



Pharmaids Pharmaceuticals Limited

Date: 07th December 2022

To
Department of Corporate Service
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400001

Dear Sir / Madam,

BSE Scrip: PHARMAIDS Code: 524572

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”) – Notice of 1st Extraordinary General Meeting of the Members of the Company for the Financial Year 2022-23


Pursuant to the Regulation 30 of SEBI LODR, we wish to inform you that the 1st Extraordinary General Meeting (“EGM”) for the financial year 2022-23 of the company will be held on Saturday, 31st December 2022 at 12:00 Noon (IST) through video conferencing/other Audio-Visual Means. We are submitting herewith Notice of the EGM of the Company along with explanatory statement, which is being sent through electronic mode to the Members.

The company has provided the facility to vote by electronic means (remote e-voting as well as e-voting at the EGM) on the resolution as set out in the EGM Notice. The e-voting shall commence on Wednesday, 28th December, 2022 at 9:00 a.m. (IST) and will end on Friday, 30th December 2022 at 05:00 p.m. (IST).

The copy of the said EGM Notice is also uploaded on the website of the Company i.e. <http://www.pharmaids.com/>.

Kindly take the same on your record.

Thanking you,
Yours faithfully,
For Pharmaids Pharmaceuticals Limited


Kaushik Kumar
Company Secretary



PHARMAIDS PHARMACEUTICALS LIMITED (CIN: L52520TG1989PLC009679)

Registered Office: 4-4-211/212/3, Inderbagh, Sulthan Bazar, Hyderabad 500095 INDIA

Phone: 040-40122151 Email: pharmaids@pharmaids.com / pharmaids125@gmail.com WEB: www.pharmaids.com

Corporate Office: Unit #201, Brigade Rubix, 20/14, HMT Factory Road, Peenya Plantation, Bangalore 560013 INDIA



Pharmaids Pharmaceuticals Limited

NOTICE

NOTICE IS HEREBY GIVEN THAT 1ST EXTRA ORDINARY GENERAL MEETING FOR THE FINANCIAL YEAR 2022-23 OF THE MEMBERS OF PHARMAIDS PHARMACEUTICALS LIMITED WILL BE HELD ON SATURDAY, DECEMBER 31, 2022 AT 12:00 NOON THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM") TO TRANSACT FOLLOWING BUSINESSES MENTIONED BELOW:

SPECIAL BUSINESSES

Item No. 1: Increase in Authorized Share Capital

To consider and if thought fit, to pass the following Resolution, with or without Modification, as Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 13, 62 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the Rules framed thereunder, the Consent of the Members be and is hereby accorded to increase the Authorized Share Capital of the Company from present Rs.16,50,00,000/- (Rupees Sixteen Crores Fifty Lakhs) consisting of 1,65,00,000 (One Crore Sixty Five Lakhs) equity shares of Rs. 10/- each to Rs. 30,00,00,000/- (Rupees Thirty Crores) consisting of 3,00,00,000 (Three Crores) equity shares of Rs. 10/- (Rupees Ten each).

RESOLVED FURTHER THAT the Memorandum of Association of the Company, be and is hereby altered by substituting the existing Clause - V thereof by the following new Clause - V, as under:

V. The Authorised Share Capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crores) consisting of 3,00,00,000 (Three Crores) equity shares of Rs. 10/- (Rupees Ten each).

RESOLVED FURTHER THAT the Directors and Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and things as may be required including but not limited to filing of the above Resolution with the Registrar of Companies, as may be necessary and carryout all incidental activities to give effect to the Resolution."

Item No. 2: Issue of equity shares on Preferential Basis:

To consider and if thought fit, to pass the following Resolution, with or without Modification, as **Special Resolution:**

"**RESOLVED THAT** pursuant to Section 62(1)(c), Section 42 and other applicable provisions, if any of the Companies Act, 2013 and rules framed there under (including any statutory modification or

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re-enactment thereof, for the time being in force) and enabling provisions in the Articles of Association of the Company and in accordance with the provisions of preferential issue as contained in the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011, to the extent applicable and approvals including from BSE Ltd. ("Stock Exchange") and all other Statutes, Rules, Regulations, Guidelines, Notifications, Circulars and clarifications as may be applicable and other approvals, if any, the approval of the members be and is hereby accorded to the Board of Directors of the Company ("Board") to offer, issue and allot in one or more tranches upto 84,00,000 (Eighty Four Lakh) equity shares of Rs. 10/- (Rupees Ten) each at a premium of Rs. 10/- (Rupees Ten) per equity share on preferential basis to persons of public category (non-promoters) as mentioned in the explanatory statement in such manner and on terms and conditions as may be determined by the Board in its absolute discretion as it may think fit and without requiring any further approval or consent from the Members, subject to and in accordance with the provisions of the SEBI(ICDR) Regulations and the Companies Act, 2013.

RESOLVED FURTHER THAT the "Relevant Date" in relation to the issue of these equity shares in accordance with the Chapter V of SEBI (ICDR) Regulations shall be December 01, 2022, being the date 30 days prior to the date of passing of this special resolution.

RESOLVED FURTHER THAT the said equity shares to be allotted shall rank pari - passu in all respects with the existing equity shares of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to determine, vary, modify, alter any of the terms and conditions of the proposed issue including reduction of the size of the issue, as it may deem expedient in its discretion and further authorized to cancel the unsubscribed issued capital which is not subscribed by persons/entities to whom the said equity shares were offered under this preferential offer.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board and the Company Secretary be and are hereby severally authorized for and on behalf of the Company to take all such actions and do all such deeds, matters and things as they may, in their absolute discretion, deem necessary, desirable or expedient to the issue or allotment of such equity shares and listing thereof with the Stock Exchange as appropriate and to resolve and settle all questions and difficulties that may arise in the proposed issue, offer and allotment, utilization of issue proceeds and to do all such acts, deeds and things in connection therewith and incidental thereto as the Board at its absolute discretion deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the power herein conferred, to any committee or to one or more Directors or executive of the Company

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including making necessary filings with the Stock Exchanges and Regulatory Authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint Consultants, Professional Advisors and Legal Advisors to give effect to the aforesaid Resolution.”

Item No. 3: Appointment of Mr. Pattamadai Natarajasarma Vijay (DIN: 00049992) as an Independent Director

To consider and if thought fit, to pass the following Resolution, with or without Modification, as **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), on the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors for appointment of Mr. Pattamadai Natarajasarma Vijay (DIN: 00049992) as an Additional Director in the capacity of an Independent Director of the Company w.e.f. 31.10.2022, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act and who holds office as such up to the date of ensuing Extraordinary General Meeting, be and is hereby, appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a period of five years with effect from 31.10.2022 till 30.10.2027.

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

Item No. 4: Appointment of Mr. Methuku Nagesh (DIN: 01634324) as an Independent Director

To consider and if thought fit, to pass the following Resolution, with or without Modification, as **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), on the

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recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors for appointment of Mr. Methuku Nagesh (DIN: 01634324) as an Additional Director in the capacity of an Independent Director of the Company w.e.f. 29.11.2022, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act and who holds office as such up to the date of ensuing Extraordinary General Meeting, be and is hereby, appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a period of five years with effect from 29.11.2022 till 28.11.2027.

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

BY ORDER OF THE BOARD OF DIRECTORS

**Sd/-
KAUSHIK KUMAR
COMPANY SECRETARY**

06.12.2022

Hyderabad

CIN: L52520TG1989TLC009679

Regd. Office: # 4-4-211/212/3, 1st Floor, Inderbagh

Sultan Bazaar, Hyderabad - 500095, Telangana

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NOTES

1. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 (**“the Act”**), in respect of the Special Business and the details as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) entered with the Stock Exchanges and Secretarial Standard on General Meeting (SS-2) in respect of the Directors seeking appointment at this extra ordinary general meeting is annexed hereto.
2. The Ministry of Corporate Affairs (‘MCA’) has vide its Circular dated 13th January’ 2020 read with the Circulars dated 8th April’ 2020, 13th April’ 2020 and 5th May’ 2020 (collectively referred to as ‘MCA Circulars’) and SEBI vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January’ 2021 (collectively referred to as ‘SEBI Circulars’), permitted the holding of the Extra Ordinary General Meeting (‘EGM’) through VC, without the physical presence of the Members at a common venue. Hence, in compliance with the MCA Circulars and SEBI Circulars, this EGM of the Company is being held through VC / OAVM on Saturday, December 31, 2022 at 12:00 Noon (IST).

In compliance of Section 20 of the Companies Act, 2013 and further to the aforesaid MCA Circulars and SEBI Circulars, Notice of this EGM along with the explanatory is being sent only through electronic mode to the Members whose e-mail addresses are registered with the Company / Depositories. Members may note that the Notice of EGM will also be available on the Company’s Website: www.pharmaids.com Website of the Stock Exchange i.e., BSE Limited: <https://www.bseindia.com>, and on the Website of CDSL: <https://www.evotingindia.com>

3. Green Initiative: To support the Green Initiative, Members who have not registered their e-mail address are requested to register their e-mail address for receiving all the communications including Annual Report, Notices, Circulars etc. from the Company electronically.
4. A Member entitled to attend and vote at the EGM is entitled to appoint a Proxy to attend and vote on his / her behalf and the Proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars and SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxies by the Members will not be available for the EGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
5. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the EGM through VC / OAVM. Corporate Members intending to authorise their Representatives to participate and vote at the EGM are requested to upload a copy of the Board Resolution / Authorisation Letter on the E-Voting Portal or send to the Company at pharmaids125@gmail.com with a copy marked to kaushik@pharmaids.com.
6. Members attending the EGM through VC / OAVM shall be counted for the purpose of

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reckoning the Quorum under Section 103 of the Act.

As per Regulation 40 of the SEBI Listing Regulations, as amended, Securities of Listed Entities can be transferred only in Dematerialised form with effect from April 1, 2019, except in case of transmission or transposition of Securities. In view of this, Members holding Shares in Physical Form are requested to consider converting their holdings to Dematerialised form. Members can contact M/s Venture Capital and Corporate Investments Private Limited, Registrar and Share Transfer Agents of the Company, (“RTA” or “Registrar”) situated at #12-10-167, Bharat Nagar, Hyderabad – 500018, E-mail: investor.relations@vccipl.com website of the Registrar: <https://www.vccipl.com/index.html> for assistance in this regard.

7. Members are requested to intimate changes, if any, pertaining to their Name, Postal Address, E-mail Address, Telephone / Mobile Numbers, Permanent Account Number, Mandates, Nominations, Power of Attorney, Bank Details viz., Name of the Bank, Branch Details, Bank Account Number, MICR Code, IFSC Code etc., to their Depository Participants (“DPs”) in case the Shares are held in Electronic Form and Registrar / RTA in case the Shares are held in Physical Form.
 - a. **Registration of E-mail for Shareholders holding Physical Shares:** Members holding Shares in Physical Form and who have not registered their E-mail addresses may get their E-mail addresses registered with the Registrar, by referring to their website: <https://www.vccipl.com/index.html> and follow the Registration Process as guided therein. Members are requested to provide details such as Name, Folio Number, Certificate Number, PAN, Mobile Number and E-mail and also upload the image of Share Certificate in PDF or JPEG format. On submission of the details, an OTP will be received by the Member which needs to be entered in the link for verification. For Permanent Registration for Demat Shareholders: It is clarified that for permanent registration of E-mail address, Members are requested to register their E-mail address, in respect of Demat holdings with the respective Depository Participant (DP) by follow the procedure as prescribed by the Depository Participant.
 - b. **For Temporary Registration for Demat Shareholders:** Members holding Shares in Physical Form and who have not registered their E-mail addresses may get their E-mail addresses registered with the Registrar, by referring to their website: <https://www.vccipl.com/index.html> and follow the Registration Process as guided therein. Members are requested to provide details such as Name, Folio Number, Certificate Number, PAN, Mobile Number and E-mail.
 - c. **Registration of Bank Details for Physical Shareholders:** Members holding Shares in Physical Form and who have not registered their Bank details can get the same registered with the Registrar, by clicking the <https://www.vccipl.com/index.html> and follow the registration process as guided therein. Members are requested to provide details such as Name, Folio Number, Share Certificate Number, PAN, E-mail, along with

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the copy of the Cheque Leaf with the First named Member as mentioned on the Cheque Leaf containing Bank Name and Branch, Type of Account, Bank Account Number, MICR Details and IFSC code in PDF or JPEG format. It is very important that the Member should submit the request letter duly signed. The Registrar will verify the documents upload and will only take on records for all valid cases. On submission of the details, an OTP will be received by the Member which needs to be entered in the link for verification.

8. Nomination: Pursuant to Section 72 of the Companies Act, 2013, Members holding Shares in Physical Form are advised to file Nomination in the prescribed Form SH-13 with the Company's Share Transfer Agent. In respect of the Shares held in Dematerialised form, Members may please contact their respective Depository Participant.
9. Consolidation of Physical Share Certificates: Members holding Shares in Physical Form, in identical order of Names, in more than One Folio are requested to send to the Company or Registrar, the details of such Folios together with the Share Certificates for consolidating their holdings in One Folio. A Consolidated Share Certificate will be issued to such Members after making requisite changes.
10. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, the Company has provided a facility to its Members to cast their vote electronically, through the E-Voting services provided by Central Depository Services (India) Limited ("CDSL") on all the Resolutions set forth in this Notice. Members who have cast their Votes by remote E-Voting prior to the EGM may also participate in the EGM through VC but shall not be entitled to cast their Vote on such Resolutions again. The manner and process of E-Voting remotely by Members is provided in the instructions for E-Voting which forms part of this Notice.
11. 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 for dispatch of Notice i.e. December 02, 2022 will only be entitled for receipt of the notice of EGM.
12. The Voting Rights of the Shareholders for voting through remote E-Voting at the EGM shall be in proportion to their share of the Paid-up Equity Share Capital of the Company as on Saturday, December 24, 2022 ('Cut-Off Date'). 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 or of voting at the EGM and who is not a Member as on the Cut-off Date shall treat this Notice for information purposes only.
13. The Remote E-Voting Period will commence on Wednesday, 28.12.2022 (IST 09:00 A.M.) and will end on Friday, 30.12.2022 (IST 05:00 P.M.). During this period, Members of the Company, holding Shares either in Physical Form or in Dematerialised form, as on the Cut-off Date i.e., Saturday, December 24, 2022 ('Cut-Off Date') shall be entitled to cast their vote by remote E-Voting. Once the Vote on a Resolution is cast by the Member, the Member shall not be allowed

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to change it subsequently.

14. The facility for Voting during the EGM will also be made available. Members present in the EGM through VC and who have not cast 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 during the EGM.
15. Any person who becomes a Member of the Company after sending the Notice and holding Shares as on the Cut-off date Saturday, December 24, 2022 ('Cut-Off Date') may obtain the Login-id and Password by sending a request at helpdesk.evoting@cdslindia.com. However, if a Member is already registered with CDSL for remote E-Voting then he / she can use his / her existing User-id and Password for casting the Vote.
16. In case of Joint holders, the Joint holder who is higher in the order of Names, will be entitled to vote at the Meeting, if not already voted through remote E-Voting.
17. Members seeking any information with regard to any matter to be placed at the EGM, are requested to write to the Company mentioning their Name, Demat Account Number / Folio Number, E-mail, Mobile Number at pharmaids125@gmail.com or kaushik@pharmaids.com on or before Saturday, December 24, 2022. The same will be replied by the Company suitably.
18. The Board of Directors has appointed Mr. Kashinath Sahu, Practicing Company Secretary (Membership No. FCS 4790, COP No. 4807), Hyderabad as the Scrutinizer to scrutinize the remote E-Voting Process and voting during the EGM, in a fair and transparent manner.
19. The Scrutinizer shall immediately, after the conclusion of E-Voting at the EGM, first count the Votes Cast during the EGM, thereafter, unblock the Votes Cast through remote E-Voting and make, not later than 48 hours of conclusion of the EGM, a consolidated Scrutinizer's Report of the Total Votes Cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same. The Results declared along with the Scrutinizer's Report shall be placed on the Website of the Company and on the Website of CDSL immediately. The results will also be communicated to BSE Limited, where the Shares of the Company are listed.
20. To prevent fraudulent transactions, Members are advised to exercise Due Diligence and notify the Company of any change in address or Demise of any Member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic Statement of Holdings should be obtained from the concerned DPs and Holdings should be verified from time to time.

21. Instructions for attending the EGM through VC / OAVM:

- i. Shareholder will be provided with a facility to attend the EGM through VC/OAVM through the CDSL E-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under Shareholders / Members login by using the remote

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E-Voting credentials. The link for VC/OAVM will be available in Shareholder / Members login where the EVSN of the Company is displayed.

- ii. Members may join the Meeting through Laptops, Smartphones, Tablets and I-Pads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Please note that participants connecting from Mobile Devices or Tablets or through Laptops 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 glitches.
 - iii. Shareholders who would like to express their views / ask questions during the Meeting may register themselves as a speaker by sending their request **in advance prior to the Meeting Date latest by 24.12.2022**) from their registered E-mail address mentioning their names, DP-ID and Client-ID / Folio Number, PAN and Mobile Number at pharmaids125@gmail.com. Only those Members who have pre-registered themselves as a speaker will be allowed to express their views / ask questions during the EGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the EGM.
 - iv. Members are encouraged to submit their questions in advance with regard to any other matter to be placed at the EGM, from their registered E-mail address, mentioning their Name, DP-ID and Client-ID Number / Folio Number and Mobile Number, to reach the Company's E-mail address at pharmaids125@gmail.com before 5:00 P.M. (IST) on **24.12.2022**. Such questions by the Members shall be suitably replied by the Company.
 - v. Those Shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the Meeting.
 - vi. **If any votes are cast by the Shareholders through the E-Voting available during the EGM and if the same Shareholders have not participated in the Meeting through VC / OAVM facility, then the votes cast by such Shareholders shall be considered as invalid, as the facility of E-Voting during the Meeting is available only to the Shareholders attending the Meeting.**
22. Subject to the receipt of Requisite number of Votes, the Resolutions forming part of the EGM Notice shall be deemed to be passed on the date of the EGM.
23. **Voting through Electronic Means:**
- Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 read with the Companies (Management and Administration) Rules, 2014 read with amendments or re-enactments made thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide the facility to exercise Members' Right to Vote at the EGM by electronic means and the business may be transacted through E-Voting Services provided by Central Depository Services (India) Limited (CDSL).

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The Members attending the Meeting, who have not already cast their vote through Remote E-Voting shall be able to exercise their Voting Rights at the Meeting. The Members who have already cast their vote through Remote E-Voting may attend the Meeting but shall not be entitled to cast their vote again at the EGM.

24. The instructions for Shareholders for Voting Electronically are as under:

- (i) The Voting Period commences on Wednesday, 28.12.2022 (09:00 A.M.) and closes on Friday, 30.12.2022 (05:00 P.M.) During this period, the Shareholders of the Company, holding Shares either in Physical Form or in Dematerialized Form, as on the Cut-off Date (Record Date), Saturday, 24.12.2022 may cast their vote electronically. The E-Voting Module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the Meeting Date would not be entitled to vote at the Meeting.

Login method for E-Voting and Joining Virtual Meetings for Individual Shareholders holding Securities in Demat Mode:

Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 9th December' 2020 on "E- Voting Facility provided by Listed Companies", Individual Shareholders holding Securities in Demat mode are allowed to cast their vote through their Demat Account maintained with the Depositories and Depository Participants. Shareholders are advised to update their Mobile Number and E-mail in their Demat Accounts in order to access the E-Voting Facility. Pursuant to the above said SEBI Circular, Login method for E-Voting and joining Virtual Meetings for Individual Shareholders holding Securities in Demat mode CDSL / NSDL is given below:

Type of Shareholders	Login Method
Individual Shareholders Holding Securities in Demat Mode with CDSL	<ol style="list-style-type: none"> 1. 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 URL for Users to login to EASI / EASIEST are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System MYEASI. 2. After successful login to 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 and Voting during the Meeting. Additionally, there are

PHARMAIDS PHARMACEUTICALS LIMITED (CIN: L52520TG1989PLC009679)

Registered Office: 4-4-211/212/3, Inderbagh, Sulthan Bazar, Hyderabad 500095 INDIA

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Pharmaids Pharmaceuticals Limited

	<p>also links provided to access the system of all E-Voting Service Providers i.e. CDSL / NSDL / KARVY / LINKINTIME, so that the User can visit the E-Voting Service Providers website.</p> <ol style="list-style-type: none">3. If the User is not registered for EASI / EASIEST, option to register is available at the following link: web.cdslindia.com/myeasi/Registration/EasiRegistration4. Alternatively, the User can directly access E-Voting Page by providing Demat Account Number and PAN on E-Voting link available on www.cdslindia.com home page. The system will authenticate the User by sending OTP on the Registered Mobile and E-mail as recorded in the Demat Account. After successful authentication, the 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 the E-Voting Service Providers.
Individual Shareholders Holding Securities in Demat Mode with NSDL	<ol style="list-style-type: none">1. If you are already registered for NSDL IDeAS facility, please visit the E-services website of NSDL. Open web browser by typing the following URL: https:// eservices.nsdl.com either on a Personal Computer or on a Mobile. Once the Homepage of E-services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' Section. A new screen will open. You will have to enter your User-id and Password. After successful authentication, you will be able to see E-Voting Services. Click on "Access to E-Voting" under E-Voting Services and you will be able to see E-Voting page. Click on Company name or E- Voting Service Provider name and you will be re-directed to E-Voting Service Provider website for casting your vote during the remote E-Voting period or joining Virtual Meeting and Voting during the Meeting.2. If the User is not registered for IDeAS E-services, option to register is available at https://eservices.nsdl.com/ Select "Register Online for IDeAS" Portal or Click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 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 homepage of E-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User-id (i.e. your sixteen digit Demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful

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Pharmaids Pharmaceuticals Limited

	authentication, you will be redirected to NSDL Depository Site wherein you can see E-Voting page. Click on Company name or E-Voting Service Provider name and you will be redirected to E-Voting Service Provider Website for casting your Vote during the remote E-Voting period or joining Virtual Meeting and Voting during the Meeting.
Individual Shareholders Holding Securities in Demat Mode Login through their Depository Participants	You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for E-Voting facility. After Successful login, you will be able to see E-Voting option. Once you click on E-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see E-Voting feature. Click on Company Name or E-Voting Service Provider name and you will be redirected to E-Voting Service Provider Website for casting your vote during the remote E-Voting period or joining Virtual Meeting and voting during the Meeting

Important note: Members who are unable to retrieve User-id/ Password are advised to use Forgot User-id and Forgot Password option available at above mentioned website.

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

Login type	Helpdesk details
Individual Shareholders Holding Securities in Demat Mode with CDSL	Members facing any technical issue in login can contact CDSL Helpdesk by sending a request at the following e-mail: helpdesk.evoting@cdslindia.com or Contact at 022 - 23058738 / 022 - 23058542 – 43
Individual Shareholders Holding Securities in Demat Mode with NSDL	Members facing any technical issue in login can contact NSDL Helpdesk by sending a request at evoting@nsdl.co.in or Call at Toll Free No. 1800 1020 990 and 1800 22 44 30

Login method for E-Voting for Physical Shareholders and Shareholders other than Individuals holding in the Demat Form

- The Shareholders should log on to the E-Voting Website: www.evotingindia.com
- Click on “SHAREHOLDERS” Module.
- Now enter your User-id

PHARMAIDS PHARMACEUTICALS LIMITED (CIN: L52520TG1989PLC009679)

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Pharmaids Pharmaceuticals Limited

- i. For CDSL: 16 Digits Beneficiary ID
 - ii. For NSDL: 8 Character DP-ID followed by 8 Digits Client-ID
 - iii. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- d. Next enter the 'Image Verification' as displayed and Click on Login.
- e. If you are holding Shares in Demat form and had logged on and had voted on an earlier E-Voting of any Company, then your existing password is to be used.
- f. If you are a first-time user follow the steps given below:

For Physical Shareholders and other than Individual Shareholders holding Shares in Demat Form

PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both Demat Shareholders as well as Physical Shareholders) Shareholders who have not updated their PAN with the Company / Depository Participant are requested to use the sequence number sent by Company / RTA or contact Company / RTA
Dividend Bank Details or Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your Demat Account or in the Company Records in order to login. If both the details are not recorded with the Depository or Company, please enter the Member-id / Folio Number in the 'Dividend Bank Details' field.

- g. After entering these details appropriately, click on 'SUBMIT' tab.
- h. Shareholders holding Shares in Physical Form will then directly reach the Company selection screen. However, Shareholders holding Shares in Demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the 'New Password' field. Kindly note that this password is to be also used by the Demat Holders for Voting for Resolutions of any other Company on which they are eligible to vote, provided that the Company opts for E-Voting through CDSL Platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- i. For Shareholders holding shares in Physical Form, the details can be used only for E-Voting on the Resolutions contained in this Notice.
- j. Click on the EVSN of the relevant Company ('Pharmaids Pharmaceuticals Limited') on which you choose to vote.
- k. On the Voting Page, you will see 'RESOLUTION DESCRIPTION' and against the same the option 'YES/NO' for Voting. Select the option 'YES' or 'NO' as desired. The option 'YES' implies that you assent to the Resolution and option 'NO' implies that you dissent to the Resolution.

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Pharmaids Pharmaceuticals Limited

- l. Click on the 'RESOLUTIONS FILE LINK' if you wish to view the entire Resolution details.
- m. After selecting the Resolution, you have decided to vote on, click on 'SUBMIT'. A Confirmation Box will be displayed. If you wish to confirm your vote, click on 'OK', else to change your vote, click on 'CANCEL' and accordingly modify your vote.
- n. Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your Vote.
- o. You can also take a print of the votes cast by clicking on 'Click here to Print' option on the Voting Page.
- p. If a Demat Account Holder has forgotten the login password then enter the User-id and the 'Image Verification Code' and click on Forgot Password and enter the details as prompted by the system.

Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting:

- Non – Individual Shareholders (i.e. Other than Individuals, HUF, NRI etc.) and Custodians are required to log on to the website: www.evotingindia.com and register themselves in the 'CORPORATES' Module.
- A Scanned copy of the Registration Form bearing the Stamp and Sign of the Entity should be mailed to helpdesk.evoting@cdslindia.com
- After receiving the login details, a Compliance User should be created using the Admin login and Password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The List of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A Scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the Scrutinizer to verify the same.
- Alternatively Non – Individual Shareholders are required to send the relevant Board Resolution / Authority Letter etc. together with the Attested Specimen Signature of the Duly Authorized Signatory who are authorized to vote, to the Scrutinizer and to the Company at the E-mail address: pharmaids125@gmail.com if they have voted from individual tab and not uploaded same in the CDSL E-Voting System for the Scrutinizer to verify the same.

If you have any queries or issues regarding E-Voting from the CDSL E-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022 – 23058738 and 022 – 23058542 / 43

All grievances connected with the facility for Voting by electronic means may be addressed to Shri Rakesh Dalvi, Sr Manager, Central Depository Services (India) Limited (CDSL), Wing – A, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M

PHARMAIDS PHARMACEUTICALS LIMITED (CIN: L52520TG1989PLC009679)

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Pharmaids Pharmaceuticals Limited

Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an E-mail to helpdesk.evoting@cdslindia.com or call on 022 - 23058542 / 43.

BY ORDER OF THE BOARD OF DIRECTORS

Sd/-
KAUSHIK KUMAR
COMPANY SECRETARY

06.12.2022

Hyderabad

CIN: L52520TG1989TLC009679

Regd. Office: # 4-4-211/212/3, 1st Floor, Inderbagh

Sultan Bazaar, Hyderabad - 500095, Telangana

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**ANNEXURE TO AND FORMING PART OF THE NOTICE CONVENING THE EXTRAORDINARY
GENERAL MEETING OF THE COMPANY**

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 1: Increase in Authorized Share Capital

The present Authorised Share Capital of the Company is Rs.16,50,00,000/- consisting of 1,65,00,000 Equity Shares of Rs.10/- each. Considering the increased fund requirements of the Company, the Board at its Meeting held on 29.11.2022 had accorded its approval for increasing the Authorised Share Capital to Rs. 30,00,00,000/- (Rupees Thirty Crore Only) consisting of 3,00,00,000 (Three Crore) equity shares of Rs. 10/- (Rupees Ten each) of ranking pari-passu with the existing Equity Shares in all respects, as per the Memorandum and Articles of Association of the Company. Consequently, Clause V of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital. The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of the Members at the General Meeting. A copy of the Memorandum of Association duly amended will be available for inspection in the manner provided in Item No. 1 of this Notice.

None of the Directors and Key Managerial Person of the Company is in any way concerned or interested in the said Resolution. The Consent of the Members is therefore being sought for the above mentioned Resolution of the Notice as an Ordinary Resolution.

Item No. 2: Issue of equity shares on Preferential Basis:

The Board of Directors of the Company have been evaluating various business opportunities to develop the existing business and to diversify. Thus, with a view to augment funds to leverage on such business opportunities and for diversification for working capital requirements and other general corporate purposes, the Board of Directors in their meeting held on 29.11.2022 approved raising funds by means of preferential issue of 84,00,000 (Eighty Four Lakh) equity shares of Rs. 10/- (Rupees Ten Only) each at a premium of Rs. 10/- (Rupees Ten Only) each to persons mentioned below belonging to Public Category, in one or more tranches, in such manner and on terms and conditions as may be determined by the Board subject to and in accordance the provisions of the SEBI(ICDR) Regulations and subject to necessary approvals from BSE Ltd.

S. No.	Name and PAN	Number of shares
1	Shreedhara Shetty (Public – Non Promoter) PAN: ABIPS7646D	46,50,000
2	Shankarappa Nagaraja Vinaya Babu (Public – Non Promoter) PAN: AEJPV9478A	25,00,000

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Pharmaids Pharmaceuticals Limited

3	Sukhil Shivaprakash Mirji (Public – Non Promoter) PAN: BBKPM5637D	3,00,000
4	Srinivasa Mithra G (Public – Non Promoter) PAN: BFCPS4399E	3,00,000
5	Narasandra Basavarajappa Pradeepkumar (Public – Non Promoter) PAN: AFXPP4421J	6,50,000
	Total	84,00,000

Pursuant to provisions of Section 62(1)(c) and Section 42 of Companies Act, 2013 and Regulation 160 of SEBI(ICDR) Regulations, 2015, any preferential allotment of securities is required to be approved by the shareholders by way of Special Resolution. Further, in terms of Regulation 163 of SEBI (ICDR) Regulations, , the following disclosures are required to be made in the explanatory statement to the notice of general meeting:

1. Objects of the preferential issue:

The following are the objects of the issue

- To expand and diversify the business of the Company in other related segments.
- To meet the working capital requirements.
- For other general corporate purposes.

2. Particulars of the offer including date of passing of Board resolution:

84,00,000 equity shares of Rs. 10/- each at a premium of Rs. 10/- each aggregating to Rs. 16,80,00,000/- proposed to be allotted to Public – Non Promoter category vide approval of the Board of Directors in their meeting held on 29.11.2022.

3. Kinds of securities offered and the price at which security is being offered:

Equity shares of Rs. 10/- each being offered at a premium of Rs. 10/-

4. Basis or justification for the price (including premium, if any) at which the offer or invitation is being made:

The Board has decided the issue price for the said preferential allotment of equity shares at Rs. 20/- each. However, the allotment shall not be less than the price arrived at in accordance with Regulation 164 & Regulation 166A of SEBI (ICDR) Regulations and other applicable

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Pharmaids Pharmaceuticals Limited

provisions. The Equity Shares of Company are listed on BSE Limited and are frequently traded in accordance with the ICDR Regulations.

5. Relevant date with reference to which the price has been arrived at:

The Relevant Date for the purpose of determining the pricing of share in accordance with SEBI (ICDR) Regulations is Thursday, December 1, 2022 (i.e. 30 days prior to the date of Extraordinary General meeting).

6. Name and address of valuer who performed valuation:

The Company has obtained a valuation certificate from Mr. G Murali, FCA, Registered Valuer (IBBI Reg Valuer No. IBBI/RV/02/2019/ 11566) having its office at Flat No -507, Everest Block, 'C' Block, 5th Floor, Aditya Enclave, Mythivanam, Beside Ameerpet Metro Station, Hyderabad-500038, in accordance with Regulation 166A of SEBI (ICDR) Regulations. The same shall be uploaded on the website of the Company at <http://www.pharmaids.com/>.

7. Maximum number of specified securities to be issued/amount which the company intends to raise by way of such securities:

84,00,000 equity shares of Rs. 10/- each at a premium of Rs. 10/- each aggregating to Rs. 16,80,00,000/-.

8. Intent of the promoters, directors or key managerial personnel of the issuer to subscribe to the offer:

The entire issue is being offered to Public Shareholders (Non-Promoter Category) and none of the Promoters, Directors or KMPs of the issuer are subscribing to the issue. No contribution is being made by the promoters or directors or KMPs either as part of the offer or separately in furtherance of objects.

9. Shareholding pattern of the issuer before and after the preferential issue:

The Pre and Post shareholding pattern of the Company is given below:

Sl. No.	Category	Pre-issue*		Post-issue#	
		No. of shares held		No. of shares held	
		Equity	% of share holding	No. of shares held	% of share holding
A	Promoters' holding				
1	Indian				
	Individual	21,61,793	15.43%	21,61,793	9.65%
	Bodies corporate	-	-	-	-

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Pharmaids Pharmaceuticals Limited

	Sub-total	21,61,793	15.43%	21,61,793	9.65%
2	Foreign promoters	-	-	-	-
	Sub-total (A)	21,61,793	15.43%	21,61,793	9.65%
B	Non-promoters' holding				
1	Institutional investors	-	-	-	-
2	Non-institutional Investors				
	Private corporate bodies	32,799	0.23%	32,799	0.15%
	Directors and relatives	8,76,300	6.25%	8,76,300	3.91%
	Indian public	1,09,24,438	77.97%	1,93,24,438	86.23%
	Others [including Non-resident Indians (NRIs)]	15,904	0.11%	15,904	0.07%
	Sub-total (B)	1,18,49,441	84.57%	2,02,49,441	90.35%
	GRAND TOTAL	1,40,11,234	100.00%	2,24,11,234	100.00%

*As at December 06, 2022.

Considering all the outstanding 9,25,000 share warrants are converted into equity shares.

Assumptions:

- The post issue shareholding pattern in the above table has been prepared on the basis that the Proposed Allottees would have subscribed to and been allotted all the Equity Shares and that the outstanding warrants have been fully converted as well. In the event for any reason, the Proposed Allottees do not or are unable to subscribe to and/or are not allotted the Equity Shares, the shareholding pattern in the above table would undergo corresponding changes.
- It is further assumed that shareholding of the Company in all other categories will remain unchanged.

10. Time frame within which the preferential issue shall be completed:

Pursuant to Regulation 170(1) of SEBI Regulations, allotment pursuant to the special resolution shall be completed within a period of fifteen days from the date of passing of such resolution or any approval or permission by any regulatory authority or the Central

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Pharmaids Pharmaceuticals Limited

Government for allotment is pending, the period of fifteen days shall be counted from the date of the order on such application or the date of approval or permission, as the case may be.

11. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees:

The shares are being offered to individuals mentioned here in the explanatory statement.

12. The percentage of post preferential issue capital that may be held by the allottee(s) and change in control, if any, in the issuer consequent to the preferential issue:

There shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of the Equity Shares. The shares are being allotted to Public – Non Promoter Category

S. No.	Name	Pre Issue*		Post Issue#		Post Issue\$	
		No. of shares	%	No. of shares	%	No. of shares	%
1	Shreedhara Shetty (Public – Non Promoter)	0	0.00%	46,50,000	20.75%	46,50,000	21.64%
2	Shankarappa Nagaraja Vinaya Babu (Public – Non Promoter)	27,00,000	19.27%	52,00,000	23.20%	52,00,000	24.20%
3	Sukhil Shivaprakash Mirji (Public – Non Promoter)	4,95,951	3.54%	7,95,951	3.55%	7,95,951	3.70%
4	Srinivasa Mithra G (Public – Non Promoter)	4,78,501	3.42%	7,78,501	3.47%	7,78,501	3.62%
5	Narasandra Basavarajappa Pradeepkumar (Public – Non Promoter)	4,75,100	3.39%	11,25,100	5.02%	11,25,100	5.24%
	Total	41,49,552	29.62%	1,25,49,552	56.00%	1,25,49,552	58.41%

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Pharmaids Pharmaceuticals Limited

*Pre Issue shares as on 06.12.2022.

Note: There are 9,25,000 equity share warrants outstanding as on 06.12.2022 (out of the total 37,00,000 equity share warrants allotted).

The said post holding is calculated assuming that all the outstanding, i.e. 9, 25,000, share warrants are converted into equity shares.

\$ The said post holding is calculated assuming that none of the outstanding share warrants are converted into equity shares.

13. Undertakings:

The Company hereby undertakes and confirms the following:

- that the issuer shall re-compute the price of the specified securities in terms of the provision of SEBI (ICDR) Regulations where it is required to do so;
- if the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the specified securities shall continue to be locked- in till the time such amount is paid by the allottees;
- None of the Promoters or Directors are a wilful defaulter or a fraudulent borrower;
- The said preferential issue is not for consideration other than cash;
- The proposed subscribers are not related to each other and are not persons acting in concert;
- The Company is eligible to make the Preferential Issue to its Investor under Chapter V of the SEBI ICDR Regulations;
- The Company shall make an application to BSE Ltd. at which the existing shares are listed, for listing of the aforementioned Equity Shares;
- The issue of Equity Shares shall be made in accordance with the provisions of the Memorandum and Articles of Association of the Company, the Companies Act, 2013 and relevant regulations of SEBI (ICDR) Regulations and shall be made in a dematerialized form only;

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

The proposed allottees belong to Public – Non Promoter category and shall remain the same post allotment as well.

15. Material terms of raising such securities:

84,00,000 equity shares of Rs. 10/- each being issued at a premium of Rs. 10/- each aggregating to Rs. 16,80,00,000/- proposed to be allotted to Public – Non Promoter category vide approval of the Board of Directors in their meeting held on 29.11.2022.

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Pharmaids Pharmaceuticals Limited

16. The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

The Company has allotted 37,00,000 equity shares warrants of Rs. 10/- each at a premium of Rs. 5/- each to 5 (Five) to Public - non-promoter shareholders on 13.10.2022 pursuant to the approval of the shareholders in their annual general meeting held on 20.08.2022 on the terms and conditions as mentioned in the resolution and the explanatory statement of the said AGM Notice.

Out of the above mentioned 37,00,000 equity shares warrants 27,75,000 have been converted into equity shares and allotment to respective warrant holders has been approved by the Board at their meeting held on 06th December, 2022.

17. Lock In:

The equity shares allotted shall be locked-in for a period of six months from the date of trading approval and in accordance with the provisions of SEBI (ICDR) Regulations.

The certificate from the Practicing Company Secretary, certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI (ICDR) Regulations shall be available/uploaded for inspection to the Members at the Meeting in accordance with provisions of Companies Act, 2013. The same shall be uploaded on the website of the Company at <http://www.pharmaids.com/>.

Accordingly, the approval of the Members of the Company is hereby sought by way of special resolution for authorizing the Board of Directors of the Company to create, offer, issue and allot equity shares on preferential basis as specifically described in the resolutions set out at Item No. 2 of this Notice.

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise in the said resolution, except to the extent of their shareholding.

Item No. 3: Appointment of Mr. Pattamadai Natarajasarma Vijay (DIN: 00049992) as Independent Director

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Pattamadai Natarajasarma Vijay (DIN: 00049992) as an Additional Director under Independent Category on 31.10.2022. The Company has also received a notice in writing from a Member proposing the candidature of Mr. Pattamadai Natarajasarma Vijay to be appointed as an Independent Director of the Company.

PHARMAIDS PHARMACEUTICALS LIMITED (CIN: L52520TG1989PLC009679)

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Executive Office: Unit #201, Brigade Rubix, 20/14, HMT Factory Road, Peenya Plantation, Bangalore 560013 INDIA



The following is the brief Profile of Mr. Pattamadai Natarajasarma Vijay (DIN: 00049992):

Mr. P N Vijay started his Career with State Bank and then moved on to ANZ Grindlays and then on to Citibank where He was Country Head (Merchant Banking) India. He started his own company PN Vijay Financial Services P Ltd. ("PNVF") which provides Investment Banking and Wealth management services. These include helping clients raise Equity/Debt, M&A and also Portfolio Management. He also does TV shows on investments in business channels and contribute columns to newspapers and periodicals. Recently he has started Capital Market education and offer specialised programs in Stock Markets.

Currently he is member of the Board of Companies like Dabur India Limited, Maharashtra Seamless Limited etc.

The Board considers that his association would be of immense benefit to the Company and it is desirable to appoint him as Independent Director of the Company.

The Company has also received a declaration from Mr. Pattamadai Natarajasarma Vijay (DIN: 00049992), that he meets the criteria of independence as prescribed under Section 149 of the Act and the LODR Regulations. In the opinion of the Board, Mr. Pattamadai Natarajasarma Vijay (DIN: 00049992), meets the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) and other applicable provisions of the Act and LODR Regulations. He has also registered himself with the Independent Directors Database.

Mr. Pattamadai Natarajasarma Vijay (DIN: 00049992) is not disqualified from being appointed as Directors in terms of Section 164 of the Act and has consented to act as Independent Director of the Company. In the opinion of the Board he is a person of integrity and possesses relevant expertise and experience. Further, he fulfils the conditions specified in the Act and the LODR Regulations for appointment as an Independent Director and is independent of the Management of the Company and he is not debarred from accessing the capital markets and/or restrained from holding position of directors in any listed company.

In compliance with the provisions of Section 149 read with Schedule IV of the Act and applicable provisions of LODR Regulations, the appointment of Mr. Pattamadai Natarajasarma Vijay (DIN: 00049992) as an Independent Director with effect from 31.10.2022 for a period of five (5) consecutive years is now being placed before the Members for their approval as a special resolution.

The Board recommends the Resolution at Item No. 3 of this Notice for approval of the Members.

The letter of appointment of Mr. Pattamadai Natarajasarma Vijay (DIN: 00049992) setting out the terms and conditions of appointment is being made available for inspection by the Members through electronic mode. Additional information in respect Mr. Pattamadai Natarajasarma Vijay (DIN: 00049992) pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements)

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Pharmaids Pharmaceuticals Limited

Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is given at Annexure A to this Notice.

None of the Directors or Key Managerial Personnel or their respective relatives other than Dr. Mr. Pattamadai Natarajasarma Vijay (DIN: 00049992) is concerned or interested in the Resolution at Item No. 3 of the Notice.

Item No. 4: Appointment of Mr. Methuku Nagesh (DIN: 01634324) as Independent Director

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Methuku Nagesh (DIN: 01634324) as an Additional Director under Independent Category on 29.11.2022. The Company has also received a notice in writing from a Member proposing the candidature of Mr. Methuku Nagesh (DIN: 01634324) to be appointed as an Independent Director of the Company.

The following is the brief Profile of Mr. Methuku Nagesh (DIN: 01634324):

Mr. Methuku Nagesh is a fellow member of Institute of Chartered Accountants of India and B. COM Graduate from Osmania University, Hyderabad. He is founding partner of Nagesh & Mylar, Chartered Accountants, a firm based out of Bangalore. He has over 30 years of professional experience in the field of Audit, Taxation and Corporate Affairs. He is one of the members of Corporate, Economic Affairs and Legal Expert Committee of Bangalore Chamber of Industry and Commerce.

Considering the vast experience he possesses, the Board considers that having him on Board would be of immense benefit to the Company and it is desirable to appoint him as Independent Director of the Company.

The Company has also received a declaration from Mr. Methuku Nagesh (DIN: 01634324), that he meets the criteria of independence as prescribed under Section 149 of the Act and the LODR Regulations. In the opinion of the Board, Mr. Methuku Nagesh (DIN: 01634324) meets the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) and other applicable provisions of the Act and LODR Regulations. He has also registered himself with the Independent Directors Database.

Mr. Methuku Nagesh (DIN: 01634324) is not disqualified from being appointed as Directors in terms of Section 164 of the Act and has consented to act as Independent Director of the Company. In the opinion of the Board he is a person of integrity and possesses relevant expertise and experience. Further, he fulfils the conditions specified in the Act and the LODR Regulations for appointment as an Independent Director and is independent of the Management of the Company and he is not debarred from accessing the capital markets and/or restrained from holding position of directors in any listed company.

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Pharmaids Pharmaceuticals Limited

In compliance with the provisions of Section 149 read with Schedule IV of the Act and applicable provisions of LODR Regulations, the appointment of Mr. Methuku Nagesh (DIN: 01634324) as an Independent Director with effect from 29.11.2022 for a period of five (5) consecutive years is now being placed before the Members for their approval as a special resolution.

The Board recommends the Resolution at Item No. 4 of this Notice for approval of the Members.

The letter of appointment of Mr. Methuku Nagesh (DIN: 01634324) setting out the terms and conditions of appointment is being made available for inspection by the Members through electronic mode. Additional information in respect of Mr. Methuku Nagesh (DIN: 01634324, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is given at Annexure A to this Notice.

None of the Directors or Key Managerial Personnel or their respective relatives other than Dr. Mr. Methuku Nagesh (DIN: 01634324) is concerned or interested in the Resolution at Item No. 4 of the Notice.

BY ORDER OF THE BOARD OF DIRECTORS

**Sd/-
KAUSHIK KUMAR
COMPANY SECRETARY**

06.12.2022

Hyderabad

CIN: L52520TG1989TLC009679

**Regd. Office: # 4-4-211/212/3, 1st Floor, Inderbagh
Sultan Bazaar, Hyderabad – 500095, Telangana**

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Pharmaids Pharmaceuticals Limited

Annexure A

ANNEXURE TO NOTICE

Details of Directors seeking appointment / re-appointment in forthcoming Extra Ordinary General Meeting (In pursuance of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings

Name of Director	Pattamadai Natarajasarma Vijay	Methuku Nagesh
Director Identification Number (DIN)	00049992	01634324
Date of Birth	10th July 1951	16 th June 1967
Age	71 Years	55 Years
Qualifications	M.Sc, Physics	Chartered Accountant
Experience	50 years	30 Years
Terms and Conditions of Appointment	Appointment as Independent Director for a terms of 5 years w.e.f 31 st October, 2022 subject to approval of the shareholders	Appointment as Independent Director for a terms of 5 years w.e.f 29 th November, 2022 subject to approval of the shareholders
Remuneration last Drawn (2021-22)	NIL	NIL
Nature of Expertise in specific functional areas	He has more than 50 years of Experience in Investment Banking, Lending, Corporate Governance Banking and Public Affairs. Having him on Board will help the Company in further improving its Corporate Governance and further help the Company in Banking and borrowing related matters.	He has over 30 years of professional experience in the field of Audit, Taxation and Corporate Affairs. Having him on Board will help the Company in creating better SOPs and his advisory shall help the Company in better internal financial controls.
Date of 1st Appointment	31 st October, 2022	29 th November, 2022
Number of shares held in the Company	NIL	NIL
Inter-se relationship with other Directors and Key	None of the Directors and Key Managerial Personnel is related to Mr. Pattamadai Natarajasarma Vijay	None of the Directors and Key Managerial Personnel is related to Mr. Methuku Nagesh.

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Pharmaids Pharmaceuticals Limited

Managerial Personnel																	
No of Board Meetings Attended during the year	3 (Three)	1 (One)															
Directorships held in other companies (excluding foreign companies)	<ul style="list-style-type: none"> • Dabur India Limited • Maharashtra Seamless Limited • Rainbow Digital Services Pvt. Ltd • Ilearnfinance Academy Private Limited • H & B Stores Limited 	None															
Membership/ Chairmanships of committees of other companies (includes only Audit Committee and Stakeholders Relationship)	<table border="1"> <thead> <tr> <th>Name of Company</th> <th>Committee</th> <th>Chairman/ Member</th> </tr> </thead> <tbody> <tr> <td>Dabur India Limited</td> <td>Stakeholders Relationship Committee</td> <td>Chairman</td> </tr> <tr> <td>Dabur India Limited</td> <td>Audit Committee</td> <td>Chairman</td> </tr> <tr> <td>Maharashtra Seamless Limited</td> <td>Audit Committee</td> <td>Chairman</td> </tr> <tr> <td>H & B Stores Limited (Unlisted)</td> <td>Audit Committee</td> <td>Chairman</td> </tr> </tbody> </table>	Name of Company	Committee	Chairman/ Member	Dabur India Limited	Stakeholders Relationship Committee	Chairman	Dabur India Limited	Audit Committee	Chairman	Maharashtra Seamless Limited	Audit Committee	Chairman	H & B Stores Limited (Unlisted)	Audit Committee	Chairman	None
	Name of Company	Committee	Chairman/ Member														
	Dabur India Limited	Stakeholders Relationship Committee	Chairman														
	Dabur India Limited	Audit Committee	Chairman														
	Maharashtra Seamless Limited	Audit Committee	Chairman														
H & B Stores Limited (Unlisted)	Audit Committee	Chairman															
Listed entities from which the person has resigned in the past three years	None	None															

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