 dated May 5, 2020; 02/2021 dated January 13, 2021; 19/2021 dated December 08, 2021; 21/2021 dated December 14, 2021; 2/2022 dated May 5, 2022; 10/2022 dated December 28, 2022; 9/2023 dated September 25, 2023; 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 and other applicable circulars issued by the Ministry of corporate Affairs ("MCA") (hereinafter referred as "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated January 05, 2023; SEBI/HO/CFD/CFD-POD-2/P/CIR/2023/167 dated 07th October, 2023; SEBI/HO/CFD/CFD-POD-2/P/CIR/2024/133 dated October 03, 2024; and other applicable circulars issued by the Securities and Exchange Board of India ("SEBI") (hereinafter referred as "SEBI Circulars') (herein collectively referred to as "the Circulars"), Companies are permitted to conduct the General Meeting through Video Conferencing/Other Audio Visual Means ("VC"/"OAVM") without the physical presence of members at a common venue. Hence in accordance with the provisions of the Companies Act, 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars and SEBI Circulars, the ensuing Extraordinary General Meeting ("EGM") of the Company will be held on Wednesday, 5th August, 2026 at 11:30 A.M. IST through VC/OAVM to the transact the businesses as set out in the Notice of EGM and the deemed venue shall be the Registered Office of the Company, i.e. SCO 850, Shivalik Enclave, NAC, Manimajra, Chandigarh – 160101.

2. The relevant details, pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards-2 issued by ICSI, in respect of Directors seeking re-appointment at this EGM is annexed to this Notice.

3. Pursuant to the provisions of the act, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the company. Since this EGM is being held pursuant to the MCA circulars through VC or OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the MCA circulars and the SEBI circulars, the facility for the appointment of proxies by the members will not be available for this EGM and hence the proxy form, attendance slip and route map of EGM are not annexed to this notice. However, in pursuance of section 112 and section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the EGM through VC/OAVM and cast their votes through e-voting.

4. In case of joint holders attending the Meeting, only such joint holders whose name is higher in the order of names will be entitled to vote at the Meeting.

5. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, 2015 and in terms of SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, in relation to e-Voting facility provided by Listed Companies, the Company is pleased to provide its members the facility of casting votes electronically viz. "remote e-voting" (e-Voting from a place other than venue of the EGM). For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM will be provided by CDSL. Members of the Company holding shares as on cut-off date i.e., Friday, 10th July, 2026 may cast their vote either by remote e-voting or e-voting system as on date of EGM. A person who is not a member as on the cut-off date should treat this notice for information purposes only.

   The information w.r.t. voting process and other instructions regarding e-voting are detailed in Notes.

6. In compliance with the aforesaid Circulars, the Notice calling the EGM along with explanatory statement is being sent only through electronic mode to those members whose e-mail addresses are registered with Company/Depositories.

   Members may note that the notice calling the EGM along with explanatory statement has been uploaded on the website of the Company at **https://www.indswiftgroup.com/investor-relations/notice-of-agm-egm/.** The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at **www.bseindia.com** and **www.nseindia.com** respectively. The EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM) i.e., **www.evotingindia.com.**

7. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

8. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts in respect to Item No. 1-3, is annexed hereto and forms part of this notice. In respect of item no. 2, the relevant details of the Director seeking re-appointment at this EGM as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('Secretarial Standard') are annexed hereto. Requisite declarations have been received from the Director seeking re-appointment.

9. All documents referred to in the Notice will also be available electronically for inspection during business hours, without any fee by the members from the date of circulation of this Notice up to the date of EGM. Members seeking to inspect such documents can send a request from their registered Email Id mentioning their name, DP ID and Client ID / Folio No., PAN and Mobile No. to the Company at investor@indswiftlabs.com.

10. The members are requested to inform changes, if any, in their Registered Address along with PIN Code Number to the Company Secretary at the Registered Office address.

11. Members of the Company under the category of Institutional Investors/Corporate Members (i.e., other than individuals, HUFs, NRIs, etc.) are encouraged to attend and vote at the EGM through VC. They are required to send a scanned copy (PDF/JPG format) of their respective Board or governing body Resolution, Authorization, etc., authorizing their representative to attend the EGM through VC/OAVM on their behalf and to vote through remote e-Voting on investor@indswiftlabs.com

12. In terms of section 107 and 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 the Company is providing the facility to its Members holding shares in physical and dematerialized form as on the cutoff date i.e., Friday, 10th July, 2026 to exercise their right to vote by electronic means on any or all of the business specified in the accompanying notice. Necessary information and instructions for e-voting are also enclosed.

13. 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 EGM.

14. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

15. Pursuant to the provision of rule 18(3)(i) of the Companies (Management & Administration Rules, 2014), the Company shall provide an advance opportunity at least once in a financial year to the members to register their e-mail address and changes therein. In view of the same, members are requested to kindly update their e-mail addresses with Depository Participants in case of holding shares

in Demat form. If holding shares in physical form, members are requested to inform their e-mail id to the Company.

16. The Instructions of Shareholders for E-Voting and Joining Virtual Meetings are as under:

The e-voting facilities will be provided in the following manners: -

(i) The voting period commences at 9:00 A.M on 2nd August, 2026 and ends at 5:00 P.M on 4th August, 2026. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 29th July, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, read with Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of various circulars of SEBI on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

A) Login method for Individual shareholders holding securities in de-mat mode is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasitoken/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.

	2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by the company. By clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-voting Service Providers i.e., CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/home/login. 4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a e-voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	4) Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: *Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.*

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., CDSL and NSDL

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or call at toll free no.: 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022-4886 7000 and 022-2499 7000.

Note: *In case you have any queries or issues regarding attending Meeting & e-voting from the e-voting system, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under "HELP' section. All grievances connected with the facility for voting by electronic means may be addressed to Sh. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai-400013 or send an e-mail to helpdesk.evoting@cdslindia.com or call at toll free no.: 1800 21 09911.*

B) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(v) After entering these details appropriately, click on "SUBMIT" tab.

(vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(viii) Click on the **EVSN (260709010)** for **IND SWIFT LABORATORIES LIMITED** to vote on the resolutions.

(ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xiv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on *Forgot Password* and enter the details as prompted by the system.

(xv) Shareholders can also cast their vote using CDSL's mobile app **CDSL Myeasi**. The **CDSL Myeasi** app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address csteamva@gmail.com and to the Company at the email address viz; investor@indswiftlabs.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN (**260709010)** of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through remote e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance **at least 10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at investor@indswiftlabs.com. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.

10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company email id i.e. investor@indswiftlabs.com.

2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

4. A member may participate in the EGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the EGM.

5. CS Vishal Arora, Practicing Company Secretary (Membership No. 4566) has been appointed as the Scrutinizer for providing facilities to the members of the Company to scrutinize the entire e- voting process in a fair and transparent manner.

6. The Scrutinizer shall after the conclusion of EGM, shall unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two working days of the conclusion of the EGM, 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 and declare the result of the voting forthwith.

7. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company **www.indswiftgroup.com** and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited.

SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members are requested to submit PAN, or intimate all changes pertaining to their bank details, mandates, nominations, power of attorney, change of address, change of name, email address, contact numbers, specimen signature (as applicable) etc., to their DP in case of holding in demat form.

In case of holding in physical form all changes shall be intimated to Company's RTA Alankit Assignments Limited through form ISR-1, form ISR-2 and form ISR-3 (as applicable) available on the company's website at https://www.indswiftgroup.com/investor-relations/shareholder-services/ and on the website of Alankit Assignment Limited at www.alankit.com .

By order of the Board of Directors
For Ind-Swift Laboratories Limited
Sd/-
Pardeep Verma
VP-Corporate Affairs & Company Secretary
M. No. F4387

Date: July 10, 2026
Place: Chandigarh

EXPLANATORY STATEMENT
(Pursuant to Section 102 of the Companies Act, 2013)

As required under Section 102 of the Companies Act, 2013 (including any statutory modification(s) or enactment(s) or re-enactment(s) made thereunder, if any, for the time being in force) (the **"Act"**), the following explanatory statement sets out all material facts relating to the business mentioned in the accompanying Notice:

Item No. 1: Issuance of up to 70,00,000 Fully Convertible Warrants to an entity belonging to the 'Promoter & Promoter Group' on preferential basis.

The Special Resolution contained in Item No. 1 of this Notice, has been proposed pursuant to provisions of Sections 42 and 62(1)(c) of the Companies Act, 2013, read with the applicable rules made thereunder, to issue and allot, up to 70,00,000 Fully Convertible Warrants ("Warrants") at an issue price of Rs. 196/- (Rupees One Hundred and Ninety-Six only) each, determined in accordance with provisions of Chapter V of SEBI ICDR Regulations, for an aggregate amount of up to Rs. 137,20,00,000 (Rupees One Hundred Thirty-Seven Crore and Twenty Lakh Only), to an entity belonging to the 'Promoter & Promoter Group', on a preferential basis.

The proposed Preferential Issue shall be made in terms of provisions of Chapter V of the SEBI ICDR Regulations, and applicable provisions of the Companies Act, 2013. The said proposal has been considered and approved by the Board of Directors ("Board") in its meeting held on Friday, July 10, 2026.

The approval of Members of the Company is accordingly being sought by way of a 'Special Resolution' under Sections 42 and 62(1)(c) of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of SEBI ICDR Regulations, 2018.

The details of issue and other particulars as required in terms of Rule 14(1) of Companies (Prospectus and Allotment of Securities) Rules, 2014 and Regulation 163 of the SEBI ICDR Regulations are set forth below:

I. Objects of the Preferential Issue

The Company intends to utilize the proceeds raised through the issue of Warrants **("Issue Proceeds")** towards the following objects:

1. Expansion of Business of the Company (which includes expenditure on research & development, technology upgradation and product development) and its subsidiaries.
2. To meet the Working Capital Requirements of the Company.
3. General Corporate Purposes subject to such utilisation not exceeding 25% of the total consideration.

*(Hereinafter collectively referred to as **"Objects"**)*

Utilization of Proceeds

Given that the funds to be received against Warrants, the Issue Proceeds shall be received by the Company in tranches depending upon the subscription and conversion of Warrants. Since the funds to be received against Warrant conversion will be in stages and the quantum of funds required at different points of time may vary, the broad range of intended utilization of the Issue Proceeds towards the aforesaid Objects of the Issue has been set out here in below:

Sr. No.	Particulars	Estimated utilization of Issue Proceeds* (Rs. in Crore)	Tentative timelines for utilization of net proceeds from the date of receipt of funds
1.	Expansion of Business of the Company (which includes expenditure on research & development, technology upgradation and product development) and its subsidiaries.	49.90	December 31, 2029
2.	To meet the Working Capital Requirements of the Company.	53.00	December 31, 2028
3.	General Corporate Purposes subject to such utilisation not exceeding 25% of the total consideration.	34.30	December 31, 2028
	TOTAL	**137.20**	**-**

(*) Considering 100% conversion of Warrants into Equity Shares within the stipulated time.

Given that the Preferential Issue is for Warrants, the entire Issue Proceeds from the Proposed Allottee will be received by the Company within 18 months from the date of allotment of Warrants in terms of Chapter V of SEBI (ICDR) Regulations, and as estimated by the Company's management the entire Issue Proceeds would be utilized for all the aforementioned objects, in phases, as per the Company's business requirements and availability of Issue Proceeds.

Interim Use of Proceeds

Our Company, in accordance with the policies formulated and in accordance with the applicable laws and guidelines and description as given in this Notice, will have the flexibility to deploy the proceeds. Pending utilization of the proceeds for the purposes described above, our Company intends to deposit the Gross Proceeds only with scheduled commercial banks included in the second schedule of the Reserve Bank of India Act, 1934.

II. Monitoring of Utilization of Funds

Given that the issue size exceeds Rs. 100 Crore (Rupees One Hundred Crore Only), in terms of the provisions of Regulation 162A of the SEBI ICDR Regulations, the Company will appoint, a SEBI registered credit rating agency as the Monitoring Agency to monitor the use of the proceeds of this Preferential Issue. The Monitoring Agency shall submit its report to the Company in the format specified in the SEBI ICDR Regulations on a quarterly basis or at such frequency as may be required, till 100% (one hundred percent) of the proceeds of the Preferential Issue have been utilized.

III. Particulars of the offer including, date of passing of board resolution, kind of securities offered, maximum number of specified securities to be issued:

The Board of Directors of the Company at its meeting held on Friday, July 10, 2026, has, subject to approval of Members of the Company and such other approvals as may be required, approved the issuance of up to 70,00,000 (Seventy Lakh) Fully Convertible Warrants, each carrying a right exercisable by the Warrant holder to subscribe to Equity shares of the Company of face value of Rs. 10/- (Rupees Ten only) each, to an entity belonging to the 'Promoter & Promoter Group', at an issue price of Rs. 196/- (Rupees One Hundred and Ninety-Six Only) each, determined in terms of Chapter V of SEBI ICDR Regulations.

In respect of Warrants proposed to be allotted, an amount equivalent to 25% of issue price of Warrant shall be payable at the time of subscription and allotment of Warrants and the balance 75% shall be payable by the Warrant holder pursuant to exercise of options attached to Warrant(s) to subscribe to Equity Share(s).

IV. The intent of the promoters, directors, key management personnel, or senior management of the issuer to subscribe to the offer.

Except as follows, none of the Promoters, Directors, Key Management Personnel or Senior Management of the issuer intent to subscribe to the offer under Item No. 1:

Sr. No.	Name of the Proposed Allottee	Category of the Proposed Allottee	Number of Warrants (Up to)
1.	Essix Biosciences Limited	Promoter & Promoter Group	70,00,000

V. The Shareholding Pattern of the issuer before and after the preferential issue:

The shareholding pattern of the Company before and after the proposed preferential issue to the 'Promoter & Promoter Group' is likely to be as follows:

Category	Pre-issue Shareholding Structure (1)		Warrants to be allotted (3)	Post Issue Shareholding Structure (2)	
	No. of Shares	%		No. of Shares	%#
(A) Promoter Shareholding					
(1) Indian					
(a) Individuals & HUF	44,51,757	5.12	**0**	44,51,757	4.74
(b) Bodies Corporate	3,28,82,521	37.81	**70,00,000**	3,98,82,521	42.45
Sub Total (A)(1)	**3,73,34,278**	**42.93**	**70,00,000**	**4,43,34,278**	**47.18**
(2) Foreign					
Bodies Corporate	0	0.00	0	0	0.00
Sub Total (A)(2)	0	0.00	0	0	0.00
Total Promoter shareholding A=A1 +A2	**3,73,34,278**	**42.93**	**70,00,000**	**4,43,34,278**	**47.18**
(B) Public Shareholding					
B1) Institutional Investors					
Indian	5,176	0.01	0	5,176	0.01
Foreign	98,43,986	11.32	0	98,43,986	10.48
B2) Central Govt./Stat Govt./POI	0	0.00	0	0	0
B3) Non-Institutional Investors					
Individuals	3,01,49,623	34.67	0	3,01,49,623	32.09
Body Corporate	60,68,972	6.98	0	60,68,972	6.46
Others (Including HUF, LLP & NRI)	35,59,523	4.10	0	35,59,523	3.80
Total Public Shareholding B=B1+B2+B3	**4,96,27,280**	**57.07**	0	**4,96,27,280**	**52.82**
C) Non-Promoter – Non-Public	0	0.00	0	0	0.00
Grand Total (A+B+C)	**8,69,61,558**	**100.00**	**70,00,000**	**9,39,61,558**	**100.00**

(#) These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. Rs. 93,96,15,580 divided into 9,39,61,558 Equity Shares of face value of Rs. 10/- each.

Notes:
1. *The pre-issue shareholding pattern is as on the latest BENPOS date, i.e. Friday, July 10, 2026.*
2. *Post-shareholding structure may change depending upon any other corporate action in between.*
3. *The Warrants to be converted fully over a period of 18 months from the date of allotment.*

VI. Proposed time frame within which the Preferential Issue shall be completed:

As required under the SEBI ICDR Regulations 2018, preferential allotment of the said Warrants shall be completed within a period of 15 (Fifteen) days from the date of passing of special resolution under Item No. 1. Provided that where the allotment is pending on account of receipt of any approval or permission from any regulatory authority, if applicable, the allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of such approvals or permissions. Further, the Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 (Eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised along with the aggregate amount payable thereon. The Company shall accordingly, without any further approval from the Members of the Company, allot the corresponding number of Equity Shares in dematerialized form.

VII. Number of persons/entities to whom allotment on a preferential basis has already been made during the year, in terms of the number of securities as well as price:

The Company has not made any preferential allotment of Equity Shares and/ or Convertible Securities during the current financial year.

VIII. The identity of the natural persons who are the ultimate beneficial owners of the securities proposed to be allotted and/or who ultimately control the proposed allottee(s):

Identity of the ultimate beneficial owners of the securities proposed to be allotted:

Sr. No.	Name of the Proposed Allotees	Category of Proposed Allottee	Name of the Ultimate Beneficial Owner
1.	Essix Biosciences Limited	Promoter & Promoter Group	Sh. N.R. Munjal, Sh. Himanshu Jain & Sh. Rishav Mehta

IX. The percentage of post-preferential issue capital that may be held by the allottee(s) pursuant to the preferential issue.

Sr. No.	Name of the Proposed Allottee	Pre-Shareholding Structure		Warrants to be allotted	Post Issue Shareholding Structure	
		No. of shares	%		No. of shares	%#
1.	Essix Biosciences Limited	3,28,82,521	37.81	70,00,000	3,98,82,521	42.45

(#) These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. Rs. 93,96,15,580 divided into 9,39,61,558 Equity Shares of face value of Rs. 10 each.

Notes:
1. *The pre-issue shareholding pattern is as on the latest BENPOS date, i.e. Friday, July 10, 2026.*

2. *Post-shareholding structure may change depending upon any other corporate action in between.*
3. *The Warrants to be converted over a period of 18 months from the date of allotment.*

X. Consequential changes in the Voting Rights, change in control, and change in the Management, if any, in the issuer consequent to the preferential issue:

As a result of proposed preferential issue of Warrants and further their conversion into Equity Shares, there will be no change in the control or management of the Company. However, voting rights will change in tandem with the shareholding pattern.

XI. Lock-in Period:

a) Warrants being allotted to the Proposed Allottee(s) and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock-in for such period as may be prescribed under Chapter V of the SEBI (ICDR) Regulations.

b) The entire pre-preferential allotment shareholding, if any, of the Proposed Allottee, shall be locked-in as per Chapter V of the SEBI (ICDR) Regulations.

XII. Issue price and Relevant Date:

In terms of Regulation 161 of SEBI ICDR Regulations, 2018, the relevant date for determining the floor price for the Preferential Allotment of the Warrants has been reckoned as **Monday, July 06, 2026**, being the date 30 days prior to the date of Extra-ordinary General Meeting i.e. **Wednesday, August 05, 2026.**

The Equity Shares of the Company are listed on National Stock Exchange of India Limited **("NSE")** and BSE Limited **("BSE")**. The Equity Shares of the Company are frequently traded within the meaning of explanation provided in Regulation 164(5) of Chapter V of the SEBI ICDR Regulations, 2018 and NSE being the Stock Exchange with higher trading volumes for the said period, has been considered for pricing in compliance with Regulation 164 of Chapter V of SEBI ICDR Regulations, 2018.

Further, in compliance with Regulation 166A of the ICDR Regulations as the preferential issue to the allottee, is for more than five per cent of the post issue fully diluted share capital of the Company, therefore, the minimum issue price shall be the higher of the price determined through following methods:

1. In terms of Regulation 164 of Chapter V of the SEBI ICDR Regulations, the minimum price at which Warrants are to be issued shall not be less than higher of the following:

   a) **Rs. 154.48/- each-** being the Average of 90 Trading days volume weighted average price of the equity shares of the Company quoted on the Stock Exchange preceding the Relevant Date; or

   b) **Rs. 195.98/- each-** being the Average of 10 Trading days volume weighted average price of the equity shares of the Company quoted on the Stock Exchange preceding the Relevant Date.

   Accordingly, the minimum issue price in terms of Regulation 164 of the SEBI (ICDR) Regulation, is Rs. 195.98/- (Rupees One Hundred Ninety-Five and Nine Eight Paisa Only) each, being higher of the above two prices.

2. Price as determined in accordance with the methodology prescribed in the Articles of Association of the Company: *Not Applicable as the Articles of Association of the Company are silent on the determination of a floor price/ minimum price of the shares issued on preferential basis;*

3. The price determined through Valuation report of Corporate Professionals Valuation Services Private Limited having Registration No. IBBI/RV-E/02/2019/106, is Rs. 189.50/- each. The said report is available on the website of the Company at https://www.indswiftgroup.com/wp-content/uploads/2026/06/Valuation-Report-2026.pdf.

Accordingly, the minimum issue price of Warrants on Preferential basis shall **be Rs. 195.98/-** each. However, the Board of Directors of the Company has decided to issue the Warrants, at an Issue Price of **Rs. 196/- (Rupees One Hundred and Ninety-Six Only)** each, which is higher than the above-mentioned prices.

XIII. Undertakings:

- None of the Directors or Promoters of the Company have been declared as wilful defaulter by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by Reserve Bank of India except Ind-Swift Laboratories Limited, the Company; Sh. N. R. Munjal, Promoter & Executive Director; Sh. Himanshu Jain, Promoter & Managing Director (Domestic Operations); Sh. Rishav Mehta, Promoter and Executive Director; Sh. Gopal Munjal, Promoter; Sh. S. R. Mehta, Promoter; Sh. V. R. Mehta, Promoter and Ind-Swift Limited (ceased to be Promoter due to merger with the Company).

- None of the Company, its directors or Promoters have been declared as fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.

- None of Directors or Promoters are fugitive economic offenders as defined under the SEBI ICDR Regulations.

- As the equity shares have been listed on a recognized Stock Exchange for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable. Consequently, the undertaking required under Regulation 163(1)(g) and Regulation163(1)(h) is not applicable.

- None of the proposed allottees have sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.

- The Company do not have any outstanding dues to the SEBI, Stock Exchanges or the Depositories.

XIV. Disclosures specified in Schedule VI of ICDR Regulations, if the issuer or any of its promoters or directors is a willful defaulter or fraudulent borrower:

The Directors or Promoters of the Company have not been declared as wilful defaulter by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by Reserve Bank of India except Ind-Swift Laboratories Limited, the Company; Sh. N. R. Munjal, Promoter & Executive Director; Sh. Himanshu Jain, Promoter & Managing

Director (Domestic Operations); Sh. Rishav Mehta, Promoter and Executive Director; Dr. Gopal Munjal, Promoter; Sh. S. R. Mehta, Promoter; Dr. V. R. Mehta, Promoter and Ind-Swift Limited, Promoter (ceased to be Promoter due to merger with the Company). In this regard, the disclosures as specified in Schedule VI of SEBI ICDR Regulations are as follows:

S. No.	Particulars	Details
1.	Name of the person declared as a wilful defaulter	Ind-Swift Laboratories Limited, the Company; Sh. N. R. Munjal, Promoter & Executive Director; Sh. Himanshu Jain, Promoter & Managing Director (Domestic Operations); Sh. Rishav Mehta, Promoter and Executive Director; Dr. Gopal Munjal, Promoter; Sh. S. R. Mehta, Promoter; Dr. V. R. Mehta, Promoter and Ind-Swift Limited, Promoter (hereinafter collectively referred to as **"Guarantors"**) were declared wilful defaulters by the bank for the loan availed by the erstwhile group company Ind-Swift Limited **(the Borrower).**
2.	Name of the Bank declaring the person as a wilful defaulter	Central Bank of India
3.	Year in which the person was declared as a wilful defaulter	In the month of March during the Financial year 2017-18.
4.	Outstanding amount when the person was declared as a wilful defaulter	Rs. 9.56/- Crore
5.	Steps taken, if any, by the person for removal of its name from the list of wilful defaulters	1. The Outstanding loan of Central Bank of India was assigned to Edelweiss Asset Construction Company Limited (EARCL) by Central Bank of India itself vide assignment agreement dated March 03, 2020. 2. The outstanding amount as demanded by EARCL was fully repaid to EARCL and a NOC dated July 10, 2020 was issued to Ind Swift Limited **("Borrower")** on whose behalf guarantee was given by the aforementioned Guarantors by EARCL. 3. A petition for withdrawal of the wilful defaulters notice was filed by the Company and its directors with the Hon'ble High Court of Punjab & Haryana, Chandigarh vide CWP No. 1602/2022 and the Hon'ble High Court has stayed the declaration of the wilful defaulter by the bank vide its order dated 12/12/2022. The said petition is presently pending with the Hon'ble High Court.
6.	Other disclosures, as deemed fit by the issuer, in order to enable investors to take an informed decision;	The default of the Bank was made good no sooner the loan amount was reconciled subject to the satisfaction of the Company; the outstanding amount was immediately repaid to EARCL. Borrower then made numerous requests to Bank for withdrawal of the name of borrower and its guarantors from the list of wilful defaulters. A communication was also received from the Bank that the matter is being taken up at the Bank's Head office but the same has not been acted upon till date.

7.	Any other disclosure as specified by the Board	-

XV. The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter:

Sr. No.	Name of the Proposed Allotees	Current Status	Post Status
1.	Essix Biosciences Limited	Promoter & Promoter Group	Promoter & Promoter Group

XVI. Practicing Company Secretary's Certificate:

The certificate from Sh. Vishal Arora, Practicing Company Secretary (CP No. 3645), certifying that the preferential issue of Warrants is being made in accordance with requirements of Chapter V of SEBI ICDR Regulations has been obtained considering the said preferential issue. The copy of said certificate shall be available for inspection by the members and the same may be accessed on the Company's website at https://www.indswiftgroup.com/wp-content/uploads/2026/07/PCS-COMPLIANCE_CERTIFCATE_UNDER_ICDR_REG_164.pdf

XVII. Details of the Directors, Key Managerial Persons, or their relatives, in any way, concerned or interested in the said resolution:

Except Sh. Himanshu Jain, Managing Director (Domestic Operations), Sh. N. R. Munjal**,** Executive Director and Sh. Rishav Mehta, Executive Director none of the other Directors or key managerial personnel or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at item no. 1 of this Notice, except to the extent of their respective shareholding in the Company, if any -

S. No.	Name of the Proposed Allottee	Nature of Interest	Number of Warrants to be allotted
1.	Essix Biosciences Limited	Promoter & Promoter Group	70,00,000

The Board of Directors recommends the resolution as set out in Item No. 1 of this notice for the issue of Warrants, on a preferential basis, to the proposed allottee by way of Special Resolution.

Item No. 2: Re-Appointment of Sh. Rajinder Kumar Gupta (DIN: 09212540), as an Independent Director for a Second Term of Five Years, in terms of Section 149 of the Companies Act, 2013.

Sh. Rajinder Kumar Gupta was appointed as an Independent Director of the Company for a term of five (5) consecutive years from 23rd June, 2021 to 22nd June, 2026 by the Members at the 26th Annual General Meeting held on 30th September, 2021. Pursuant to Section 149 of the Companies Act, 2013 ("Act"), he is eligible for re-appointment for a second term of up to five consecutive years by way of a Special Resolution.

Based on the performance evaluation of Sh. Rajinder Kumar Gupta for the financial year ended 31st March, 2026 and the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board is satisfied that he continues to fulfil the conditions specified under the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") for re-appointment as an Independent Director and that he remains independent of the management.

Sh. Rajinder Kumar Gupta (DIN: 09212540) is currently serving as an Independent Director of the Company. He is the Chairman of the Nomination and Remuneration Committee, the Stakeholders' Relationship Committee, the Compensation Committee and the Preferential Issue Committee, and a Member of the Audit Committee and the Risk Management Committee. Considering his extensive professional experience, expertise in corporate governance, finance, business management, strategy and risk management, and his valuable contribution to the deliberations of the Board and its Committees, the Board, by way of Circular Resolution passed on 22nd June, 2026, approved his re-appointment as an Independent Director of the Company for a second term of five (5) consecutive years commencing from 23rd June, 2026 to 22nd June, 2031, not liable to retire by rotation, subject to the approval of the Members by way of a Special Resolution at the Extraordinary General Meeting to be held on 5th August, 2026.

The Company has received, inter alia, (i) Consent to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 (‘Rules’); (ii) Intimation in Form DIR-8 in terms of the Rules to the effect that he is not disqualified under the provisions of Section 164(2) of the Act; (iii) Declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (‘SEBI Listing Regulations’); (iv) Confirmation in terms of Regulation 25(8) of the SEBI Listing Regulations that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge his duties and (v) Declaration pursuant to BSE Limited Circular No. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited Circular No. NSE/ML/2018/24 dated June 20, 2018, that he has not been debarred from holding office of a Director by virtue of any order passed by Securities and Exchange Board of India or any other such authority. Details as required under regulation 36(3) of the SEBI Listing Regulations and the Secretarial Standard – 2 and other provisions of the applicable laws are provided in Annexure 1 to the explanatory statement.

Mr. Rajinder Kumar Gupta will attain the age of 75 years during the continuation of his second term i.e., on June 2, 2031. Accordingly, the prior approval of the Members of the Company is being sought by way of as special resolution for the same. Except Sh. Rajinder Kumar Gupta and his relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 2 of the Notice.

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

Item No. 3: To consider and approve the alteration of Article of Association by substitution of Article 76:

In line with the Company's commitment to maintaining high standards of corporate governance and to provide for the applicability of the statutory provisions relating to retirement of directors by rotation in accordance with the Companies Act, 2013, the Board of Directors, at its Meeting held on 10th July, 2026, has approved, subject to the approval of the Members, the substitution of the existing Article 76 with a revised Article 76.

The proposed alteration would remove the specific exemption available to the Managing Director from retirement by rotation. Consequently, the provisions relating to retirement of directors by rotation shall apply in accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, as may be applicable from time to time.

Members who wish to inspect the current and draft of amended Articles of Association of the Company may write to the Company Secretary & Compliance Officer at investor@indswiftlabs.com.

Pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, the proposed alteration of the Articles of Association requires the approval of the Members by way of a Special Resolution. The Board of Directors recommends the Special Resolution set out at Item No. 3 of the Notice for approval by the Members.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their respective shareholding, if any, in the Company.

Annexure 1

INFORMATION REGARDING DETAILS OF THE DIRECTORS SEEKING RE-APPOINTMENT IN EXTRA-ORDINARY GENERAL MEETING PURSUANT TO REGULATION 36 (3) OF THE LISTING REGULATIONS, 2015 AND SECRETARIAL STANDARDS-2 FOR ITEM NO. 2 IS AS FOLLOWS –

Name of Director	Sh. Rajinder Kumar Gupta
Age	70 years
Nationality	Indian
Date of Re-appointment	23/06/2026
Designation	Independent Director
Shareholding in the company	NIL
Qualifications	BSc, MA History and LLB.
Expertise in specific Functional area	Sh. Rajinder Kumar Gupta is a retired IRS Officer. He joined Income Tax Department in January 1980 and Retired as Additional Commissioner of Income Tax in February 2015. During Service he handled different assignments i.e., Assessments, Investigation, Administration, Judicial, Authorised representative in Income Tax Appellate Tribunal etc. Presently, he is registered as an Advocate with Bar Council of Punjab & Haryana and practising as a Tax Consultant.
Term of re-appointment	His reappointment is being proposed for a second term of 5 years commencing from 23rd June, 2026 till 22nd June, 2031, where his office shall not be liable to retire by rotation.
Remuneration last drawn, if applicable	Apart from receiving sitting fee for attending Board Meetings, he has not drawn any remuneration from the company.
Remuneration sought to be paid	Sitting fees for attending meetings of the committees thereof (if he is a member), and reimbursement of actual travelling and other expenses, if any will be made to him for attending meetings of the Board and Committees
List of other directorships	M S Construction Enterprises Private Limited
Names of Listed Entities in which the person also holds the directorship	NIL
Chairmanship/Membership of the Committees of the Board of Directors of Ind-Swift Laboratories Limited	Chairman: Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Compensation Committee and Preferential Issue Committee. Membership: Audit Committee and Risk Management Committee

Chairmanship/Membership of the Committees of the Board of Directors of other Companies	NIL
Names of listed entities from which the person has resigned in the past three years	NIL
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	Sh. Rajinder Kumar Gupta possess extensive experience in public administration, taxation, judicial and appellate matters, and regulatory compliance, complemented by ongoing professional practice as an Advocate and Tax Consultant. His experience enables him to contribute effectively to Board deliberations on governance, compliance, internal controls, risk management, and statutory and regulatory matters relevant to the Company.
Relationship between directors inter-se and relationship with Manager and other Key Managerial Personnel of the Company	None
No. of Meetings of Board attended during FY 2025-26	Attended all 10 meetings held during the period.

By order of the Board of Directors
For Ind-Swift Laboratories Limited

Sd/-
Pardeep Verma
VP-Corporate Affairs & Company Secretary
M. No. F4387

Date: July 10, 2026
Place: Chandigarh