

Corp. Office : SM House, 11 Sahakar Road, Vile Parle (East), Mumbai - 400 057, Tel.: (+91-22) 6726 1000,
Fax: (+91-22) 6726 1067, Email : info@guficbio.com, Website: www.gufic.com

231/LG/SE/AUG/2026/GBSL

August 12, 2026

To

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 001

Scrip Code: 509079

To

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Scrip Symbol: GUFICBIO**Subject: Intimation of 42nd Annual General Meeting, Book Closure and Record Date**

Dear Sir/Madam,

With reference to the above captioned subject, we wish to inform that the 42nd Annual General Meeting ("AGM") of the Company is scheduled to be held on **Friday, September 04, 2026 at 3:30 p.m. (IST)** through Video Conferencing (VC) / Other Audio Visual Means (OAVM) to transact the Ordinary and Special Businesses as set out in the Notice convening the 42nd AGM dated July 31, 2026. A copy of the Notice of 42nd AGM is enclosed herewith.

Further, pursuant to the provision of Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, August 29, 2026 to Friday, September 04, 2026 (both days inclusive) for the purpose of AGM and payment of final dividend for the financial year ended March 31, 2026, if approved by the shareholders at the ensuing 42nd AGM.

Intimation of book closure and record date is as below:

Scrip Code	Type of Security	Book Closure		Record date	Purpose
		From	To		
BSE: 509079 NSE: GUFICBIO	Equity	Saturday, August 29, 2026	Friday, September 04, 2026	Friday, August 28, 2026	Annual General Meeting and for payment of final dividend for FY 2025-26

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For Gufic Biosciences Limited**Ami Shah****Company Secretary & Compliance Officer****Membership No.: A39579**

Encl.: As above

Regd. Off. : 37, First Floor, Kamala Bhavan II, S. Nityanand Road, Andheri (East), Mumbai - 400 069**Plants :** Unit No. 1: N. H. No. 8, Near grid, Kabilpore - 396424, Navsari, Gujarat (INDIA)

Unit No. 2: Survey No. 171, N. H. No. 8, Near grid, Kabilpore - 396424, Navsari, Gujarat (INDIA)

Plot No. 48, Smart Industrial Park, Near Natrip, Pithampur, District Dhar - 454775, Madhya Pradesh
703, Belgaum Industrial Estate, Udhyambag, Belgaum - 590008, Karnataka

NOTICE

NOTICE is hereby given that the Forty-Second Annual General Meeting (AGM) of the Members of Gufic Biosciences Limited will be held on Friday, September 04, 2026 at 3:30 p.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM), to transact the following businesses:-

ORDINARY BUSINESS

1. To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2026 together with Reports of the Board of Directors and Auditor's thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2026 including Auditor's Report thereon.
2. To declare a Final Dividend @ 10% i.e., ₹ 0.10/- per equity share of the face value of ₹ 1/- each for the Financial Year ended March 31, 2026.
3. To appoint a Director in place of Mr. Pranav J. Choksi (DIN: 00001731), who retires by rotation pursuant to Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

4. RATIFICATION OF REMUNERATION PAYABLE TO M/S. PODDAR & CO. (FRN: 101734), COST AUDITORS FOR THE FINANCIAL YEAR 2026-27

To consider and if thought fit, to pass with or without modification(s) if any, the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹ 4,00,000/- per annum plus applicable taxes and reimbursement of actual travel and out of pocket expenses incurred in connection with the audit, as approved by the Board of Directors of the Company on the recommendation of the Audit Committee, for M/s. Poddar & Co. (FRN: 101734), Cost Accountants, Mumbai, who were appointed as Cost Auditors of the Company by the Board of Directors for conducting audit of the cost records of the Company for the Financial Year ending March 31, 2027, be and is hereby ratified and approved.

RESOLVED FURTHER THAT the Board of Directors of the Company and the Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters

and things and sign agreements, forms, declarations, returns, letters and papers as may be necessary, desirable and expedient to give effect to the said resolution."

5. RE-APPOINTMENT OF MR. PANKAJ J. GANDHI (DIN: 00001858) AS WHOLE TIME DIRECTOR OF THE COMPANY AND CONTINUATION OF DIRECTORSHIP UPON ATTAINING THE AGE OF 70 YEARS:

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Schedule V to the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, and subject to such other approvals/permissions, as may be required, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the consent of the Members of the Company be and is hereby accorded for re-appointment of Mr. Pankaj Jayakumar Gandhi (DIN: 00001858), whose current term of office expires on September 06, 2026, and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director pursuant to Section 160 of the Act, as a Whole Time Director of the Company, liable to retire by rotation, for a further period of five (5) years commencing from September 07, 2026 to September 06, 2031 (both days inclusive) on the terms and conditions as mentioned below and specifically approved with powers to the Board of Directors (which term shall be deemed to include any committee thereof for the time being and from time to time, to which all or any of the powers hereby conferred on the Board by this resolution may have been delegated) to alter, amend, vary and modify the terms and conditions of the said re-appointment and remuneration payable from time to time as they deem fit in such manner and within the limits prescribed under Schedule V to the said Act or any statutory amendment(s) and/or modification(s) thereof:

- a. **Salary:** Not exceeding ₹ 100,00,000/- (Rupees One Crore) per annum, which shall include the increments that the Board of Directors may decide from time to time;
- b. **Perquisites and allowances:** In addition to the

salary, Mr. Pankaj Gandhi shall also be entitled to the perquisites and allowances like house rent allowance or rent free furnished/non-furnished accommodation, house maintenance allowance, gas, electricity, water and furnishing at residence, conveyance allowance, transport allowance, medical reimbursement, leave travel allowance and such other allowances, benefits, amenities and facilities, as amended from time to time and in accordance with the Company's policy and the Income-Tax Act, 2025 read with rules there under and/or as may be decided by the Board from time to time;

- c. Contribution to Provident Fund, Superannuation Fund, National Pension System, Gratuity as per rules of the Fund/ Scheme in force from time to time;
- d. Grant of leaves and encashment of earned leave, as per the Company's policy;
- e. Entitlement to the reimbursement of expenses incurred by him, in the course of legitimate business of the Company and traveling, hotel and other expenses incurred by him in India and abroad, for the business of the Company;
- f. His Office shall be liable to termination with 3 month's notice from either side except for certain unforeseen circumstances.

RESOLVED FURTHER THAT Mr. Pankaj Gandhi (DIN:00001858), Whole Time Director of the Company be paid remuneration as the Board of Directors may from time to time determine, based on the recommendation of Nomination and Remuneration Committee, which shall be within the limits as stated above and the total managerial remuneration payable to the Executive Directors of the Company taken together in any Financial Year shall not exceed the limit of 10% of Net Profit and overall managerial remuneration payable to all the Directors of the Company in any financial year shall not exceed the limit of 11% of Net Profit of the Company as prescribed under Section 197 of the Act read with rules made thereunder or other applicable provisions of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

RESOLVED FURTHER THAT pursuant to the provisions of Section 196(3) read with Schedule V and other applicable provisions, if any, of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the approval of the Members be and is hereby accorded for the

continuation of holding of office of Whole Time Director by Mr. Pankaj J Gandhi (DIN: 00001858) beyond the age of 70 years until the expiry of his aforesaid term on September 06, 2031.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary be and are hereby authorized to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to this resolution or otherwise considered by the Board to be in the best interest of the Company, as it may deem fit."

**By order of the Board of Directors
of Gufic Biosciences Limited**

Sd/-

**Ami N. Shah
Company Secretary & Compliance Officer
Membership No. A39579**

Place: Mumbai

Date: July 31, 2026

Regd. Office:

37, First Floor, Kamala Bhavan II, S. Nityanand Road,
Andheri (East), Mumbai – 400 069
CIN: L24100MH1984PLC033519

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), which sets out details relating to Special Business to be transacted at AGM, is annexed hereto. Further, information as required under Regulation 36(3) and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements Regulations, 2015) ("Listing Regulations") and Circulars issued thereunder and Secretarial Standard - II on General Meetings issued by The Institute of Company Secretaries of India ("ICSI") seeking appointment/re-appointment at this AGM are also part of this Notice.
2. Pursuant to the General Circulars issued by Ministry of Corporate Affairs ("MCA") vide its General circular dated September 22, 2025, read together with Circulars dated, April 08, 2020, April 13, 2020 and May 05, 2020 (collectively referred to as "MCA Circulars") and other applicable circulars and notifications, if any, as issued by Securities & Exchange Board of India ("SEBI Circulars"),

companies are permitted to send the annual reports to shareholders only on email and to hold Annual General Meeting (“AGM”/ “Meeting”) through Video-Conferencing (“VC”) or Other Audio-Visual Means (“OAVM”) without physical presence of the Members at a common venue. In compliance of the same, the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

3. Since, this Meeting will be held through VC/OAVM, in accordance with the MCA and SEBI Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Meeting and hence the Proxy Form, Attendance Slip and Route map are not annexed to this Notice. However, in pursuance to Sections 112 and 113 of the Act, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/ OAVM and cast their votes through e-voting.
4. In case of joint holders attending the Meeting, the member whose name appears as the first holder in the order of the names will be entitled to vote on the resolutions set out in this notice.
5. The Members can join the AGM in the VC / OAVM mode 15 minutes before or after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility for participation at the AGM through VC / OAVM will be made available to at least 1000 members on first-come, first-served basis. This provision will not apply to large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders’ Relationship Committee, Auditors etc. who are allowed to attend the AGM without any restriction on account of first come first served basis.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of Listing Regulations (as amended), and the MCA Circulars, 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, National Securities Depository Limited (NSDL) has been appointed as the authorized agency to provide facility of casting votes by a member using remote e-Voting system prior to the AGM and e-voting during the AGM.
8. In line with the requisite MCA and SEBI Circulars, Notice of AGM along with the Annual Report for FY 2025-26 is being sent only through electronic mode to those members whose email address is registered with the Company /Registrar and Share Transfer Agent (RTA) /Depository Participants/ Depositories. Members may note that the Notice and Annual Report for FY 2025-26 will also be available on the Company’s website at www.gufic.com. 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 and the AGM Notice is also available on the website of NSDL i.e. www.evoting.nsdl.com.
9. Institutional/Corporate Shareholders (i.e. other than individuals/HUF/NRI, etc.) are required to send a scanned copy (PDF/JPG format) of its Board or governing body resolution/authorisation etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said resolution/ authorization shall be sent to the Scrutinizer at its registered email address viz . scrutinizer@mgconsulting.in with a copy marked to evoting@nsdl.com, at least 48 hours before the commencement of the AGM.
10. The Register of Members and the Transfer Books in respect of the Equity Shares will remain closed from August 29, 2026 to September 04, 2026 (both days inclusive) for the purpose of AGM and payment of final dividend for the financial year ended March 31, 2026, if approved by the Members.
11. It is clarified that casting of votes by remote e- voting (prior to the Meeting) does not disentitle an equity shareholder from attending the Meeting. However, any equity shareholder who has voted through remote e-voting prior to the Meeting cannot vote once again through e-voting during the Meeting. The equity shareholders attending the Meeting through VC/ OAVM who have not cast their vote through remote e-voting prior to the Meeting shall be entitled to exercise their vote using the e-voting facility made available during the Meeting through VC/OAVM.
12. The Board of Directors at its Meeting held on May 29, 2026, recommended a Final Dividend @ 10% i.e. ₹ 0.10/- per equity share of face value of ₹ 1/- each of the Company for the financial year ended March 31, 2026 and the same if declared/approved at the 42nd AGM, will be paid, subject to deduction of tax at source, at prescribed rates before the expiry of statutory period of 30 days from the date of AGM, to the Company’s

members whose names appear in the Register of Members as beneficial owners at the close of business hours on August 28, 2026.

13. SEBI vide its Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, which was subsequently consolidated by the Master Circular No. SEBI Master Circular No. HO/38/13/(4)2026-MIRSD POD/I/4298/2026 dated February 06, 2026 has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circular, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORE platform, the investors can initiate dispute resolution through the ODR Portal at the following link: <https://smartodr.in/login>.

14. In reference to SEBI Circular No. SEBI/HO/MIRSD/ MIRSD-PoD-1/P/CIR/2023/72 dated June 08, 2023, issued by SEBI titled online processing of investor service requests and complaints by RTA, which was subsequently consolidated by the Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026, members are requested to note that MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), our Company's RTA has launched 'SWAYAM', a brand-new Investor Self-Service Portal, designed exclusively for the Investors serviced by MUFG.

'SWAYAM' is a secure, user-friendly web based application, developed by our RTA, that empowers shareholders to effortlessly access various services. We request you to get registered and have first-hand experience of the portal.

This application can be accessed at the following link: <https://swayam.in.mpms.mufig.com/Access/Register> which offers the following functionalities:

- Effective Resolution of Service Request - Generate and Track Service Requests/Complaints through SWAYAM.
- Features - A user-friendly GUI.
- Track Corporate Actions like Dividend/ Interest/ Bonus/split.
- PAN-based investments - Provides access to PAN linked accounts, Company wise holdings and security valuations.
- Effortlessly Raise request for Unpaid Amounts.
- Self-service portal – for securities held in demat mode

and physical securities, whose folios are KYC compliant.

- Statements - View entire holdings and status of corporate benefits.
- Two-factor authentication (2FA) at Login -Enhances security for investors.

15. Shareholder can also use the chatbot "iDIA" to ask questions and get information about queries by logging in at <https://in.mpms.mufig.com/>.

16. Members are requested to do following, if not done yet:

- Provide / update details of their bank accounts indicating the name of the bank, branch, account number and the nine-digit MICR code and IFSC code (as appearing on the cheque) along with photocopy of the cheque / cancelled cheque, self- attested identity proof and address proof, for remittance of dividend through ECS / NEFT and prevent fraudulent encashment of dividend warrants.
- Mandatory updation of PAN, KYC, nomination and bank details by Members.

17. Members holding shares in Physical Form

SEBI Circular dated November 03, 2021 which is now part of Section V of SEBI's Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026 for Registrars to an Issue and Share Transfer Agent ('the SEBI Circular') where by SEBI has mandated furnishing the following information by holders of securities in physical form:

- a. Valid PAN i.e. PAN linked with Aadhaar
- b. KYC Details that includes:
 - i. Contact Details - i.e. present postal address with PIN code and mobile number mandatory in all cases and e-mail address mandatory for availing online services;
 - ii. Bank Account Details – i.e. bank and branch name, bank account number, IFSC code;
 - iii. Specimen Signature – by submitting duly attested Form ISR- 2.

The SEBI Circular further mandates that any service request or grievance shall be entertained or any payment, including payment of dividends, shall be made electronically to the security holders holding securities in physical form, only upon furnishing of the Valid PAN and the KYC Details, as mentioned above, against their respective folios. Kindly note that, pursuant to the SEBI Circular, the condition of furnishing or updating of 'Choice of Nomination' against your folio has been

relaxed and any service request or grievance shall be entertained or payment of dividend etc. shall be made if all other mandatory information, except the Choice of Nomination, has been furnished. However, the shareholders are encouraged, in their own interest, to provide or update the 'Choice of Nomination' against the folio for ensuring smooth transmission of securities.

Members are requested to forward the duly filled in Form ISR-1, Form ISR-2 and Form SH-13/Form ISR-3 along with the related proofs mentioned in the respective forms as the earliest.

18. Members holding shares in Dematerialized Form:

Relevant documents, as mentioned, needs to be submitted to Depository Participants.

- Pursuant to the SEBI Circulars dated January 25, 2022 and January 30, 2026 which are now part of SEBI Master circular no. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026, the Company shall, while processing the following service requests, issue securities only in dematerialized form: 1) Issue of duplicate securities certificate; 2) Claim from Unclaimed Suspense Account and Suspense Escrow Demat Account; 3) Renewal / Exchange of securities certificate; 4) Endorsement; 5) Sub-division / Splitting of securities certificate; 6) Consolidation of securities certificates/folios; 7) Transmission; and 8) Transposition. For processing any of the aforesaid service requests, the security holder/ claimant shall submit duly filled up Form ISR-4 along with the documents/details specified therein.
- Pursuant to the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website at the following link:

<https://gufic.com/media/investors/investor-communications>

Members are requested to submit the said details to their Depository Participant (DP) in case the shares are held by them in dematerialized form and to RTA of the Company in case the shares are held in physical form.

19. Members holding shares in physical form, in identical order of names & in multiple folios are requested to send to the Company or RTA, details of such folios along with the share certificate for consolidating their

holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

20. Regulation 40 of the Listing Regulations, as amended, mandates that requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form. Accordingly, 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. Further SEBI vide its master circular no. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026, has mandated that listed companies shall issue the securities only in dematerialized form, in order to enhance ease of dealing in securities markets by investors, while processing service requests such as issue of duplicate securities certificate, claim from unclaimed suspense account, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition of shares.
21. With effect from April 2, 2026, SEBI has dispensed with the requirement of issuance of a Letter of Confirmation (LOC) by the Company/RTA while processing service request. Accordingly, securities will be credited directly to the shareholder's demat account upon submission of valid demat account details along with the latest Client Master List.
22. Dematerialization would facilitate paperless trading through state-of-the-art technology, quick transfer of corporate benefits to members and avoid inherent problems of bad deliveries, loss in postal transit, theft and mutilation of share certificate and will not attract any stamp duty. It also substantially reduces the risk of fraud. Hence, we request all those members who have still not dematerialized their shares to get their shares dematerialized at the earliest.
23. SEBI vide Circular No. HO/38/13/11(2) 2026 - MIRSD POD/I/3750/2026 dated January 30, 2026, has provided a special window available till February 04, 2027 to facilitate lodgement of transfer deeds in respect of physical securities & their subsequent dematerialisation. This facility is available in respect of physical securities transferred pursuant to transactions executed prior to April 01, 2019, including cases where transfer requests were earlier rejected, returned or remained unattended due to deficiencies in documents, procedural requirements or otherwise. Eligible Shareholders are encouraged to take advantage of this opportunity and reach out to the Company's RTA namely MUFG Intime India Private Limited at C-101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai - 400083, Tel No.: (022)49186 0 0 0 ,

Email: investor.helpdesk@in.mpms.mufig.com, or to the Company at SM House, 11 Sahakar Road, Vile Parle (East), Mumbai – 400057, E-mail: corporaterelations@guficbio.com, for further assistance. The notice of the special window was also publicized in the newspaper viz. Business Standard (All Edition in English language).

24. Non Resident Indian (NRI) Members are requested to inform the RTA immediately about:

- 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 and
- Change in their residential status and address in India on their return to India for permanent settlement.

25. In respect of shares held in demat mode, bank particulars registered against respective depository accounts will be used by the Company for payment of dividend through ECS/NEFT. Please note that the Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be informed only to the DP of the Members. In respect of shares held in physical mode, members are requested to update the bank account details with the Company's RTA.

26. Your attention is invited on the Companies (Significant Beneficial Ownership) Amendment Rules, 2019 issued by the Ministry of Corporate Affairs on February 08, 2019 that a person is considered as a Significant Beneficial Owner (SBO) if he/she, whether acting alone, together or through one or more individuals or trust holds a beneficial interest of at least 10%. The beneficial interest could be in the form of a company's shares or the right to exercise significant influence or control over the company. If any Shareholder is holding shares in the Company on behalf of other or fulfilling the criteria, he/she is required to give a declaration specifying the nature of his/her interest and other essential particulars in the prescribed manner and within the permitted time frame.

27. In terms of Section 124 of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, any dividend remaining unpaid for a period of 7 (seven) years from the date of transfer to Unpaid Dividend Account of the Company are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Accordingly, unpaid / unclaimed dividends till FY 2017-18 have been transferred to IEPF. Further, the unpaid dividend for the year 2018-19 shall be transferred to IEPF within the stipulated time frame in the current financial year, as

stated in the Act. Members who have not encashed their dividend warrants are requested to write to the RTA. Further, all the shares in respect of which dividend has remained unclaimed for 7 (seven) consecutive years or more from the date of transfer to unclaimed/ unpaid dividend account shall also be transferred to IEPF Authority. In view of this, the Company hereby request those members, whose dividends for financial years from 2018-19 if remaining unclaimed / unpaid, to claim the said dividend amount before transfer thereof to IEPF. The details of unclaimed and unpaid dividend is displayed on the website of the Company at the following link:

https://gufic.com/media/investors/unclaimed_shares/gufic-iepf/unclaimed-and-unpaid-dividend

28. Pursuant to the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the unclaimed dividend of ₹ 23,293/- pertaining to the dividend for the financial year ending March 31, 2018 and 20,985 unclaimed shares were transferred to IEPF during the Financial Year 2025-26. The Company had sent individual communication to the concerned shareholders to claim their dividend in order to avoid transfer of dividends/ shares to IEPF Authority. The Company has initiated the process of transfer of shares on which dividend has not been claimed for seven consecutive years since FY 2018-19 and the same will be transferred on due date. Members who have not claimed dividend since FY 2018-19 are requested to claim the same before the dividend and the underlying shares gets transferred to IEPF account. Members, whose unclaimed dividends / shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in web Form No. IEPF - 5 available on www.iepf.gov.in

29. SEBI vide its Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2025/32 dated March 19, 2025 has introduced DigiLocker as a Digital Public Infrastructure to reduce unclaimed securities in the Indian Securities Market. DigiLocker is digital documents wallet of Government of India facilitating investors to securely store and access Issued Documents, demat holdings etc., along with a facility to appoint a nominee to their DigiLocker account. In the event of the investor's demise, such nominee(s) will be provided access to the digital information of the deceased investor to initiate the process of transmission of deceased investor's financial assets or to pass the information to surviving joint holders or to legal heirs.

30. Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under

Section 189 of the Act will be available electronically for inspection by the members during the AGM.

The Certificate from Secretarial Auditors of the Company certifying that the ESOP Scheme of the Company is being implemented in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, is available on the website of the Company at this link <https://gufic.com/media/investors/notices/>. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. September 04, 2026. Members seeking to inspect such documents can send an email to assistantlegal@guficbio.com / corporaterelations@guficbio.com.

31. To support the green initiative and pursuant to MCA and SEBI Circulars, only electronic copy of the Annual Report for the year ended March 31, 2026 and notice of the 42nd AGM are being sent to the members whose names appear on the Register of Members / List of Beneficial Owners as received from RTA and whose email address are available with the RTA/ DP(s). Physical copy of the report is not sent to any of the shareholder. Annual Report and the notice of the 42nd AGM are also posted on the website of the Company at this link: www.gufic.com for download.

A letter with a web link and the exact steps to access the full details of the Annual Report shall be sent to the shareholders who have not registered their email IDs

The notice can also be accessed from the website 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 AGM Notice is also disseminated on the website of National Securities Depository Limited ("NSDL") (agency for providing the remote e-voting facility and e-voting system during the AGM) at www.evoting.nsdl.com.

In case any Member is desirous of obtaining hard copy of the Annual Report for the Financial Year 2025-26 and Notice of the 42nd AGM of the Company, may send request to the Company's e-mail address at corporaterelations@guficbio.com mentioning Folio No./DP ID and Client ID.

32. To disseminate all the communication promptly, members who have not registered their email IDs so far, are requested to register the same with DP / RTA for receiving all the communications including Annual Reports, Notices etc. electronically.
33. Voting through electronic means:

- i. In compliance with provisions of Section 108 of the

Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of Listing Regulations read with SEBI Master Circular no. HO/49/14/14(7) 2025-CFD-POD2/I/3762/2026 last updated on January 30, 2026. Members are provided with the facility to cast their vote electronically on all resolutions set forth in this Notice, through remote e-voting during the remote e-voting period.

- ii. The remote e-voting period commences on Tuesday, September 01, 2026 (9:00 a.m.) and ends on Thursday, September 03, 2026 (5:00 p.m.). During this period, members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date i.e. August 28, 2026, may cast their vote by remote e-voting. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. It is hereby clarified that a Member may vote either through availing the remote e-voting facility or using the facility of e voting during the AGM at his/her/its discretion.
- iii. The process and manner for remote e-voting are as under:

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

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	- For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - 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 held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned for seamless voting experience.
	NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	- Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e- Voting page without any further authentication. The users to login Easi/ Easiest are requested to visit CDSL website at www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing Myeasi username & password. - 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 Company. On 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, so that the user can visit the e-Voting service providers website directly. - If the user is not registered for Easi/Easiest, option to register is available at CDSL website at www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. - Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat account. After successful authentication, user will be able to see the e-Voting option where the 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) login through their depository participant	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e- Voting period 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. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com 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 a request at helpdesk.evoting@cdslindia.com or contact at toll free no 1800 21 09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at following link: <https://eservices.nsdl.com> with your existing IDEAS login. Once you log-in to NSDL eservices after using your login credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

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

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "**Forgot User Details/ Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-

Voting system of NSDL.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of Company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

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

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to following:
assistantlegal@guficbio.com / corporaterelations@guficbio.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self- attested scanned copy of PAN card), AADHAR (self- attested scanned copy of Aadhar Card) to assistantlegal@guficbio.com / corporaterelations@guficbio.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting and \ joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI Circular dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER :

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/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 in the AGM.
3. Members who have voted through Remote e- Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **"Access to NSDL e-Voting system"**. After successful login, you can see link of **"VC/OAVM"** placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of the Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who wish to express their views or ask questions during the 42nd AGM may register themselves as a speaker or submit their queries in advance by sending an email to assistantlegal@guficbio.com / corporaterelations@guficbio.com, mentioning their name, demat account number/folio number, email ID and mobile number, on or before August 28, 2026. Only shareholders registered as speakers will be permitted to express their views or ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time at the AGM. Shareholders who submit their queries in advance and do not wish to speak during the AGM will be suitably responded to by the Company through email.

OTHER INSTRUCTIONS:

- i. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- ii. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. Friday, August 28, 2026.
- iii. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as on the cut-off date i.e. August 28, 2026 may obtain the login ID and password by sending a request at evoting@nsdl.com or Issuer/RTA.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com or contact NSDL at 022 - 4886 7000.

- iv. 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 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through e-voting.
- v. M/s. Manish Ghia & Associates, Practicing Company Secretaries has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- vi. The Chairman shall at the end of discussion on the resolutions on which voting is to be held at the AGM, allow voting with the assistance of scrutinizer, by use of e-voting facility available during the AGM for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- vii. The Scrutinizer shall after the conclusion of e- voting at the general meeting, unblock the votes cast through e-voting (votes cast during the AGM and votes cast

through remote e- voting) in the presence of at least two witnesses not in the employment of the Company and shall 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 and declare the results within the time stipulated under the applicable laws.

The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.gufic.com and on the website of NSDL at www.evoting.nsdl.com simultaneously 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 Stock Exchanges where the shares of the Company are listed viz. BSE Limited and National Stock Exchange of India Limited.

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

As required by Section 102(1) of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to the business mentioned under Item Nos. 4 and 5 of the accompanying Notice:

ITEM NO. 4:

Pursuant to Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Board of Directors of the Company at its meeting held on May 29, 2026, on the recommendation of the Audit Committee, approved the appointment of M/s. Poddar & Co, Cost Accountants (FRN: 101734), as the Cost Auditors of the Company for conducting the audit of the cost records maintained by the Company for the financial year ending March 31, 2027, at a remuneration of ₹ 4,00,000 (Rupees Four Lakhs Only) plus applicable taxes and reimbursement of out-of-pocket expenses at actuals, if any, incurred in connection with the audit.

The overall remuneration proposed to be paid to the Cost Auditors for the financial year ending March 31, 2027 is commensurate with the scope of the audit to be carried out by the Cost Auditors and is in line with the guidelines issued by the Institute of Cost Accountants of India.

M/s. Poddar & Co., Cost Accountants, have confirmed that they hold a valid Certificate of Practice under Section 6(1) of the Cost and Works Accountants Act, 1959.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for conducting the audit of the cost records of the Company for the Financial Year ending March 31, 2027.

The Board recommends the Resolution set out at Item No. 4 for approval of members by way of an Ordinary Resolution.

None of the Directors /Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the ordinary resolution set out at Item No. 4 of the Notice.

ITEM No. 5:

The tenure of Mr. Pankaj Jayakumar Gandhi (DIN: 00001858) as a Whole Time Director of the Company expires on September 06, 2026. Based on the recommendation of the Nomination and Remuneration Committee and considering his extensive experience, expertise and valuable contribution to the growth and operations of the Company, the Board of Directors, at its meeting held on July 31, 2026, approved the re-appointment of Mr. Pankaj J. Gandhi as Whole-Time Director of the Company for a further term of five (5) years commencing from September 07, 2026 up to September 06, 2031 (both days inclusive), subject to the approval of the Members. Mr Pankaj Gandhi, being a Whole-time Director, is a Key Managerial Personnel ("KMP") pursuant to Section 203 of the Companies Act, 2013 ("the Act").

The Company has also received notice pursuant to Section 160 of the Act from a member of the Company proposing the candidature of Mr. Pankaj Gandhi, for re-appointment as a Whole Time Director.

A brief profile of Mr. Pankaj Gandhi is mentioned hereunder:

Mr. Pankaj Gandhi, aged 67 years, holds a Bachelor's degree in Commerce from the University of Mumbai and brings with him over three decades of rich and extensive experience in liaising with regulatory authorities within the pharmaceutical industry. He has played a key role in ensuring regulatory compliance and maintaining effective co-ordination with various statutory and regulatory authorities. His expertise and extensive experience have contributed significantly to the smooth functioning and operational efficiency of the Company.

Mr. Pankaj Gandhi satisfies all the conditions set out in Part I of Schedule V to the Act and also conditions set out under Section 196 of the Act for being eligible for his appointment. He is not disqualified from continuing as a Director in terms of Section 164 of the Act and has consented to continue as a Director of the Company. He is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority pursuant to BSE Circular No. LIST/COMP/14/2018-19 and NSE Circular No. NSE/CML/2018/24, both dated June 20, 2018. The terms as set out in the resolution and Explanatory Statement may be considered as a written Memorandum setting out terms, conditions and limits of remuneration of Mr. Pankaj Gandhi in terms of section 190 of the Act.

Further, as per Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), appointment or re-appointment of a person on the Board of Directors, shall be subject to approval of shareholders at next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Considering his vast experience, expertise, leadership

qualities and valuable contributions to the Company over the years and on recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on July 31, 2026 has approved re-appointment of Mr. Pankaj Gandhi as the Whole Time Director of the Company for a further term of five (5) years commencing from September 07, 2026 to September 06, 2031 (both days inclusive) on the terms and conditions of re-appointment including payment of remuneration as stated in the resolution as set out in Item No. 05.

Further, as Mr. Pankaj Gandhi will attain the age of 70 (Seventy) years on June 15, 2029 during the tenure of his proposed re-appointment, the Company is also seeking the approval of the Members by way of a Special Resolution under Section 196(3) of the Act for the continuation of his office as Whole-time Director upon attaining the age of 70 years for the remainder of his tenure.

Relevant details relating to re-appointment of Mr. Pankaj Gandhi, including his profile, as required under the Act, SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are provided in the “**Annexure-A**” to this Notice.

The Board recommends the Resolution set out in Item No. 5 of this Notice for approval of the members as a Special Resolution as per requirement of the Act.

Save and except Mr. Pankaj Gandhi and his relatives, none of the Directors, Key Managerial Personnel of the Company and their respective relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 5 of the Notice.

**By order of the Board of Directors of
Gufic Biosciences Limited**

Sd/-

**Ami N. Shah
Company Secretary & Compliance officer
Membership No. A39579**

Place: Mumbai

Date: July 31, 2026

Regd. Office:

37, First Floor, Kamala Bhavan II, S. Nityanand Road,
Andheri (East), Mumbai – 400 069
CIN: L24100MH1984PLC033519

Annexure A

Details of the Directors seeking appointment/re-appointment at 42nd Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and the Secretarial Standard 2 issued by the Institute of Company Secretaries of India

Name of Director	Mr. Pranav J Choksi	Mr. Pankaj Jayakumar Gandhi
Relevant item no. of the Notice	Item No. 3	Item No. 5
DIN	00001731	00001858
Age (in years)	43	67
Qualification	- Masters in Biotechnology from The Johns Hopkins University, USA. - Bachelors in pharmacy from the Institute of Chemical Technology, University of Mumbai	Bachelors in Commerce
Date of first Appointment on the Board	June 25, 2004	August 01, 2013
Expertise in specific functional areas	Specialization in Autologous Cancer Vaccines in the USA and have wide and rich experience in business development, planning, manufacturing, leading domestic and international business.	Rich and vast experience in liaisoning with Regulatory Authorities.
Terms & Conditions of Appointment / Re-Appointment	Retirement by rotation and being eligible, offers himself, for re-appointment as a Director	Re-appointment as a Whole Time Director for a term of five (5) years commencing from September 07, 2026. (Refer resolution at Item No. 5 of the Notice read with explanatory statement thereto)
Remuneration sought to be Paid	As per the existing terms of appointment and remuneration approved by the Members of the Company	As per the resolution at Item No. 5 of this Notice read with the explanatory statement thereto.
Remuneration last drawn, for the financial year 2025-26	Refer Report on Corporate Governance	Refer Report on Corporate Governance
Shareholding in the Company (As on the date of this report)	72,68,626 equity shares	NIL
No. of Board Meetings attended during the FY 2025-26	Entitled to attend: 5 Attended : 5	Entitled to attend: 5 Attended : 5
Relationship with other Directors, Manager and Key Managerial Personnel of the Company/ Disclosure of relationships between directors inter-se	Mr. Pranav J. Choksi is the son of Mr. Jayesh P. Choksi who is the Chairman & Managing Director of the Company.	Nil
Directorships in other Companies as on date	1. Gufic Private Limited 2. Gufic Chem Private Limited 3. Jal Private Limited 4. Gufic Prime Private Limited 5. Veira Life FZE 6. Zircon Teconica Private Limited 7. P S Choksi Foundation	1. Gufic Private Limited 2. Gufic Chem Private Limited 3. Jal Private Limited 4. Gufic Prime Private Limited 5. Veira Life FZE
Membership / Chairmanship of committees of all public limited companies including Gufic Biosciences Limited as on date	Gufic Biosciences Limited - Executive Committee - Member - Stakeholders' Relationship Committee - Member - Corporate Social Responsibility Committee - Member - Risk Management Committee - Member	Gufic Biosciences Limited Executive Committee - Member
Name of listed entities from which the person has resigned in the past three years	NIL	NIL