

June 29, 2021

National Stock Exchange of India Ltd Listing Department Exchange Plaza, 5th Floor, Plot No: C/1, G - Block, Bandra — Kurla Complex, Bandra (East), Mumbai - 400 051 NSE Symbol: ORCHPHARMA	BSE Limited Corporate Relationship Department 1st floor, New Trading Ring, Rotunda Building, P J Towers, Dalal Street, Fort Mumbai - 400 001 BSE Code: 524372
Luxembourg Stock Exchange Bourse de Luxembourg BP 165, L-2011 Luxembourg Siege social 11, avenue de la Portal - Neuve	London Stock Exchange 10 Paternoster Square London EC4M 7LS United Kingdom

Sub: Proceedings of the Extraordinary General Meeting of the Company

Dear Sir/Madam

In accordance with Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the Proceedings of the Extraordinary General Meeting of the Company held on June 29, 2021.

Kindly take the above on your records.

Thanking you,
Yours faithfully,

For **Orchid Pharma Limited**

Nikita K
Company Secretary

PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING OF ORCHID PHARMA LIMITED HELD ON TUESDAY, JUNE 29, 2021 AT 11.30 A.M THROUGH VIDEO CONFERENCING ("VC") /OTHER AUDIO VISUAL MEANS ("OAVM").

PRESENT THROUGH VIDEO CONFERENCING

Mr. Manish Dhanuka	Managing Director
Mr. Mridul Dhanuka	Whole Time Director
Mr. Arun Kumar Dhanuka	Non-Executive Director
Dr. Dharam Vir	Independent Director
Mr. Manoj Kumar Goyal	Independent Director
Mr. Mudit Tandon	Independent Director
Mr. Tanu Singla	Independent Director

In Attendance

Ms. Nikita K	Company Secretary
Mr. Sunil Kumar Gupta	Chief Financial Officer

Invitees

Mr. Chinnsamy Ganesan, Partner, M/s. CNSGN & Associates LLP	Statutory Auditor
Mr. N Ramanathan, Partner, M/s. S Dhanapal & Associates	Secretarial Auditor
CS P Muthukumaran, M/s. P Muthukumaran and Associates	Scrutinizer

Ms. Nikita K, Company Secretary welcomed the Members and informed that the Extraordinary General Meeting of Orchid Pharma Limited was being held through Video Conference ("VC")/ Other Audio Visual means ("OAVM") to conduct the business as set out in the Notice. The meeting commenced at 11:30 A.M.

After the invocation, Ms. Nikita K, Company Secretary briefed certain procedural and technical information regarding the participation by the members through Video conferencing.

Thereafter, the Members were apprised that Mr. Ram Gopal Agarwal, Chairman of the Board had expressed his inability to attend the meeting and sought leave of absence. Owing to the absence of Shri Ram Gopal Agarwal and as per Articles of Association of the Company, the Directors present at the meeting were requested to elect the Chairman among themselves to chair the meeting. Mr. Manoj Kumar Goyal, Independent Director was elected as the Chairman for the meeting.

Ms. Nikita K, Company Secretary then requested Mr. Manish Dhanuka, Managing Director to introduce the Members of the Board. Mr. Manish Dhanuka, Managing Director welcomed the Members present at the EGM through video conferencing facility and introduced the Directors, Key Managerial Personnel, Statutory Auditor, Secretarial Auditor, and Scrutinizer present at the meeting through Video conferencing mode.

Mr. Manish Dhanuka, Managing Director then requested Mr. Manoj Kumar Goyal, Chairman of the meeting to conduct the proceedings of the General Meeting. Thereafter, Mr. Manoj Kumar Goyal,

Chairman declared that the requisite quorum was present at the meeting and that the meeting was in order to commence the official business. The Chairman welcomed all the Members to the Extraordinary General Meeting of the Company held through Video conferencing for the first time as per the provisions of the Companies Act, 2013 and the relevant circulars issued by the Ministry of Corporate Affairs and Securities Exchange Board of India. The Chairman informed that the Company has taken all the feasible efforts under the current circumstances to enable members to participate through video conference and cast their votes electronically. The Members were informed that the Statutory Registers as required under the Companies Act, 2013 and the documents referred to in the Notice of the EGM were available for inspection electronically by the Members.

Post the Chairman's speech, the Company Secretary briefed the Members that the remote e-voting period commenced on 9.00 A.M. on Friday, June 25, 2021 and ended on 5.00 P.M on Monday, June 28, 2021. The Company Secretary further added that the Company had appointed CS P Muthukumaran, Practising Company Secretary, M/s. P Muthukumaran and Associates, Practising Company Secretaries as Scrutinizer for conducting the e-voting in a transparent manner.

The Chairman then invited the Members who had registered as speakers to speak/ ask questions or express their views. The questions raised by Members were suitably replied by the Managing Director. The Company Secretary then informed the members present that for any questions/ clarifications unanswered at this EGM, the members may send their query via e-mail to the following e-mail id:

Nikita K-Company Secretary- nikitak@orchidpharma.com

Thereafter, the Members were informed that the e-voting window would be kept open for 15 minutes and requested the Members who had not already cast their vote to cast the same before the said time. He further added that the results of e-voting will be declared within 48 hours of the conclusion of the meeting and the same would be intimated to the stock exchanges and uploaded on the website of the company and CDSL.

The Managing Director then thanked the Members present for their continued support and confidence in the Company and the meeting was concluded at 12:15 PM. (Including e-voting at EGM) The shareholders voted through remote e-voting and e-voting at the EGM on the following-businesses as given in the Notice of the Extraordinary General Meeting of the Company:

SPECIAL BUSINESS:

1. Approval for sale of Undertaking of the Company as a Related party transaction under Section 188 of the Companies Act, 2013 and Regulation 23 of the Securities and Exchanges Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Approval for Material Related Party Transactions with M/s. Otsuka Chemicals (India) Private Limited

Place : Chennai
Date : June 30, 2021

Nikita K
Company Secretary