PHARMAIDS PHARMACEUTICALS LIMITED
CIN – L52520KA1989PLC173979
Regd. Office: Unit #201, 2nd Floor, Brigade Rubix, 20/14 HMT Factory Main Road, Peenya Plantation Bengaluru - 560013 Karnataka, India
Tel: 080- 49784319 | **Email id**: compliance@pharmaids.com | **Website**: www.pharmaids.com

NOTICE OF 37TH ANNUAL GENERAL MEETING

Notice is hereby given that the 37th Annual General Meeting ("AGM") of the members of Pharmaids Pharmaceuticals Limited ("the Company") will be held **on Friday, September 11, 2026, at 12:00 noon (IST)** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS:

1. **Adoption of Audited Standalone & Consolidated Financial Statements.**

   To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon.

2. **Re-appointment of Ms. Mini Manikantan (DIN: 09663184) as Executive Director (liable to retire by rotation) of the Company.**

   To appoint a Director in place of Ms. Mini Manikantan (DIN: 09663184) as Executive Director, who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. **To approve Material Related Party Transactions to be entered into by the Company.**

   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT pursuant to the Regulation 2(1)(zc), Regulation 23 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder, other applicable laws/statutory provisions, if any [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force], the Company's Policy on Related Party Transactions and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and on the basis of the approval and recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to enter/continue to enter into Material Related Party Transaction(s)/Contract(s)/ Arrangement(s)/Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise), as set out in the **Annexure I** in the Explanatory Statement annexed to the Notice, and on such terms and conditions as may be mutually agreed between the parties;

   RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members 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 authorised to delegate all or any of the powers herein conferred to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to this Resolution;

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and are hereby approved, ratified and confirmed in all respects."

4. To approve Material Related Party Transactions to be entered into by Subsidiaries of the Company.

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the Regulation 2(1)(zc), Regulation 23 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder, other applicable laws/statutory provisions, if any [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force], the Company's Policy on Related Party Transactions and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and on the basis of the approval and recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the to the Subsidiaries of the Company to enter/continue to enter into Material Related Party Transaction(s)/Contract(s)/ Arrangement(s)/Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) as set out in the **Annexure II** in the Explanatory Statement annexed to the Notice, and on such terms and conditions as may be mutually agreed between the parties;

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members 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 authorised to delegate all or any of the powers herein conferred to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to this Resolution;

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and are hereby approved, ratified and confirmed in all respects."

Registered Office:
Unit #201, 2nd Floor, Brigade Rubix,
20/14 HMT Factory Main Road, Peenya
Plantation Bengaluru, Karnataka – 560013
CIN: L52520KA1989PLC173979
Website: www.pharmaids.com
Email: compliance@pharmaids.com

By Order of the Board
For Pharmaids Pharmaceuticals Limited
Sd/-
Prasanna Subramanya Bhat
Company Secretary and Compliance Officer
Membership No: A48828
Bengaluru, August 12, 2026

NOTES:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (“MCA”) and relevant circulars issued by the Securities and Exchange Board of India (“SEBI”) from time to time, companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the provisions of the Companies Act, 2013 (“the Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (“Listing Regulations”) and MCA circulars.

2. The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company situated at Unit #201, 2nd Floor, Brigade Rubix, 20/14 HMT Factory Main Road, Peenya Plantation Bengaluru - 560013, Karnataka, India, which shall be the deemed venue of the AGM.

3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held 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 AGM and hence the Proxy Forms, Attendance Slips and Route Map are not annexed to this Notice.

4. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Business under agenda item no. 03 and 04 of the notice, is annexed. Pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standards - 2 on General Meetings, the details of the Director seeking re-appointment, at the AGM is provided in Annexure III of this Notice.

5. In case of Joint holders, attending the AGM, only such Joint Holder whose name appears first in the order of names will be entitled to vote.

6. The Board of Directors have appointed Mr. Kashinath Sahu, Practicing Company Secretary (MembershipNo. FCS 4790, COP No. 4807), Hyderabad as the Scrutinizer to scrutinize the remote E-Voting Process and voting during the AGM, in a fair and transparent manner.

7. The Scrutinizer shall immediately, after the conclusion of E-Voting at the AGM, first count the Votes Cast during the AGM, thereafter, unblock the Votes Cast through remote E-Voting and make, not later than 48 hours of conclusion of the AGM, 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 will be announced within the time stipulated under the applicable laws. 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.

8. A member logging-in to the VC facility using the remote e-voting credentials shall be considered for the record of attendance of such member at the AGM and such member attending the AGM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

9. A Person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on Cut-off Date for dispatch of Notice and Annual Report i.e., Friday, August 14, 2026, will only be entitled for receipt of Annual Report along with the notice.

10. In compliance with the circulars, an electronic copy of the Notice of the AGM is being sent only by email to those members whose e-mail addresses are registered with the Company/ Depositories, unless any member has requested a physical copy of the same. The Notice calling the AGM and the Annual Report has been uploaded on the website of the Company

at www.pharmaids.com. The Notice is also accessible from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com The same is also available on the website of CDSL at www.evotingindia.com. Additionally, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to shareholders whose e-mail addresses are not registered with Company / Registrar & Transfer Agent / Depository Participants, providing the weblink of Company's website from where the Annual Report for FY 2025-26 can be accessed.

11. 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.

12. SEBI vide its notification dated January 25, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the above, members holding shares in physical form are advised to dematerialize the shares with their Depository Participant. Members can contact M/s Venture Capital and Corporate Investments Private Limited, Registrar and Share Transfer Agent of the Company ("RTA" or "Registrar") situated at "AURUM", Door No. 4-50/P-II/57/4F & 5F, Plot No.57, 4th & 5th Floors, Jayabheri Enclave Phase – II, Gachibowli, Hyderabad 500032, investor.relations@vccipl.com website of the Registrar: www.vccipl.com for assistance in this regard.

13. The statutory documents (i.e., The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Companies Act, 2013 and the Certificate from the Secretarial Auditors of the Company under the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, will be available electronically for inspection by the members during the AGM. Further, all the documents referred to in the Notice will also be available for electronic inspection by the members from the date of circulation of this Notice up to the date of AGM, i.e., from Tuesday, August 18, 2026 to Friday, September 11, 2026, members seeking to inspect such documents can send an email to compliance@pharmaids.com.

14. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Corporate Members intending to authorise their Representatives to participate and vote at the AGM are requested to upload a copy of the Board Resolution / Authorisation Letter on the E-Voting Portal or send to the Company at compliance@pharmaids.com with a copy marked to prasanna@pharmaids.com

15. 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: www.vccipl.com 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. 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 following 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: www.vccipl.com and following 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 www.vccipl.com and following 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 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 uploaded and will only take on records for all valid cases.

16. **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. The said forms can be downloaded from the Company's website https://www.pharmaids.com/updation-of-kyc-details.html and at the website of RTA also https://www.vccipl.com

17. **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. Requests for consolidation of share certificates shall be processed in dematerialized form.

18. The Voting Rights of the Shareholders for voting through remote E-Voting at the AGM shall be in proportion to their share of the Paid-up Equity Share Capital of the Company as on Friday, September 04, 2026 ('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 AGM and who is not a Member as on the Cut-off Date shall treat this Notice for information purposes only.

19. SEBI vide its Circulars dated July 31, 2023, and August 4, 2023, read with Master Circular dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market.

20. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login)

21. The Remote E-Voting Period will commence on Tuesday, September 08, 2026 (IST 09:00 A.M.) and will end on Thursday, September 10, 2026 (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., on Friday, September 04, 2026 ('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 to change it subsequently.

22. The facility for Voting during the AGM will also be made available. Members present in the AGM 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 AGM.

23. Any person who becomes a Member of the Company after sending the Notice and holding Shares as on the Cut-off date (Friday, September 04, 2026) 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.

24. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company mentioning their Name, Demat Account Number / Folio Number, E- mail, Mobile Number at compliance@pharmaids.com or prasanna@pharmaids.com on or before Friday, September 04, 2026. The same will be replied by the Company suitably.

25. 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 shouldbe obtained from the concerned DPs and Holdings should be verified from time to time.

26. Instructions for attending the AGM through VC / OAVM:

a. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL E-Voting system. Shareholders may access the same at www.evotingindia.com under Shareholders/ Members login by using the remote E-Voting credentials. The link for VC/OAVM will be available in Shareholder / Members login where the EVSN of the Company is displayed. Facility of joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM.

b. 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.

c. 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 Friday, September 04, 2026, from their registered E-mail address mentioning their names, DP-ID and Client- ID / Folio Number, PAN and Mobile Number at compliance@pharmaids.com. Only those Members who have pre-registered themselves as a speaker will be allowed to express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

d. Members are encouraged to submit their questions in advance with regard to the Financial Statements, business / operations of the Company or any other matter to be placed at the AGM, 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 compliance@pharmaids.com before 5:00 P.M. (IST) on Friday, September 04, 2026. Such questions by the Members shall be suitably replied by the Company. The Management will decide, at its due discretion, whether and how it will answer the questions. It can summarize questions and select in the interest of the other Members, meaningful questions. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest, post the conclusion of the AGM.

e. If any votes are cast by the Shareholders through the E-Voting available during the AGM 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.

27. Subject to the receipt of Requisite number of Votes, the Resolutions forming part of the AGM Notice shall be deemed to be passed on the date of the AGM.

28. 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 AGM by electronic means and the business may be transacted through E-Voting Services provided by Central Depository Services (India) Limited (CDSL).

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 AGM.

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

(i) The Voting Period commences on Tuesday, September 08, 2026 (09:00 A.M.) and closes on Thursday, September 10, 2026 (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), Friday, September 04, 2026 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.

Instructions for e-voting:

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 December 9, 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	Particulars
Individual Shareholders Holding Securities in Demat Mode with CDSL.	Users who have opted for CDSL EASI / EASIEST facility, can login through their existing User-id and Password. The 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/myeasitoken/Home/Login or visit www.cdslindia.com and click on Login icon and select New System MYEASI. 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 the 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 also links provided to access the system of all E-Voting Service Providers i.e. CDSL / NSDL / LINKINTIME etc., so that the User can visit the E-Voting Service Providers website directly. If the User is not registered for EASI / EASIEST, option to register is available at the following link: https://web.cdslindia.com/myeasitoken/Home/Login 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	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 the 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.

	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 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 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. **Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for a seamless voting experience.** NSDL Mobile App is available on App Store Google Play
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 email: helpdesk.evoting@cdslindia.com or Contact at 022-62343333 / 1800-21-09911
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. 022 – 48867000/ 0226948 9498

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

a. The Shareholders should log on to the E-Voting Website: www.evotingindia.com

b. Click on "SHAREHOLDERS" Module.

c. Now enter your User-id 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.
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.

<u>Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting:</u>

- 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: compliance@pharmaids.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 022-62343333. 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 Future, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013 or send an Email to helpdesk.evoting@cdslindia.com or call on 022-62343333.

Summarized Information at glance:

Time and date of AGM	Friday, September 11, 2026, at 12:00 noon
Venue/Mode	VC/OAVM
Cut-off date for e-Voting	Friday, September 04, 2026
E-voting Start time and date	Tuesday, September 08, 2026, commences at 09:00 a.m. (IST)
E-voting end time and date	Thursday, September 10, 2026, concludes at 05:00 p.m. (IST)
E-voting website links (Please use as applicable to you)	CDSL: https://web.cdslindia.com/myeasitoken/home/login NSDL: https://eservices.nsdl.com
E-voting Serial Number (EVSN)	260813002

Explanatory statement pursuant to Sections 102 of the Companies Act, 2013

Item No. 3 and 4 – Approval of Material Related Party Transactions

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations'), as amended, any transactions entered into by the Company and / or its Subsidiaries with a related parties shall be considered material, if the transaction(s) entered into/to be entered into individually or taken together with the previous transactions during a financial year exceeds threshold mentioned in the Schedule XII (i.e. upto ₹20,000 crore or 10% of annual consolidated turnover) of the Company as per the last audited financial statements of the Company, whichever is lower, and shall require prior approval of shareholders by means of an ordinary resolution.

Regulation 2(1)(zc) of the SEBI Listing Regulations defines a Related Party Transaction ('RPT') to include a transaction involving a transfer of resources, services or obligations between (i) a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, as well as (ii) a listed entity or any of its subsidiaries on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit any related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged or not. Further, subsequent changes to the material RPTs, as already approved by the Members of the Company, are required to be placed before the Members for their approval before such modification in RPTs are given effect to.

In this regard, there are certain transactions proposed to be entered into by the Company and its Subsidiaries with their related parties, in furtherance of their business activities, which are continuing in nature. Since the quantum of transactions to be entered into by the Company and its Subsidiaries with all the related parties mentioned in the Annexure I and Annexure II, exceeds 10% of the annual consolidated turnover based on last audited financial statements, and therefore would be considered as Material Related Party Transactions as per the provisions of Regulation 23 of Listing Regulations, 2015 and requires approval of the Shareholders by an Ordinary Resolution.

All related party transactions have been reviewed and unanimously approved by the Audit Committee after satisfying itself that the related party transactions are at arm's length and in the ordinary course of business. The Audit Committee of the Company reviews on a quarterly basis, the details of all related party transactions entered into by the Company, pursuant to its approvals. It is in the above context that Resolutions Nos. 3 and 4 are placed for the approval of the Shareholders of the Company.

The proposed transactions, being of operational and critical nature to the business of the Company and its subsidiaries, play a significant role in the Company's growth. Therefore, in order to secure continuity of operations and ensure smooth running of the operations of the Company and its subsidiaries, the Company is seeking approval of the Members for the potential quantum of the proposed transactions with all related parties, the details thereof as per the applicable provisions of the Companies Act, 2013 and the Rules issued thereunder (as applicable), and relevant SEBI guidelines and Master Circular dated January 30, 2026, are given in **Annexure I** and of the Subsidiaries are given in **Annexure II.**

The details as required under Regulation 23 of the SEBI Listing Regulations read with SEBI Master Circular bearing reference no. HO/49/14/14(7)2025-CFD POD2/I/3762/2026 and SEBI Circular on RPTs Industry Standards are as follows:

(a) Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable: **Refer below table titled as "Annexure I and Annexure II".**

(b) Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT: **Refer below table titled as "Annexure I and II".**

(c) Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards: **The Audit Committee has reviewed the certificates issued by the WTD and CFO of the Company, as required under the RPT Industry Standards.**

(d) Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval: **The proposed material RPTs have been approved by the Audit Committee and the Board recommend the proposed transaction(s) to the Shareholders for approval.**

(e) Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT: **The transactions at present do not contemplate any valuation.**

(f) The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision making: **Not Applicable**

(g) Any other information that may be relevant: **All relevant / important information forms part of this statement setting out material facts pursuant to Section 102 of the Companies Act.**

The Shareholders may note that as per the provisions of the Listing Regulations, all related parties (whether such related party is a party to the above-mentioned transactions or not), shall not vote to approve the resolution.

Annexure I

Details of related party contracts / arrangements / transactions entered / to be entered into by the Company/PPL

<table>
<tr><th>S.N</th><th>Particulars</th><th>Related Party (1)</th><th>Related Party (2)</th><th>Related Party (3)</th><th>Related Party (4)</th></tr>
<tr><td colspan="6">Part A Minimum Information of the Proposed RPT, applicable to all RPT's</td></tr>
<tr><td colspan="6">A(1) Basic details of the related party</td></tr>
<tr><td>1</td><td>Name of the related party</td><td>Adita Bio Sys Private Limited (“Adita”)</td><td>Dr. Shankarappa Nagaraja Vinaya Babu (“Dr. SNV”)</td><td>Moki Financial Services, a partnership Firm (“Moki”)</td><td>Koye Lifesciences Private Limited (“Koye”)</td></tr>
<tr><td>2</td><td>Country of incorporation of the related party</td><td>India</td><td rowspan="2">NA</td><td colspan="2">India</td></tr>
<tr><td>3</td><td>Nature of business of the related party</td><td>Adita is a Preclinical Contract Research Organisation</td><td>Moki operates as a financial services institution.</td><td>Koye is engaged in the manufacturing and trading of pharmaceutical products and specialty chemicals</td></tr>
<tr><td colspan="6">A(2) Relationship and ownership of the related party</td></tr>
<tr><td>1</td><td>Relationship between the listed entity and the related party – including nature of its concern (financial or otherwise) and the following:</td><td>PPL is the holding company of Adita</td><td>Dr. SNV is the Vice Chairman, Non-Executive, Non-Independent Director, and Promoter of the Company.</td><td>Moki is a member of the Promoter Group of PPL.</td><td>Koye is a member of the Promoter Group of PPL.</td></tr>
<tr><td>•</td><td>Shareholding of the listed entity, whether direct or indirect, in the related party.</td><td>The Company holds 99.86% of paid-up equity share capital of Adita.</td><td>NA</td><td>NIL</td><td>NIL</td></tr>
<tr><td>•</td><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity.</td><td colspan="4">NA</td></tr>
</table>

•	**Shareholding of the related party, whether direct or indirect, in the listed entity.**	NIL	Dr. SNV holds individually 28.52% and indirectly holds 32.97% in the company	NIL	NIL
A(3) Details of previous transactions with the related party					
1	**Total amount of all the transactions undertaken by the listed entity with the related party during the last financial year**				
	Nature of Transactions	FY 2025-2026 Amount (Rs Cr)	FY 2025-2026 Amount (Rs Cr)	FY 2025-2026 Amount (Rs Cr)	FY 2025-2026 Amount (Rs Cr)
	Loan	1.52	44.83	0.67	NIL
	Interest	0.88	1.60	0.04	NIL
	Sale of goods	NIL	NIL	NIL	3.76
	Lease Liabilities	NIL	NIL	NIL	8.07
2	**Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.**				
	Interest	0.20	-	-	-
3	**Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity during the last financial year.**	No default			
A (4) Amount of the proposed transaction(s)					
1	**Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.**	The aggregate value of the Related Party Transactions will not exceed **Rs 66 cr.**	The aggregate value of the Related Party Transactions will not exceed **Rs 30 cr.**	The aggregate value of the Related Party Transactions will not exceed **Rs 25 cr.**	The aggregate value of the Related Party Transactions will not exceed **Rs 14 cr.**
2	**Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?**	Yes			

3	**Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year**	236.71	107.59	89.66	50.21
4	**Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)**	NA			
5	**Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.**	451.20	NA	2525.25	283.98
6	**Financial performance of the related party for the immediately preceding financial year: Amount (Rs. Cr)**				
	Turnover	9.78	NA	0.99	4.93
	Profit After Tax	(1.67)		1.58	(7.47)
	Net worth	15.57		22.20	26.46
A(5) Basic details of the proposed transaction					
1	**Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)**	A. Repayment of loan B. Guarantee C. Borrowings D. Sale, lease or disposal of assets	A. Repayment of loan B. Borrowings	A. Repayment of loan B. Borrowings	A. Sale, purchase or supply of goods or services or any other similar business transaction B. Rent Payable C. Receipt of Deposit
2	**Details of each type of the proposed transaction**				

	Nature of transactions	Amount (Rs. Cr)			
	Repayment of loan	12	20	15	-
	Guarantee	40	-	-	-
	Borrowings	4	10	10	-
	Sale, Lease or disposal of Assets	10	-	-	-
	Sale, purchase or supply of goods or services or any other similar business transaction	-	-	-	10
	Rent Payable	-	-	-	2
	Receipt of Deposit	-	-	-	2
3	**Tenure of the proposed transaction (tenure in number of years or months to be specified)**	Approval is sought for the period commencing from the conclusion of the 37th Annual General Meeting ("AGM") until the conclusion of the 38th AGM.			
4	**Whether omnibus approval is being sought?**	Yes			
5	**Value of the proposed transaction during a financial year.** **If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.**	Rs 66 cr NA	Rs 30 cr NA	Rs 25 cr NA	Rs 14 cr NA
6	**Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity**	The Company would undertake these transactions in furtherance of its business activities which will help in generating revenue and enhancing business operations of the Company.			
7	**Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.**				
	a. Name of the director / KMP	Balagangadhara B C	Dr. SNV	Dr. SNV	Dr. SNV Balagangadhara B C

	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	0.00%	Dr. SNV holds individually 28.54% and indirectly holds 32.97% in the company	Dr. SNV is a partner in Moki	Dr. SNV holds indirectly 97.18% in Koye.
8	**A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.**	NA			
9	**Other information relevant for decision making**	All relevant information and material facts pertaining to the proposed transaction have been disclosed to enable the shareholders to make an informed decision.			

<u>B(1). Disclosure *only* in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances</u>		
S. No.	**Particulars of the information**	**Information provided by the management**
S.N	**Particulars**	**Related Party (4)** Koye Lifesciences Private Limited. ("Koye")
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	There is no bidding process for the proposed transaction. Koye Lifesciences Private Limited ("Koye") is engaged in the manufacturing and trading of pharmaceutical products and specialty chemicals. The Company proposes to purchase from, sell to and/or supply pharmaceutical products, intermediates and other related materials to Koye, based on its manufacturing capabilities, product quality, technical expertise, commercial competitiveness and ability to meet the Company's business and operational requirements. The proposed transaction is in the ordinary course of business and shall be undertaken on an arm's length basis.
2.	Basis of determination of price	Pricing shall be determined based on prevailing market prices or third-party quotations or cost-plus appropriate margins depending on the nature of the transaction.
3.	In case of Trade advance (*of upto 365 days or such period for which such advances are extended as per normal trade practice*), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	**NA**
	b. Tenure	
	c. Whether same is self-liquidating?	
B(4). Disclosure only in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.		

S.N	Particulars	**Related Party (1)** Adita Bio Sys Private Limited ("Adita")
1.	(a) Rationale for giving guarantee, surety, indemnity or comfort letter	The proposed guarantee, surety, indemnity and/or comfort letter, as applicable, is intended to support the financial and operational requirements of Adita Bio Sys Private Limited ("Adita"), a material subsidiary of the Company engaged in preclinical contract research services. The support will enable Adita to avail credit facilities and/or meet its business and operational obligations on commercially favourable terms, thereby facilitating its growth and business expansion. The proposed transaction is in furtherance of the Company's strategic objective of supporting the operations and long-term growth of its subsidiary and is expected to enhance overall stakeholder value.
	b) Whether it will create a legally binding obligation on listed entity*?*	*Yes*
2.	Material covenants of the proposed transaction including: (i) commission, if any to be received by the listed entity or its subsidiary; (ii) contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	(i) Considering that Adita Bio Sys Private Limited ("Adita") is a subsidiary of the Company and the proposed guarantee is being provided in furtherance of the Company's strategic objective of supporting the growth and operations of its subsidiary, guarantee commission to be charged subject to applicable tax laws. (ii) In the event the guarantee is invoked, the Company shall take appropriate steps to recover the amount from Adita in accordance with the applicable contractual arrangements and recoverable assets, as may be available.
3.	The value of obligations undertaken by the listed entity for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity. Additionally, any provisions required to be made in the books of account of the listed entity shall also be specified.	At present, the aggregate value of the obligations undertaken by Adita Bio Sys Private Limited ("Adita") is approximately **Rs 3.74 Crore.** The aggregate amount of guarantees, sureties, indemnities and/or comfort letters proposed to be issued by the Company in favour of Adita shall not exceed **Rs 40 Crore** at any point in time. Such guarantees shall be disclosed as contingent liabilities in the books of the Company in accordance with the applicable accounting standards and statutory requirements.
B(5). Disclosure only in case of transactions relating to borrowings by the listed entity.		

S.N	Particulars	**Related Party (1)** Adita Bio Sys Private Limited (“Adita”)	**Related Party (2)** Dr. Shankarappa Nagaraja Vinaya Babu. (“Dr. SNV”)	**Related Party (3)** Moki Financial, Services, a partnership Firm (“Moki”)
1.	Material covenants of the proposed transaction	The proposed transaction relates to the grant of an inter-corporate loan by Pharmaids Pharmaceuticals Limited (the "Company") to Adita Bio Sys Private Limited ("Adita"), a subsidiary of the Company, for an amount not exceeding Rs 4 Crore. The loan shall carry an interest rate of 12.00% per annum and repayment of the loan, along with payment of interest, shall be made either by way of bullet repayment or in tranches, in accordance with the terms of the agreement and within the stipulated tenure. The loan is proposed to meet the business, operational and working capital requirements of Adita and shall be governed by the definitive loan documentation, in compliance with the applicable provisions of the Companies Act, 2013 and other applicable laws.	The proposed transaction relates to a loan to be availed by Pharmaids Pharmaceuticals Limited (the "Company") from Dr. S. N. Vinaya Babu ("Dr. SNV"), a Promoter and Related Party of the Company, for an amount not exceeding Rs 10 Crore. The loan shall carry an interest rate of 12.00% per annum and repayment of the loan, along with payment of interest, shall be made either by way of bullet repayment or in tranches, in accordance with the terms of the agreement and within the stipulated tenure. The loan is proposed to meet the business, operational and working capital requirements of the Company and shall be governed by the definitive loan documentation, in compliance with the applicable provisions of the Companies Act, 2013 and other applicable laws.	The proposed transaction relates to a loan to be availed by Pharmaids Pharmaceuticals Limited (the "Company") from Moki Financial Services ("Moki"), a partnership firm and a Related Party of the Company, for an amount not exceeding Rs 10 Crore. The loan shall carry an interest rate of 12.00% per annum and repayment of the loan, along with payment of interest, shall be made either by way of bullet repayment or in tranches, in accordance with the terms of the agreement and within the stipulated tenure. The loan is proposed to meet the business, operational and working capital requirements of the Company and shall be governed by the definitive loan documentation, in compliance with the applicable provisions of the Companies Act, 2013 and other applicable laws.
2.	Interest rate (in terms of numerical value or base rate and applicable spread)	12.00 % P.a.		

3.	Cost of borrowing Note: This shall include all costs associated with the borrowing	**NA**
4.	Maturity / due date	Repayable on demand
5.	Repayment schedule & terms	Repayment of the loan, along with payment of interest, shall be made either by way of bullet repayment or in tranches, in accordance with the terms of the agreement and within the stipulated tenure.
6.	Whether secured or unsecured	Unsecured
7.	If secured, the nature of security & security coverage ratio	NA
8.	The purpose for which the funds will be utilized by the listed entity / subsidiary	These funds will be utilised for their business and to meet the working capital requirements as decided by the Board of Directors of the Company.
B(6). Disclosure only in case of transactions relating to transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate		
S.N	**Particulars**	**Related Party (1)** Adita Bio Sys Private Limited ("Adita")
1.	Bidding or other process, if any, applied for choosing a party for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity	**There is no bidding process for the proposed transaction.**
2.	Basis of determination of price.	**Pricing shall be determined based on prevailing market prices or third-party quotations or cost-plus appropriate margins depending on the nature of the transaction.**
3.	Reasons for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate.	**To develop a laboratory facility by Adita**

<table>
<tr><td>4.</td><td colspan="4">Financial track record of the subsidiary / undertaking that is being sold (in case of sale of undertaking, segment level data to be provided) during the last three financial years:</td></tr>
<tr><td></td><td></td><td>FY 2023-24</td><td>FY 2024-25</td><td>FY 2025-26</td></tr>
<tr><td></td><td>Turnover</td><td colspan="3" rowspan="3">NA</td></tr>
<tr><td></td><td>Net worth</td></tr>
<tr><td></td><td>Net Profit</td></tr>
<tr><td>5.</td><td>Expected financial impact on the consolidated turnover, net worth and net profits of the listed entity or its subsidiary due to sale of the subsidiary / undertaking.</td><td colspan="3" rowspan="4">NA</td></tr>
<tr><td></td><td>a. Expected impact on turnover</td></tr>
<tr><td></td><td>b. Expected impact on net worth</td></tr>
<tr><td></td><td>c. Expected impact on net profits</td></tr>
<tr><td colspan="5">C(3). Disclosure only in case of transactions relating to any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary</td></tr>
<tr><td>S.N</td><td>Particulars</td><td colspan="3">Related Party (1)
Adita Bio Sys Private Limited (“Adita”)</td></tr>
<tr><td>1.</td><td>If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party</td><td colspan="3">NA</td></tr>
</table>

	Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. *b. This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request*	
	Details of solvency status and going concern status of the related party during the last three financial years:	**Going Concern**
	FY 2023-24	
	FY 2024-25	
	FY 2025-26	
3.	**The value of obligations undertaken by the listed entity, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee)surety, indemnity or comfort letter has been provided by the listed entity. Additionally, any provisions required to be made in the books of account of the listed entity shall also be specified.**	At present, the aggregate value of the obligations undertaken by Adita Bio Sys Private Limited ("Adita") is approximately **Rs 3.74 Crore.** The aggregate amount of guarantees, sureties, indemnities and/or comfort letters proposed to be issued by the Company in favour of Adita shall not exceed **Rs 40 Crore** at any point in time. Such guarantees shall be disclosed as contingent liabilities in the books of the Company in accordance with the applicable accounting standards and statutory requirements.
4.	**Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.** **In addition, state the following:**	**NA**

	a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; **b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting;** **c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;** **d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.** **Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.**	
	FY 2023-24	
	FY 2024-25	
	FY 2025-26	

C(4). Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary				
S. No.	**Particulars**	**Related Party (1)** Adita Bio Sys Private Limited ("Adita")	**Related Party (2)** Dr. Shankarappa Nagaraja Vinaya Babu. ("Dr. SNV")	**Related Party (3)** Moki Financial, Services, a partnership Firm ("Moki")
1.	Debt to Equity Ratio of the listed entity based on last audited financial statements			
	a. Before transaction	0.15	0.12	0.01
	b. After transaction	0.22	0.31	0.20
2.	Debt Service Coverage Ratio of the listed entity based on last audited financial statements			
	a. Before transaction	(1.40)	(1.63)	(20.45)
	b. After transaction	(1.00)	(0.76)	(1.33)

C(5). Disclosure only in case of transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate		
S.N	**Particulars**	**Related Party (1)** Adita Bio Sys Private Limited (“Adita”)
1.	Details of earlier sale, lease or disposal of assets of the same subsidiary or of the unit, division or undertaking of the listed entity or disposal of shares of the same subsidiary or associate to any related party during the preceding twelve months.	NA
2.	Whether the transaction would result in issue of securities or consideration in kind to a related party? If yes, please share the relevant details	NA
3.	Would the transaction result in eliminating a segment reporting by the listed entity or any of its subsidiary?	NA
4.	Does it involve transfer of key intangible assets or key customers which are critical for continued business of the listed entity or any of its subsidiary?	NA
5.	Are there any other major non-financial reasons for going ahead with the proposed transaction?	There are no major non-financial reasons for going ahead with the proposed transaction

Annexure II

Details of related party contracts / arrangements / transactions entered / to be entered into by Subsidiaries of the Company

Sl. No.	Particulars	Related Party (1)	Related Party (2)	Related Party (3)	Related Party (4)	Related Party (5)
PART A MINIMUM INFORMATION OF THE PROPOSED RPT, APPLICABLE TO ALL RPTs						
A(1) BASIC DETAILS OF THE RELATED PARTY						
1	**Name of the subsidiary of the Company**	Adita Bio Sys Private Limited ("Adita")	Adita Bio Sys Private Limited ("Adita")	Adita Bio Sys Private Limited ("Adita")	Adita Bio Sys Private Limited ("Adita")	Adita Bio Sys Private Limited ("Adita")
2	**Name of the related party**	Spring Labs, the partnership Firm ("Spring").	Tumkur Trade Center Private Limited ("TTCPL").	Moki financial services, the partnership firm ("Moki")	Koye Life Sciences Private Limited ("Koye")	Dr. Shankarappa Nagaraja Vinaya Babu. ("Dr. SNV")
3	**Country of incorporation of the related party**	India				NA
4	**Nature of business of the related party**	Spring is a leading provider of laboratory animals, biological matrices, and comprehensive pre-clinical research services.	TTCPL is engaged in real estate development, construction, leasing, and property management.	Moki operates as a financial services institution	Koye is engaged in the manufacturing and trading of pharmaceuticals products and specialty chemicals.	NA
A(2) RELATIONSHIP AND OWNERSHIP OF THE RELATED PARTY						

1	**Relationship between the subsidiary and the related party – including nature of its concern (financial or otherwise) and the following:**	Spring is subsidiary of Adita, thereby being the step down subsidiary of the Company	Adita is the material subsidiary of the Company TTCPL is the Promoter of the Company Dr. Shankarappa Nagaraja Vinaya Babu is a Common Director in PPL & TTCPL	Adita is the material subsidiary of the Company Moki is part of the Promoter Group of the Company	Adita is the material subsidiary of the Company Koye is part of the promoter group of the listed entity.	Adita is the material subsidiary of the Company Dr. SNV is the Promoter of the Company
	Shareholding of the subsidiary, whether direct or indirect, in the related party.	Spring is a subsidiary of the Adita (step-down subsidiary of PPL). Adita currently holds 90% of total partner's capital of Spring.	The subsidiary has no direct or indirect holding in the related party			
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the subsidiary	Capital contribution made by the subsidiary in the related party is Rs 1,00,000 (Rupees one lakh only)	Not Applicable			
	Shareholding of the related party, whether direct or indirect, in the subsidiary	The related party has no direct or indirect holding in the subsidiary	The related party holds 1,900 shares in the subsidiary amounting to 0.05% of the total shareholding of the subsidiary.	The related party has no direct or indirect holding in the subsidiary	The related party has no direct or indirect holding in the subsidiary	Dr. SNV holds 28.54% in the Company and Adita is the Material Subsidiary of the Company

A(3) DETAILS OF PREVIOUS TRANSACTIONS WITH THE RELATED PARTY						
1	Total amount of all the transactions undertaken by the subsidiary with the related party during the last financial year					
	Nature of Transactions	FY 2025-2026 Amount (Rs Cr)	FY 2025-2026 Amount (Rs Cr)	FY 2025-2026 Amount (Rs Cr)	FY 2025-2026 Amount (Rs Cr)	FY 2025-2026 Amount (Rs Cr)
	Sale of goods or services	0.13	NA	-	NA	NA
	Interest	0.03		0.07		
	Purchase of goods or services	0.11		-		
	Payment	0.09		-		
	Share of loss and Interest on capital	0.14		-		
	Loan	-		-		
2	Total amount of all the transactions undertaken by the subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.					
	Purchase of goods or services	0.07	-	-	-	-
	Share of loss and Interest on capital	0.21	-	-	-	-
3	Any default, if any, made by a related party concerning any obligation undertaken	No default				

	by it under a transaction or arrangement entered into with the subsidiary during the last financial year.					
A (4) AMOUNT OF THE PROPOSED TRANSACTION(S)						
1	**Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.**	The aggregate value of the Related Party Transactions will not exceed **Rs 6 cr.**	The aggregate value of the Related Party Transactions will not exceed **Rs 130 cr.**	The aggregate value of the Related Party Transactions will not exceed **Rs 15 cr.**	The aggregate value of the Related Party Transactions will not exceed **Rs 5 cr.**	The aggregate value of the Related Party Transactions will not exceed **Rs 125 cr.**
2	**Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?**	YES				
3	**Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year**	21.52	466.24	53.80	17.93	448.31
4	**Value of the proposed transactions as a**	61.35	1329.24	153.37	51.12	1278.12

	percentage of subsidiary's annual standalone turnover for the immediately preceding financial year					
5	**Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.**	117.88	2429.91	1515.15	101.42	NA
6	**Financial performance of the related party for the immediately preceding financial year: Amount (Rs. Cr)**					
	Turnover	5.09	5.35	0.99	4.93	NA
	Profit After Tax	(0.41)	(2.15)	1.58	(7.47)	
	Net worth	(3.45)	(0.51)	22.20	26.46	
A(5) BASIC DETAILS OF THE PROPOSED TRANSACTION						

1	**Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)**	A. Repayment of Loan B. Guarantee	A. Sale, lease or disposal of assets B. Transfer of Securities	A. Borrowings	A. Sale, lease or disposal of assets	A. Transfer of Securities
2	**Details of each type of the proposed transaction**					
	Nature of transactions	**Amount (Rs. Cr)**				
	Repayment of loan	2	-	-	-	-
	Guarantee	4	-	-	-	-
	Borrowings	-		15		
	Sale, Lease or disposal of Assets	-	5		5	-
	Transfer of Security	-	125	-	-	125
3	**Tenure of the proposed transaction (tenure in number of years or months to be specified)**	Approval is sought for the period commencing from the conclusion of the 37th Annual General Meeting ("AGM") until the conclusion of the 38th AGM.				
4	**Whether omnibus approval is being sought?**	Yes				
5	**Value of the proposed transaction during a financial year.** **If the proposed transaction will be**	Rs 6 cr	Rs 130 cr	Rs 15 cr	Rs 5 cr	Rs 125 cr

	executed over more than one financial year, provide estimated break-up financial year-wise.	NA	NA	NA	NA	NA
6	**Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity**	Subsidiary would undertake these transactions in furtherance of its business activities which will help in generating revenue and enhancing business operations of the Company.				
7	**Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.**					
	a. Name of the director / KMP	Balagangadhara B C	Balagangadhara B C Dr. Shankarappa Nagaraja Vinaya Babu ("Dr. SNV")	Balagangadhara B C Dr. Shankarappa Nagaraja Vinaya Babu ("Dr. SNV")	Balagangadhara B C Dr. Shankarappa Nagaraja Vinaya Babu ("Dr. SNV")	NA
8	**b. Shareholding of the director / KMP, whether direct or indirect, in the related party**	0.00%	Dr. Shankarappa Nagaraja Vinaya Babu holds 99.9% of the shares in the related party.	Dr. Shankarappa Nagaraja Vinaya Babu is a partner in the related party.	Dr. SNV holds indirectly 97.18% in Koye.	
9	**A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.**	NA				
	Other information relevant for decision making	All relevant information and material facts pertaining to the proposed transaction have been disclosed to enable the shareholders to make an informed decision.				

<table>
<tr><td colspan="3"><u>B(1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances</u></td></tr>
<tr><td>S. No.</td><td>Particulars of the information</td><td>Information provided by the management</td></tr>
<tr><td></td><td>Name of the subsidiary of the Company</td><td>Related Party (1)
Adita Bio Sys Private Limited (“Adita”)</td></tr>
<tr><td></td><td>Name of the related party</td><td>Spring Labs, the partnership Firm (“Spring”).</td></tr>
<tr><td>1.</td><td>Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.</td><td>There is no bidding process for the proposed transaction.</td></tr>
<tr><td>2.</td><td>Basis of determination of price.</td><td>Pricing shall be determined based on prevailing market prices or third-party quotations or cost-plus appropriate margins depending on the nature of the transaction.</td></tr>
<tr><td rowspan="4">3.</td><td colspan="2">In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:</td></tr>
<tr><td>a. Amount of Trade advance</td><td rowspan="3">NA</td></tr>
<tr><td>b. Tenure</td></tr>
<tr><td>c. Whether same is self-liquidating?</td></tr>
<tr><td colspan="3">B(5). Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary</td></tr>
</table>

S.N	Name of the subsidiary of the Company	Related Party (3) Adita Bio Sys Private Limited (“Adita”)
	Name of the related party	**Moki financial services, the partnership firm (“Moki”)**
1.	Material covenants of the proposed transaction	The proposed transaction relates to a loan to be availed by Adita Bio Sys Private Limited ("Adita"), a subsidiary of the Company, from Moki Financial Services, a partnership firm ("Moki") and a related party of the Company, for an amount not exceeding Rs 15 Crore. The loan shall carry an interest rate of 12.00% per annum and shall be repayable on demand, in accordance with the terms and conditions of the loan agreement. The loan is proposed to meet the business, operational and working capital requirements of Adita and shall be governed by the definitive loan documentation, in compliance with the applicable provisions of the Companies Act, 2013 and other applicable laws.
2.	Interest rate (in terms of numerical value or base rate and applicable spread)	12.00 % P.a.
3.	Cost of borrowing Note: This shall include all costs associated with the borrowing	NA
4.	Maturity / due date	Repayable on demand
5.	Repayment schedule & terms	Repayment of the loan, along with payment of interest, shall be made either by way of bullet repayment or in tranches, in accordance with the terms of the agreement and within the stipulated tenure
6.	Whether secured or unsecured	Unsecured
7.	If secured, the nature of security & security coverage ratio	NA
8.	The purpose for which the funds will be utilized by the listed entity / subsidiary	These funds will be utilised for their business and to meet the working capital requirements as decided by the Board of Directors of the Company

S.N	Name of the subsidiary of the Company	**Related Party (3)** Adita Bio Sys Private Limited ("Adita")
	Name of the related party	**Moki financial services, the partnership firm ("Moki")**
1.	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements	
	a. Before transaction	0.08
	b. After transaction	1.04
2.	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements	
	a. Before transaction	0.01
	b. After transaction	0.00

Annexure III

Additional information on Directors recommended for reappointment as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards issued by ICSI:

Name of the Director	Ms. Mini Manikantan
DIN	09663184
Date of Birth (Age)	November 22, 1984 (41 years)
Qualifications	Master in Business Management and Administration - specialized in Advanced finance, accounting, taxation, Banking and Insurance. Master in Human Rights
Experience and Expertise in Specific Functional Areas	18 years of experience in the field of Pharmaceutical industry - preclinical, clinical, manufacturing and business operations which includes business development, project management, quality assurance, supply chain management, production management with deliverables and revenue generation.
Directorships held in other Companies in India.	NIL
Membership / Chairmanship of Committees of other Board	NIL
Name of listed companies from which the person has resigned in past 3 years	NIL
Relationship with other Directors and KMP	None of the Directors and Key Managerial Personnel is related to Ms. Mini Manikantan
No of shares held in the Company (% to total capital)	1,00,000 Equity shares (0.28%)
Terms and Conditions of Appointment	As per the resolution in Item no. 2 of this Notice.
Details of Remuneration sought to be paid	Rs. 39,00,000 p.a.
Remuneration last Drawn	Rs. 29,25,000 p.a.

Date of First Appointment / Re-appointment on the Board	Ms. Mini Manikantan was first appointed by the Board on July 09, 2022, and was subsequently re-appointed by the Members on with effect from July 09, 2025.
Number of Meetings of the Board attended during the Year	During the year, Ms. Mini Manikantan has attended 6 out 6 Board meetings.
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	Not Applicable

By Order of the Board of Directors

For Pharmaids Pharmaceuticals Limited

Sd/-

Prasanna Subramanya Bhat

Company Secretary and Compliance Officer

Membership No: A48828

Bengaluru, August 12, 2026