

Date: 0~~7~~⁵.12.2020

To
The Manager
Dept. of Corporate Services (CRD)
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Subject: Notice of the 8th AGM

Ref: EARUM PHARMACEUTICALS LIMITED (Scrip Code: 542724)

Dear Sir,

In accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 & Section 96 of the Companies Act, 2013 and other applicable provisions of Companies Act, 2013, we would like to inform you that the 8th Annual General Meeting of the Company would be held on 30th December 2020 at 03:00 P.M. at the Corporate Office of the Company at A-1106, Empire Business Hub, Near AUDA Water Tank, Science City Road, Sola, Ahmedabad, Gujarat -380060.

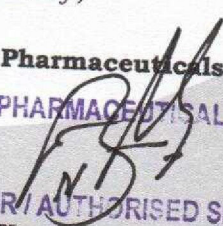
Further, pursuant to Section 108 of the Companies Act, 2013 read with Proviso to rule 20(2) of Companies (Management and Administration) Rules, 2014, as amended, the Board is of opinion that the company being listed on SME Platform of BSE, specific exemption from e-voting facility should be claimed and thus have resolved not to provide e-voting facility for the ensuing AGM.

We enclose herewith the Notice of 8th Annual General Meeting along with Proxy form, attendance slip containing the requisite details.

Thanking you,

Yours faithfully,

For Earum Pharmaceuticals Limited


EARUM PHARMACEUTICALS LIMITED

DIRECTOR / AUTHORISED SIGNATORY

Bhumishth Narendrabhai Patel
(MANAGING DIRECTOR)

DIN: 02516641

EARUM PHARMACEUTICALS LIMITED

CIN: **U24230GJ2012PLC071299**

Registered Office: G1, Ground Floor, V R Complex, Near Sanathal Cross Road, SP Ring Road, Sanathal, Ahmedabad-382210, Gujarat (India)
E-mail ID: earumpharma@gmail.com; Tel: 079-48402525

NOTICE OF 8th ANNUAL GENERAL MEETING

NOTICE is hereby given that 8th Annual General Meeting of EARUM PHARMACEUTICALS LIMITED will be held on Wednesday, the 30th day of December, 2020 at 03:00 P.M. at the Corporate Office of the Company at A-1106, Empire Business Hub, Near AUDA Water Tank, Science City Road, Sola, Ahmedabad, Gujarat -380060 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2020, and the Report of the Auditors and Board of Directors thereon.
2. To appoint a Director in place of Mr. Narendrakumar Gangaramdas Patel (DIN: 07017438), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **APPOINTMENT OF MR. NARENDRAKUMAR GANGARAMDAS PATEL AS A DIRECTOR OF THE COMPANY**

To consider and if through fit, to pass with or without modification, if any, following resolution as an Ordinary resolution:-

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Narendrakumar Gangaramdas Patel (DIN: 07017438), who was appointed as Additional Director on December 26, 2019 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company liable to retire by rotation.

RESOLVED FURTHER THAT Directors/Company Secretary of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

**FOR AND ON BEHALF OF THE BOARD OF
EARUM PHARMACEUTICALS LIMITED**

**SD/-
RONAK NARENDRA LALWANI
Company Secretary**

Place: Ahmedabad

Date: 04th December, 2020

Registered Office:

G1, Ground Floor, V R Complex,
Near Sanathal Cross Road, SP Ring Road,
Sanathal, Ahmedabad, Gujarat - 382210
CIN: **U24230GJ2012PLC071299**
Website: www.earumpharma.com

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIM SELF/ HER SELF AND THE PROXY NEED NOT BE A MEMBER. Proxies, in order to be effective, must be received by the company not later than 48 hours before the commencement of the meeting. Proxy form is annexed to the Notice.
2. A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other Member. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority as applicable. The Proxy-holder shall prove his identity at the time of attending the Meeting.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. The Explanatory Statement as required under section 102 of the Companies Act, 2013 is annexed hereto and forms part of this Notice.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, the 23th December, 2020 to Wednesday, the 30th December, 2020 (both days inclusive) for the purpose of Annual Closure. The Record date / Cut- off date to determine the eligibility of members for the purpose of voting at the 8TH Annual General Meeting is Tuesday the 22th December, 2020.
6. The Company's Equity shares are listed at BSE Limited on SME Platform, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001 and the Company has paid the Listing Fees to the said Stock Exchanges.
7. Members/Proxies should fill Attendance Slip for attending the meeting.
8. Members seeking clarifications on the Annual Report are requested to send in written queries to the Company at least one week before the date of the Meeting. This would enable the Company to compile the information and provide replies in the meeting
9. Pursuant to sections 101 and 136 of the Companies Act, 2013 read with the Rules framed thereunder, the Notice calling the Annual General Meeting along with the Annual Report 2019-20 would be sent by electronic mode to those Members whose e-mail addresses are registered with the Depository or the Company's Registrar and Transfer Agents, unless the Members have requested for a physical copy of the same.

For Members who have not registered their e-mail addresses, physical copies would be sent by the permitted mode.

10. Members are requested to support this Green Initiative by registering/updating their e-mail addresses with the Depository Participant (in case of Shares held in dematerialized form) or with Bigshare Services Private Limited (in case of Shares held in physical form) which will enable the Company to forward all the requisite information in electronic mode.
11. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
12. Register of Directors and Key Managerial Personnel of the Company and their Shareholding maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at AGM.
13. The Register of Contracts and Arrangement in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
14. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or its RTA quoting their Folio number or their Client ID number with DP ID number, as the case may be.
15. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or Bigshare Services Private Limited, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.
16. Members holding shares in dematerialized form are requested to intimate all changes pertaining to nominations, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Bigshare Services Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Bigshare Services Private Limited.
17. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

18. Members are requested to intimate to the Company queries, if any, on the accounts at least 10 days before the Meeting to enable the management to keep the required information available at the meeting.
19. Members / Proxies are requested to bring their copies of Annual Report with them for the Annual General Meeting and the attendance slip duly filled in for attending the Meeting. No copies of the Annual Report will be distributed at the meeting.
20. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN/Bank Account particulars to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN/Bank Account details to the Company/RTA for registration of transmission/transposition, deletion of name etc.
21. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the Listing Regulation (Including any Statutory Modification or re-enactment thereof for the time being in force), the Company is not providing e- Voting facility as per Provisions of Companies Act, 2013. SME listed Company is not Mandatory to provide E- voting Facility.

NOTE : E-voting Facility shall not apply to companies referred to in Chapter XB or Chapter XC of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (the "ICDR regulations") along with companies with less than 1000 members. Chapter XB of the ICDR regulations deals with the issue of specified securities by small and medium enterprises and Chapter XC of the ICDR regulations relates to listing on the exchange made possible without bringing an initial public offer by small-and-medium enterprises ("SMEs")

**FOR AND ON BEHALF OF THE BOARD OF
EARUM PHARMACEUTICALS LIMITED**

**SD/-
RONAK NARENDRA LALWANI
Company Secretary**

Place: Ahmedabad
Date: 04th December, 2020

Registered Office:

G1, Ground Floor, V R Complex,
Near Sanathal Cross Road, SP Ring Road,
Sanathal, Ahmedabad, Gujarat - 382210
CIN: **U24230GJ2012PLC071299**
Website: www.earumpharma.com

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

ITEM NO. 3

Appointment of Mr. Narendrakumar Gangaramdas Patel as Director:

Board of directors of the Company through resolution passed on December 26, 2019 has appointed as Additional Director of the Company and Mr. Narendrakumar Gangaramdas Patel holds office of the Director till the conclusion of next Annual General Meeting.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013, approval of the members of the Company is required for regularization of Mr. Narendrakumar Gangaramdas Patel as Director of the Company.

Brief profile of Narendrakumar Gangaramdas Patel is given below for reference of the member:

Mr. Narendrakumar Gangaramdas Patel has over 7 years of experience in the field of Pharmaceutical Pharma Industry. He looks and heads of the Purchase Department of the pharma intermediates in the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mr. Narendrakumar Gangaramdas Patel is concerned or interested, financial or otherwise, in the resolution.

The Board recommends the resolution set forth in Item no.3 for the approval of the members.

**FOR AND ON BEHALF OF THE BOARD OF
EARUM PHARMACEUTICALS LIMITED**

SD/-
RONAK NARENDRA LALWANI
Company Secretary

Place: Ahmedabad

Date: 04th December, 2020

Registered Office:

G1, Ground Floor, V R Complex,
Near Sanathal Cross Road, SP Ring Road,
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CIN: **U24230GJ2012PLC071299**

Website: www.earumpharma.com

DETAILS OF DIRECTORS SEEKING APPOINTMENT AND RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING (IN PURSUANCE OF REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015)

Item No. 2

Pursuant to Section 152 (6) of the Companies Act, 2013, Mr. Narendrakumar Gangaramdas Patel (DIN: 07017438), retires by rotation at this AGM and being eligible, is proposed for re-appointment. Mr. Narendrakumar Gangaramdas Patel has expressed his intention to act as a Director, if reappointed.

Mr. Narendrakumar Gangaramdas Patel, the Director of the EARUM PHARMACEUTICALS LIMITED. He looks and heads of the Purchase Department of the pharma intermediates in the Company. He has over 6 years of experience in Pharmaceutical Pharma Industry.

Mr. Narendrakumar Gangaramdas Patel not holds any Equity shares (as on 31st March, 2020) of your company. He is on the Board of your company from 26th December, 2019.

Mr. Narendrakumar Gangaramdas Patel is the Father of BHUMISHTH NARENDRABHAI PATEL and Father in Law of PAYAL BHUMISHTH PATEL.

Pursuance to Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Name of the Director	Narendrakumar Gangaramdas Patel (DIN: 07017438)
Date of Birth	01/06/1957
Shareholding	Nil (as on 31.03.2020)
Qualification	Graduated
Relationship between directors inter-se	Father of BHUMISHTH NARENDRABHAI PATEL and Father in Law of PAYAL BHUMISHTH PATEL
Nature of expertise	Purchase Department of the pharma intermediates
Name of Companies in which he/she holds directorship	Other Directorship: AUXILIA PHARMACEUTICALS PRIVATE LIMITED
Name of Committees of the Companies in which he/she holds Membership (as on 31.03.2020)	Committee positions held in Company: <ul style="list-style-type: none">• Member of Audit Committee• Member of Nomination and Remuneration Committee• Member of Stakeholder`s Relationship Committee• Committee Positions held in other Public Companies: NIL

Except Mr. Narendrakumar Gangaramdas Patel Himself and Mr. Bhumishth Narendrabhai Patel and Payal Bhumishth Patel, relatives of Narendrakumar Gangaramdas Patel, none of the other Directors / Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the ordinary resolution set out at Item No. 2 of the Notice.

The Board commends this resolution for your approval.

**FOR AND ON BEHALF OF THE BOARD OF
EARUM PHARMACEUTICALS LIMITED**

**SD/-
RONAK NARENDRA LALWANI
Company Secretary**

Place: Ahmedabad

Date: 04th December, 2020

Registered Office:

G1, Ground Floor, V R Complex,
Near Sanathal Cross Road, SP Ring Road,
Sanathal, Ahmedabad, Gujarat - 382210

CIN: **U24230GJ2012PLC071299**

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EARUM PHARMACEUTICALS LIMITED

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Registered Office: G1, Ground Floor, V R Complex, Near Sanathal Cross Road, SP Ring Road, Sanathal, Ahmedabad-382210, Gujarat (India)
E-mail ID: earumpharma@gmail.com; Tel: 079-48402525

ATTENDANCE SLIP

Registered Folio No./DP ID and Client ID:

Name & Address:

Number of Shares held:

I certify that I am a member /proxy /authorized representative for the member of the Company.

I hereby record my presence at the **8th Annual General Meeting** of the Company being held on **Wednesday, the 30th day of December, 2020 at 03:00 P.M.** at the Corporate Office of the Company at A-1106, Empire Business Hub, Near AUDA Water Tank, Science City Road, Sola, Ahmedabad, Gujarat -380060.

Further, please register/ update my/ our under mentioned E-mail ID for sending all future Company's correspondence:

E-mail ID: _____

Name & Signature of Shareholder/ Proxy/ Authorised Representative

Note: Please complete the Attendance Slip and hand it over at the entrance of the meeting hall.

ADMISSION AT THE ANNUAL GENERAL MEETING VENUE WILL BE ALLOWED ONLY ON VERIFICATION OF THE MEMBERSHIP DETAILS AND SIGNATURES ON THE ATTENDANCE SLIP.

EARUM PHARMACEUTICALS LIMITED

CIN: U24230GJ2012PLC071299

Registered Office: G1, Ground Floor, V R Complex, Near Sanathal Cross Road, SP Ring Road, Sanathal, Ahmedabad-382210, Gujarat (India)
E-mail ID: earumpharma@gmail.com; Tel: 079-48402525

PROXY FORM

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

Name of the Member(s):
Registered Address:
E-mail ID:
Folio No. / DP ID/ Client ID:

I/We, being the member(s) of _____ shares Earum Pharmaceuticals Limited, hereby appoint

1. Name: _____ Address: _____
e-mail id _____, signature _____ or failing him
2. Name: _____ Address: _____
e-mail id _____, signature _____ or failing him
3. Name: _____ Address: _____
e-mail id _____, signature _____ or failing him

as my/our proxy to attend and vote (on a ballot) for me/us and on my/our behalf at the **8th Annual General Meeting** of the Company, to be held on the **Wednesday, the 30th day of December, 2020 at 03:00 P.M.** at the Corporate Office of the Company at A-1106, Empire Business Hub, Near AUDA Water Tank, Science City Road, Sola, Ahmedabad, Gujarat -380060 and at any adjournment thereof in respect of such resolutions as are indicated below:

No.	RESOLUTION
ORDINARY BUSINESS	
1.	Adoption of Financial Statements for the year ended March 2020 and Report of Auditors and Directors thereon.
2.	To appoint a Director in place of Mr. Gangaramdas Patel (DIN: 07017438), who retires by rotation and being eligible, offers himself for re-appointment.
SPECIAL BUSINESS	
3.	<u>APPOINTMENT OF MR. NARENDRAKUMAR GANGARAMDAS PATEL AS A DIRECTOR OF THE COMPANY</u> To consider and if through fit, to pass with or without modification, if any, following resolution as an Ordinary resolution:- "RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Narendrakumar Gangaramdas Patel (DIN: 07017438), who was appointed as Additional Director on December 26, 2019 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company liable to retire by rotation.

EARUM PHARMACEUTICALS LIMITED

CIN: U24230GJ2012PLC071299

Registered Office: G1, Ground Floor, V R Complex, Near Sanathal Cross Road, SP Ring Road, Sanathal, Ahmedabad-382210, Gujarat (India)

E-mail ID: earumpharma@gmail.com; Tel: 079-48402525

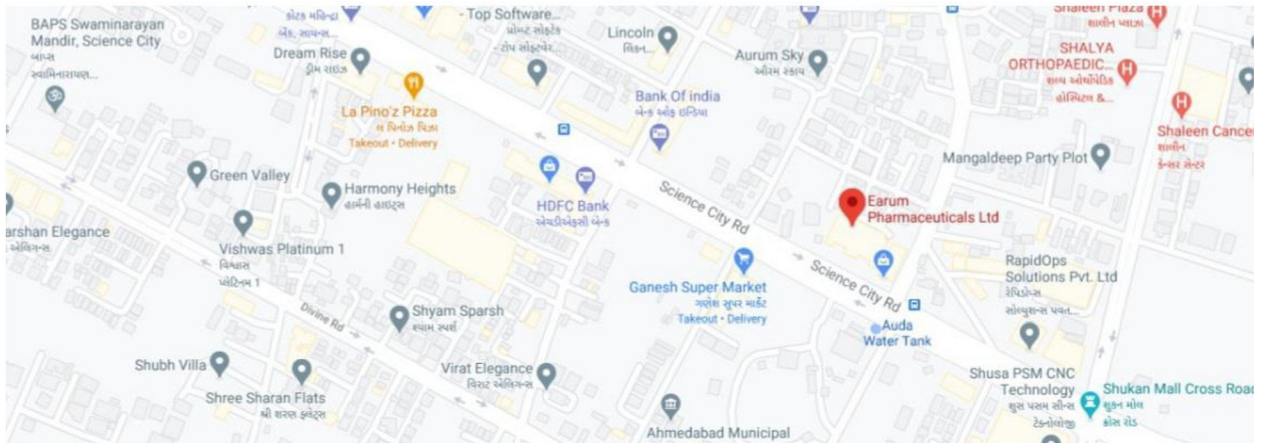
	RESOLVED FURTHER THAT Directors/Company Secretary of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."
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Signed this ____ day of _____ 2020

Signature of Shareholder _____ |Signature of Proxy holder(s) _____

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office/Corporate Office of the Company, not less than 48 hours before the commencement of the Meeting.

Route Map to the Venue of Annual General Meeting



Venue of Annual General Meeting:

A-1106 Empire Business Hub, Nr. AUDA Water Tank,
Science City Road, Sola, Ahmedabad - 380060, Gujarat, India