

# ANUPAM RASAYAN INDIA LTD.

ARILSLDSTX20230908056

To,

**BSE** Limited,

To,

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai -400001, India

SCRIP CODE: 543275

National Stock Exchange of India Limited

Date: September 08, 2023

'Exchange Plaza', C-1, Block-G,

Bandra Kurla Complex

Bandra (East), Mumbai 400051, India

SYMBOL: ANURAS

Dear Sir/Madam,

Subject: Notice of 20th Annual General Meeting of the members of the Company.

Please be informed that Twentieth (20th) Annual General Meeting (the "AGM"/"Meeting") of the members of Anupam Rasayan India Limited (the "Company") will be held on Saturday, September 30, 2023, at 04:30 p.m. IST through Video Conferencing ("VC") facility/Other Audio-Visual Means ("OAVM"), in compliance with all the applicable provisions of the Companies Act, 2013 and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with all the relevant circulars issued from time to time, by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

In this regard, please find enclosed herewith the Notice of 20th AGM, which is being sent to the members of the Company.

The Company has fixed Friday, September 22, 2023 as the "Cut-Off Date" for the purpose of determining the members eligible to vote on the resolutions set out in the Notice of the AGM and to attend the AGM.

The remote e-voting period will start on Wednesday, September 27, 2023 (9:00 a.m. IST) and will end on Friday, September 29, 2023 (5:00 p.m. IST).

We request you to kindly note the same and take into your records.

Thanking You,

Yours faithfully,

For Anupam Rasayan India Limited

Ashish Gupta Company Secretary and Compliance Officer Membership No. A46274

Encl: As above

**Registered Office:** 

Office Nos. 1101 to 1107, 11th Floor, Icon Rio, Behind Icon Business Centre, Dumas Road, Surat-395007, Gujarat, India.

Tel. : +91-261-2398991-95

Fax : +91-261-2398996

E-mail : office@anupamrasayan.com

Website : www.anupamrasayan.com

CIN - L24231GJ2003PLC042988

# **Notice**

Notice is hereby given that the 20<sup>th</sup> (Twentieth) Annual General Meeting (the "AGM"/"Meeting") of the Members of Anupam Rasayan India Limited (the "Company") will be held on Saturday, September 30, 2023, at 04:30 p.m. (IST) through Video Conferencing ("VC") facility/Other Audio Visual Means ("OAVM"), at the registered office of the Company at 1101 to 1107, 11<sup>th</sup> Floor, Icon Rio, Behind Icon Business Centre, Dumas Road, Piplod, Surat-395007, Gujarat, India, which shall be the deemed venue for the Meeting, to transact of the Company following businesses.

## **ORDINARY BUSINESS:**

- To receive, consider and adopt the Audited Standalone Financial Statements for the financial year ended March 31, 2023, and the Audited Consolidated Financial Statements for the financial year ended March 31, 2023, the Auditors' Report thereon and the Board of Directors' Report of the Company for the financial year 2022-23 and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:
  - "RESOLVED THAT the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, and the Auditors Report thereon and the report of the Board of Directors, as circulated to the Members, be and are hereby considered and adopted."
- 2. To appoint a Director in place of Mr. Anand Sureshbhai Desai, Managing Director (DIN: 00038442), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:** 
  - **"RESOLVED THAT** pursuant to the provisions of Section 152 (6) and other applicable provisions, if any, of the Companies Act, 2013, Mr. Anand Sureshbhai Desai, Managing Director (DIN: 00038442), who retires by rotation at this meeting and being eligible for reappointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

### **SPECIAL BUSINESS:**

- 3. To ratify the remuneration payable to the Cost Auditors for cost audit for the period from April 1, 2023 to March 31, 2024 and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:** 
  - "RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013 ("Act") read with the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions, if any, of the Act or rules framed thereunder and all other applicable laws, each as amended from time to time, the remuneration of ₹ 2,00,000/- (Indian Rupees Two Lakhs Only) (excluding GST) as recommended by the Audit Committee and approved by the Board of Directors of the Company, payable to M/s Bhanwarlal Gurjar & Co., Cost Accountants, Surat (Firm Registration No. 101540), Cost Auditor appointed by the Board of Directors, to conduct the audit of cost records of the Company for the financial year ending on March 31, 2024, be and is hereby ratified and confirmed.

- **RESOLVED FURTHER THAT** the Board of Directors of the Company are hereby authorized to do all the acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."
- 4. To revise the remuneration of Mr. Anand Sureshbhai Desai, Managing Director (DIN:00038442) of the Company and, in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:** 
  - "RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, Schedule V and all other applicable provisions of the Companies Act, 2013 (the "Act") and rules framed thereunder, as amended, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, from time to time read with the Articles of Association of the Company and pursuant to the recommendation and approval of the Nomination and Remuneration Committee and the Board of Directors of the Company and such other approvals as are necessary, approval of the Members of the Company be and is hereby accorded for revision in the remuneration of Mr. Anand Sureshbhai Desai, Managing Director (DIN: 00038442) of the Company, for the remaining term of his appointment i.e., up to March 31, 2026, from ₹ 2,16,00,000/- (Indian Rupees Two Crores Sixteen Lakhs only) per annum to ₹ 5,00,00,000/- (Indian Rupees Five Crores only) per annum effective from April 1, 2023, with no additional perquisites payable, where, the remuneration shall in no case exceed the ceiling limits of the net profits of the Company computed in accordance with the provisions of the Act or any other applicable law, as amended from time to time.

**RESOLVED FURTHER THAT** the Board shall have the discretion and authority to modify the aforesaid terms and remuneration within the above limit as approved by the Members.

**RESOLVED FURTHER THAT** in the event of any statutory amendments, modifications, or relaxation by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors be and is hereby authorised to vary or increase the remuneration (including the minimum remuneration), that is, the salary, perquisites, allowances, etc. within such prescribed limit or ceiling and the terms and conditions of the said appointment as agreed to between the Board and Mr. Anand Desai be suitably amended to give effect to such modification, relaxation or variation, subject to such approvals as may be required by law.

**RESOLVED FURTHER THAT** notwithstanding anything to the contrary herein contained, where, in the event of loss or inadequacy of profits in any financial year, he shall be paid remuneration by way of salary as specified above, however in any case, the total remuneration shall not exceed the limit as specified in Schedule V of the Act as modified from time to time.

**RESOLVED FURTHER THAT** any of the directors and Chief Financial Officer of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. To revise the remuneration of Mrs. Mona Anandbhai Desai, Whole-Time Director (DIN: 00038429) of the Company and, in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, Schedule V and all other applicable provisions of the Companies Act, 2013 (the "Act") and rules framed thereunder, as amended, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, read with the Articles of Association of the Company and pursuant to the recommendation and approval of the Nomination and Remuneration Committee and the Board of Directors of the Company and such other approvals as are necessary, approval of the Members of the Company be and is hereby accorded for revision in the remuneration of Mrs. Mona Anandbhai Desai, Whole-Time Director (DIN: 00038429) of the Company, for the remaining term of her appointment i.e. up to March 31, 2026, from ₹ 2,16,00,000/- (Indian Rupees Two Crores Sixteen Lakhs only) per annum to ₹ 5,00,00,000/- (Indian Rupees Five Crores only) per annum effective from April 1, 2023, with no additional perquisites payable, where, the remuneration shall in no case exceed the ceiling limits of the net profits of the Company computed in accordance with the provisions of the Act or any other applicable law, amended from time to time.

**RESOLVED FURTHER THAT** notwithstanding anything to the contrary herein contained, where, in the event of loss or inadequacy of profits in any financial year, she shall be paid remuneration by way of salary as specified above, however in any case, the total remuneration shall not exceed the limit as specified in Schedule V of the Act as modified from time to time.

**RESOLVED FURTHER THAT** the Board shall have the discretion and authority to modify the aforesaid terms and remuneration within the above limit as approved by the Members.

**RESOLVED FURTHER THAT** in the event of any statutory amendments, modifications, or relaxation by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors be and is hereby authorised to vary or increase the remuneration (including the minimum remuneration), that is, the salary, perquisites, allowances, etc. within such prescribed limit or ceiling and the terms and conditions of the said appointment as agreed to between the Board and Mr. Anand Desai be suitably amended to give effect to such modification, relaxation or variation, subject to such approvals as may be required by law.

**RESOLVED FURTHER THAT** any of the directors and Chief Financial Officer of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. To continue the directorship of Dr. Kiran Chhotubhai Patel (DIN: 08051053) as a Non-Executive Non-Independent Director of the Company on attaining the age of 75 years and, in this regard, to consider and if thought fit, to pass, the following resolution as a **Special Resolution:** 

"RESOLVED THAT pursuant to the provisions of Regulation 17(1A) and all other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, as amended, approval of the members of the Company be and is hereby accorded for the continuation of the directorship of Dr. Kiran Chhotubhai Patel (DIN: 08051053), as a Non-Executive Non-independent Director of the Company who will attain the age of 75 years on March 10, 2024.

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

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

**Ashish Gupta** 

Company Secretary and Compliance Officer
Membership No.: A46274

Place: Surat

Date: September 07, 2023

Anupam Rasayan India Limited Office Nos. 1101 to 1107, 11<sup>th</sup> Floor, Icon Rio, Behind Icon Business Centre, Dumas Road, Piplod, Surat-395007, Gujarat, India.

**Registered Office:** 

# **Notes:**

- 1. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 (the "Act") (as amended) setting out material facts concerning the special businesses under Item Nos. 2, 4, 5, and 6 forming part of this Notice, is annexed hereto. Further, the relevant details with respect to Item no. 3 and 6 pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (as amended) and Secretarial Standard-2 on 'General Meetings' issued by the Institute of Company Secretaries of India, in respect of directors seeking appointment/re-appointment at this Annual General Meeting ("AGM") are also annexed.
- 2. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and 10/2022 dated December 28, 2022 and all other relevant circulars issued from time to time (collectively referred to as "MCA Circulars") has permitted convening the AGM through Video Conference (VC)/Other Audio Visual Means (OAVM), without physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
- In accordance with the aforesaid MCA Circulars and Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated January 5, 2023 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), the Notice of the AGM along-with the Annual Report 2022-23 containing the Standalone and Consolidated Audited Financial Statements for the financial year 2022-23, along with the Board of Directors' Report, Auditors' Report, Corporate Governance Report, Business Responsibility and Sustainability Report and the relevant annexures to each such report and other documents required to be attached thereto, is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, unless any member has requested for a physical copy of the same.

If the Member's email address is not registered/updated with the Company/Depositories, the Members are requested to register/update their e-mail address with their Depository Participants with whom they maintain their de-mat account. This may be treated as an advance opportunity in terms of proviso to Rule 18(3)(i) of the Companies (Management and Administration) Rules, 2014.

4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the proxy form, attendance slip and the route map are not annexed to this Notice.

- 5. The Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website <a href="www.anupamrasayan.com">www.anupamrasayan.com</a>, websites of the Stock Exchanges i.e. BSE Limited at <a href="www.bseindia.com">www.bseindia.com</a> and National Stock Exchange of India Limited at <a href="www.nseindia.com">www.nseindia.com</a> and the notice of AGM will be available on the website of NDSL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>.
- Pursuant to the MCA Circulars, physical attendance of the Members are not required at the AGM, and therefore Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Act, and all documents referred to in the Notice of AGM and explanatory statement and the certificate certifying that ESOP Scheme of the Company is being implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, shall be available electronically for inspection by the Members during the AGM on the website of the Company at <a href="https://www.anupamrasayan.com">www.anupamrasayan.com</a> and NSDL's website at <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>.

- 7. The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, September 23, 2023 to Saturday, September 30, 2023 (both days inclusive).
- 8. SEBI has amended the Regulation 40 of the Listing Regulations pursuant to which after March 31, 2019, transfer of securities cannot be processed unless the securities are held in the dematerialised form with any Depository except in case of a request received for transmission or transposition of securities. The Members holding shares in physical form are requested to dematerialise their holdings at the earliest as henceforth it will not be possible to transfer shares held in physical mode.

# PROCEDURE FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM:

In accordance with the MCA Circulars, provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (each as amended) and Regulation 44 of the Listing Regulations, the Company is providing facility of remote e-Voting to its Members in respect of the businesses to be transacted at the AGM. The AGM of the Company will be held through VC/OAVM mode. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-Voting system as well as e-Voting during the AGM on the date of the AGM and the facility for participation in the AGM through VC facility will be provided by NSDL. The procedure for participating in the meeting through VC is explained in below notes related to "Instructions for the Members for attending the AGM through VC facility".

- 10. Members, whose names appear in the Register of Members or in the Register of Beneficial Owners as on Friday, September 22, 2023, being the cut-off date, only shall be entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.
- 11. In case of joint holders, a Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote at the AGM.
- 12. Voting Options In view of the meeting being held by audio visual means, the Members shall have two options of voting, both electronically as follows:
  - A. Remote e-Voting;
  - B. Electronic e-Voting during the AGM.

### A. Remote e-Voting

- Voting through electronic means is made available pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations and SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020.
- The Company has approached NSDL for providing remote e-Voting services through their e-Voting platform. In this regard, your demat account/folio number has been enrolled by the Company for your participation in remote e-Voting on resolutions placed by the Company in the AGM Notice.
- The remote e-Voting period commences on (Wednesday), September 27, 2023 (9:00 a.m. IST) and ends on (Friday), September 29, 2023 (5:00 p.m. IST). The remote e-Voting module shall be disabled by NSDL for voting thereafter. During this period, the Members of the Company whose name appear in the Register of Members/Beneficial Owners as on the cut-off date i.e. (Friday), September 22, 2023, may cast their vote by remote e-Voting. The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. (Friday),September 22, 2023.
- Any person holding shares in physical form and Non-Individual Shareholders, who acquire shares of the Company and become a member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. September

- 22, 2023 may obtain the login ID and password by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or Issuer/ RTA. However, if you are already registered with NSDL for remote e-Voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 022 - 4886 7000 and 022 - 2499 7000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. September 22, 2023 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
- Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. Saturday, September 30, 2023.
- Members are advised to update their mobile number and e-mail ID with their DPs in order to access e-Voting facility.
- Members who have cast their vote by remote e-Voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again.

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

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

**Step 1:** Access to NSDL e-Voting system at <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>

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

### Step 1 - Access to NSDL e-Voting System

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

# **Type of Shareholders**

### **Login Method**

Individual Shareholders holding securities in demat mode with NSDL

# IDeAS Registered User:

- 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.
- On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open and you will be required to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services.
- Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider name (NSDL in this case) and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- **B.** If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>

# C. e-Voting through the website of NSDL:

- Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>either on a Personal Computer or on a mobile.
- 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.
- 4. Click on options available against Company name or e-Voting service provider name (NSDL in this case) and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

### NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

- 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 <a href="https://www.cdslindia.com">www.cdslindia.com</a> and click on login icon & New System Myeasi Tab and then user your existing
  my easi username & password.
- 2. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by Company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
- 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="https://www.cdslindia.com">www.cdslindia.com</a> and click on login & New System Myeasi Tab and then click on registration option.
- 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="https://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

# Individual Shareholders (holding securities in demat mode) login through their depository participants Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against Company name or e-Voting service provider name (NSDL in this case) and you will be redirected to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

- 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>either on a Personal Computer or on a mobile.
- 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders/Member' section.
- 3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

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

4. Your User ID details are given below:

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

Password details for Shareholders other than Individual Shareholders are given below:

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

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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at

# Step 2 - How to cast your vote electronically on NSDL e-Voting system?

- 1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- 2. Select "EVEN" of the Company for which you wish to cast your vote.
- 3. Now you are ready for e-Voting as the voting page opens.
- 4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

# PROCESS FOR THOSE MEMBERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE:

- In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of consolidated account statement, self-attested scanned copy of PAN card and AADHAR to <a href="investors@anupamrasayan.com">investors@anupamrasayan.com</a> and/or to (RTA) <a href="einward.ris@kfintech.com">einward.ris@kfintech.com</a>.
- Alternatively, the shareholder/Members may send a request to <u>evoting@nsdl.co.in</u> for procuring user id and password for e-Voting by providing above mentioned documents.
- 3. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by listed companies, to individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders/Members are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

# INSTRUCTIONS FOR THE MEMBERS FOR ATTENDING THE AGM THROUGH VC FACILITY ARE AS UNDER:

- Facility of joining the AGM through VC facility shall open 15 minutes before the time scheduled for the AGM by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 Members on first come first served basis. This will not include large Shareholders (Members holding 2% or more shareholding), promoters, institutional investors, Directors, Key Managerial Personnel, the chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors of the Company etc. who are allowed to attend the AGM without restriction on account of first come first served basis. Alternatively, Members can also view the proceedings of the AGM through live webcast facility available at https:// www.evoting.nsdl.com.
- 2. Members will be provided with a facility to attend the AGM through VC facility through the NSDL platform. The Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join meeting" menu against Company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC facility will be available in shareholder/Members login where the EVEN of Company will be displayed. Please note that the shareholder who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password

may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Shareholders can also use the OTP based login for logging into the e-Voting system of NSDL.

- 3. Members are encouraged to join the Meeting through Laptop/Desktop for better experience.
- Members will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.
- 5. 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.

### **GENERAL GUIDELINES FOR MEMBERS:**

- 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 mdbaid@yahoo.com with a copy marked to evoting@nsdl.co.in. Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.
- 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a> to reset the password.
- 3. In case of any queries, the Members may refer to Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a>. Shareholders/Members, who need assistance before or during the AGM, can contact NSDL official Ms Prajakta Pawle on toll free no.: 022-4886 7000 and 022-2499 7000 or send a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a>
- Institutional Members are encouraged to attend and vote at the AGM through VC/OAVM. In case any Institutional Members, facing issues for participating in AGM can write to investors@anupamrasayan.com.
- SEBI has mandated the submission of the Permanent Account Number (PAN), proof of identity, address and bank details by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the said documents to their DPs. Members holding shares in physical form shall submit the documents to KFin Technologies Limited. Members are requested to intimate any changes pertaining to their name, postal address, email address, phone number, PAN, mandates, nominations, power of attorney, etc. to

- their DPs, where shares are held by them in electronic mode and to the Registrar and Transfer Agent KFin Technologies Limited ("RTA"), where the shares are held in physical form.
- 6. Members are requested to send all communications relating to shares held by them of the Company, to the Company's RTA KFin Technologies Limited, Unit: Anupam Rasayan India Limited, Selenium, Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad 500032, email Id: einward.ris@kfintech.com. Members holding shares in electronic mode should address all their correspondence to their respective DPs.
- 7. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM may write to the Company at <a href="mailto:investors@anupamrasayan.com">investors@anupamrasayan.com</a> at-least 7 days prior to the date of the AGM.
- 8. Members in respect of the shares held by them and have not registered their nomination may register the same by submitting the requisite details to their DP, in case the shares are held by them in electronic form and to the RTA of the Company, in case the shares are held in physical form.
- 9. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/, PAN, mobile number at <a href="mailto:investors@anupamrasayan.">investors@anupamrasayan.</a> com during the period from September 24, 2023 (9:00 a.m. IST) to September 26, 2023 (5:00 p.m. IST). Those Members who have registered themselves shall be given an opportunity of speaking live in the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM and to avoid repetition of questions.
- 10. The Board of Directors of the Company have appointed CS Mohan Baid, Practicing Company Secretary (Membership No. A3598 COP: 3873), partner of M. D. Baid & Associates, as the Scrutinizer to scrutinize the remote e-Voting and e-Voting at AGM process in a fair and transparent manner. He has communicated his willingness to be appointed and will be available for the said purpose.
- 11. Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast during the AGM and thereafter unblock the votes cast through remote e-Voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, of the resolutions put to vote to the Chairman or a person authorized by him in writing, who shall countersign the same. The result will be announced within the time stipulated under the applicable laws.
- 12. The results of e-Voting will be declared on receipt of Scrutinizer's Report at the registered office of the Company and the same along with the Scrutinizers Report will be published on the website of the Company <a href="https://www.anupamrasayan.com">https://www.anupamrasayan.com</a> and the website of NSDL <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>. The Company shall simultaneously communicate the e-Voting results along with the Scrutinizer's Report to BSE Limited and

the National Stock Exchange of India Limited where the shares of the Company are listed.

# THE EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Pursuant to Section 102 of the Companies Act, 2013 ("Act"), the following Explanatory Statement sets out all the material facts relating to the business mentioned under Item Numbers 3 to 6 for the Annual General Meeting to be held on September 30, 2023

### SPECIAL BUSINESS

# Item No. 3. Ratification of remuneration to the Cost Auditor for cost audit for the period from April 1, 2023 to March 31, 2024.

The Board of Directors, on the recommendation of the Audit Committee, has appointed Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2024 at the remuneration as provided in the resolution.

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

Accordingly, consent of the Members is sought by passing an Ordinary Resolution as set out at Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2024.

The Board of Directors recommend the Ordinary Resolution as set out in item No. 3 of the acCompanying Notice for approval of the Members of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives (as defined under the Companies Act, 2013) are, in any way, concerned or interested financially or otherwise in the resolution.

# Item No. 4. Revision in the remuneration of Mr. Anand Sureshbhai Desai, Managing Director (DIN:00038442).

Members of the Company, at their Extra-Ordinary General Meeting held on December 4, 2020, approved the appointment of Mr. Anand Sureshbhai Desai as Managing Director (DIN: 00038442) for a period of five years from April 1, 2021 to March 31, 2026 on the terms and conditions defined in the written memorandum of the terms of appointment as per the provisions of Section 190 of the Act.

Mr. Anand Sureshbhai Desai is a promoter of the Company since its incorporation and possess valuable experience of 30 years in the chemical industry. In view of appreciating the strategic guidance and direction given by Mr. Desai for carrying out business operations of the Company and thereby contributing significantly to the overall growth of the Company and considering his rich experience and knowledge and leadership capabilities, the Board of Directors, on recommendation of the Nomination and Remuneration Committee, at their meeting held on September 07, 2023, approved the revision in his remuneration from ₹ 2,16,00,000/- (Indian Rupees Two Crores Sixteen Lakhs only) per annum to ₹ 5,00,00,000/- (Indian Rupees Five Crores only) per annum effective from April 1, 2023, with no additional perquisites payable, where, the remuneration

shall in no case exceed the ceiling limits of the net profits of the Company computed in accordance with the provisions of the Act or any other applicable law, as amended from time to time. The proposed revision in the remuneration is well in conformity with the relevant provisions of the Companies Act, 2013.

Minimum Remuneration: In the event of loss or inadequacy of profits of the Company in any financial year, the remuneration, as mentioned herein above, shall be paid as specified above, however, in any case, the total remuneration shall not exceed the limit as specified in Schedule V of the Act, as modified from time. Further, Mr. Anand Desai will not be paid any sitting fees for attending any meetings of the Board of Directors or Committees thereof.

It is now proposed to obtain approval of the Shareholders for revision in the remuneration of Mr. Anand Sureshbhai Desai as per the details given herein above.

The details required under the provisions of Secretarial Standard-2 on General Meetings are provided as Annexure A hereto

The Board of Directors recommends passing of the Ordinary Resolution set out in **Item No. 4** of the Notice for approval by the Members for revision in the remuneration of Mr. Anand Sureshbhai Desai, Managing Director of the Company.

None of the Directors, Key Managerial Personnel and their relatives, are in any way, concerned or interested, financially or otherwise, in the resolution set out at **Item No. 4** except Mr. Anand Sureshbhai Desai and Mrs. Mona Anandbhai Desai and their relatives.

# Item No. 5. Revision in the remuneration of Mrs. Mona Anandbhai Desai, Whole-Time Director (DIN:00038429).

Members of the Company, at their Extra-Ordinary General Meeting held on December 4, 2020, approved the appointment of Mrs. Mona Anandbhai Desai as a Whole-Time Director (DIN: 00038429) for a period of five years from April 1, 2021 to March 31, 2026 on the terms and conditions defined in the written memorandum of the terms of appointment as per the provisions of Section 190 of the Act.

Mrs. Mona Anandbhai Desai is a promoter of the Company. Taking into consideration, the dedicated and meritorious services provided by Mrs. Mona Anandbhai Desai (DIN: 00038429), Whole-Time Director of the Company and her consistent efforts and vast industry experience of 20 years, the Board of Directors, on recommendation of the Nomination and Remuneration Committee, at their meeting held on September 07, 2023, approved the revision in her remuneration from ₹ 2,16,00,000/- (Indian Rupees Two Crores Sixteen Lakhs only) per annum to ₹ 5,00,00,000/- (Indian Rupees Five Crores only) per annum effective from April 1, 2023, with no additional perquisites payable, where, the remuneration shall in no case exceed the ceiling limits of the net profits of the Company computed in accordance with the provisions of the Act or any other applicable law, amended from time to time. The proposed revision in the remuneration is well in conformity with the relevant provisions of the Companies Act, 2013.

Minimum Remuneration: In the event of loss or inadequacy of profits of the Company in any financial year, the remuneration, as mentioned herein above, shall be paid as specified above,

however, in any case, the total remuneration shall not exceed the limit as specified in Schedule V of the Act, as modified from time. Further, Mrs. Mona Desai will not be paid any sitting fees for attending any meetings of the Board of Directors or Committees thereof.

It is now proposed to obtain approval of the Members for revision in the remuneration of Mrs. Mona Anandbhai Desai as per details given herein above.

The details required under the provisions of Secretarial Standard-2 on General Meetings are provided as Annexure B

The Board of Directors recommends the Ordinary Resolution set out in Item No. 5 of the Notice for approval by the Members for revision in the remuneration of Mrs. Mona Anandbhai Desai, Whole-Time Director of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives, are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice except Mrs. Mona Anand bhai Desai and Mr. Anand Sureshbhai Desai and their relatives.

# Item No. 6. Continuation of directorship of Dr. Kiran Chhotubhai Patel (DIN: 08051053) on attaining the age of 75 years.

As per Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the members is required by way of special resolution for continuing the directorship of any non-executive director who has attained the age of 75 years. Hence the Board of Directors of the Company ("Board"), on the recommendation of the Nomination and Remuneration Committee of the Board, proposes to take the approval of the Members of the Company for continuing the directorship of Dr. Kiran Patel (DIN: 08051053) as a Non-Executive Non-Independent Director of the Company. Dr. Kiran Patel, is aged 74 years and will attain the age of 75 years on March 10, 2024.

He was appointed as a Non-Executive Non-Independent Director of the Company vide an Ordinary Resolution passed by the members of the Company in the General Meeting held on September 30, 2019. He was categorised as promoter of the Company on September 26, 2020 and further in the Board Meeting dated November 30, 2020, his terms of appointment were altered to make him a director liable to retire by rotation.

He holds a school certificate incorporating a general certificate of education from the University of Cambridge and general certificate of education from the University of London. He holds a degree in Bachelor of Medicine and Bachelor of Surgery from Gujarat University. Further, he holds diploma certificates in the speciality of internal medicine and the subspecialty of cardiovascular disease from the American Board of Internal Medicine. He completed his fellowship in affiliation with the Columbia University of New York in 1982 and served as a cardiovascular fellow at the Overlook Hospital from 1980 to 1982. Dr. Patel served on the house staff of Jersey City Medical Center in the capacity as resident, internal medicine, from 1978 till 1980. He was elected as a fellow of the American College of Cardiology in 1993. He has been certified to practice medicine in the state of Florida by the Department of Professional Regulation, State of Florida.

Considering his leadership skills and vast qualification coupled with rich experience in pharmaceutical industry and expertise being provided by him in the business operations of the Company, the Board considered continuing his association for the immense benefit of the Company and recommends passing the proposed Special Resolution.

The details required under the provisions of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings are provided as Annexure C hereto.

Except for Dr. Kiran Patel, none of the other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

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

**Ashish Gupta** Company Secretary and Compliance Officer Membership No.: A46274

Date: September 07, 2023 Place: Surat

# **Registered Office:**

Anupam Rasayan India Limited Office Nos. 1101 to 1107, 11th Floor, Icon Rio, Behind Icon Business Centre, Dumas Road, Piplod, Surat-395007, Gujarat, India.

# **ANNEXURE A - INFORMATION ABOUT DIRECTOR**

Name of Director	Mr. Anand Sureshbhai Desai
DIN	00038442
Date of Birth and age	December 12, 1973 (49 years)
Date of Appointment	September 30, 2003
Qualifications	He has passed the final semester examination of the bachelor's degree in science from Vinoba Bhave University.
Experience	Mr. Anand Desai is the promoter and Managing Director of the Company. He was appointed as a director of the Company since its incorporation and has been associated with Anupam Rasayan since 1992. He has over 30 years of experience in the field of chemical industry and has been actively involved in the day to day running of the Company.
Terms and Conditions of appointment/ re- appointment	Detailed in Explanatory Statement – Item No. 5
Details of Remuneration sought to be paid	₹ 5,00,00,000/- (Indian Rupees Five Crores only) per annum
Remuneration drawn	₹2,16,00,000/- (Indian Rupees Two Crores Sixteen Lakhs only) per annum
Directorship held in other companies (excluding Foreign Companies)	Rehash Industrial and Resins Chemicals Private Limited Globe Enviro Care Limited Mahavir Eco Projects Private Limited
Listed Entities from which he/she has resigned as Director in past 3 years	Nil
Memberships/Chairmanships of committees of the Board of other companies	Nil
Number of Equity Shares held in the Company	1,12,76,940 Equity Shares
Relationship with other directors, manager and key managerial personnel of the Company	Spouse of Mrs. Mona Anandbhai Desai, Whole-Time Director of the Company.
Number of Board Meetings attended during the year (FY 2022-23)	11 Board Meetings attended out of 11 Board Meetings held during the year.

# **ANNEXURE B - INFORMATION ABOUT DIRECTOR**

Name of Director	Mrs. Mona Anandbhai Desai
DIN	00038429
Date of Birth and age	October 12, 1975 (47 years)
Date of Appointment	September 30, 2003
Qualifications	Bachelor's degree in home science from SNDT University, Mumbai
Experience	Mrs. Mona Desai is the promoter and Whole-Time Director of the Company. She has been appointed as a director of the Company since its incorporation. She has over 20 years of experience in the field of chemical industry and has been actively involved in the day to day running of the Company.
Terms and Conditions of appointment/ re- appointment	Detailed in Explanatory Statement – Item No. 6
Details of Remuneration sought to be paid	₹ 5,00,00,000/- (Indian Rupees Five Crores only) per annum
Remuneration drawn	₹ 2,16,00,000/- (Indian Rupees Two Crores Sixteen Lakhs only) per annum
Directorship held in other companies (excluding Foreign Companies)	Rehash Industrial and Resins Chemicals Private Limited
Listed Entities from which he/she has resigned as Director in past 3 years	Nil
Memberships/Chairmanships of committees of the Board of other companies	Nil
Number of Equity Shares held in the Company	41,40,625 Equity Shares
Relationship with other directors, manager and key managerial personnel of the Company	Spouse of Mr. Anand Desai, Managing Director of the Company.
Number of Board Meetings attended during the year (FY 2022-23)	11 Board Meetings attended out of 11 Board Meetings held during the year.

# **ANNEXURE C - INFORMATION ABOUT DIRECTOR**

Name of Director	Dr. Kiran Chhotubhai Patel
DIN	08051053
Date of Birth and age	March 10, 1949 (74 years)
Initial date of appointment on the Board	January 9, 2019
Qualifications	He holds a school certificate incorporating a general certificate of education from the University of Cambridge and general certificate of education from the University of London. He holds a degree in Bachelor of Medicine and Bachelor of Surgery from Gujarat University. Further, Dr. Patel holds diploma certificates in the specialty of internal medicine and the subspecialty of cardiovascular disease from the American Board of Internal Medicine. He completed his fellowship in affiliation with the Columbia University of New York in 1982.
Brief Profile	Dr. Patel is a board-certified cardiologist who established a physician practice management Company, which he grew to over 20 physicians and multiple locations. He had served as a Chairman of WellCare of Florida. Dr. Patel served on the house staff of Jersey City Medical Center in the capacity as resident, internal medicine, from 1978 till 1980. He was elected as a fellow of the American College of Cardiology in 1993. He has been certified to practice medicine in the state of Florida by the Department of Professional Regulation, State of Florida. Dr. Patel is the founder of the Drs. Kiran and Pallavi Patel Family Foundation, which supports projects related to health, education, and the arts across three continents.
	Dr. Patel has received the Ernst & Young Entrepreneur of the Year Award for the Southeast U.S., Jefferson Award for Public Service-National Media Award, Community Leader Award-Community Development Corporation of Tampa, Lions Clubs International Academy Award for Humanitarian Service, and Ike Tribble Award from National Urban League. In January 2007, Dr. Patel was honored with the "Glory of Gujarat" award from the Chief Minister of his home State in India, and in May 2007, Dr. Patel received the Ellis Island Medal of Honor for Exceptional Immigrant Patriots.
Expertise in specific functional areas	leadership; strategic planning; industry experience-pharmaceutical & health care; research & development; finance; risk management; global business.
Terms and Conditions of appointment/ re- appointment	Nil
Details of Remuneration sought to be paid	Nil
Remuneration drawn	Nil
Directorship held in other companies (excluding	Magenta EV Solutions Private Limited
Foreign Companies)	Axiom Energy Conversion Limited
	Shaktikrupa Charitable Association
	Rudraksh Academy Private Limited
	Solace Healthcare Private Limited
Listed Entities from which he/she has resigned as Director in past 3 years	Nil
Memberships/Chairmanships of committees of the Board of other companies	Nil
Number of Equity Shares held in the Company	Nil

Relationship with other directors, manager and key managerial personnel of the Company	Not related to other directors, manager or key managerial personnel of the Company.
Number of Board Meetings attended during the year (FY 2022-23)	11 Board Meetings attended out of 11 Board Meetings held during the year.

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

Date: September 07, 2023

Place: Surat

Ashish Gupta Company Secretary and Compliance Officer Membership No.: A46274

# **Registered Office:**

Anupam Rasayan India Limited Office Nos. 1101 to 1107, 11<sup>th</sup> Floor, Icon Rio, Behind Icon Business Centre, Dumas Road, Piplod, Surat-395007, Gujarat, India.