



STRIDES PHARMA SCIENCE LIMITED

CIN: L24230MH1990PLC057062

Regd. Office: 201, 'Devavrata', Sector – 17, Vashi, Navi Mumbai – 400 703.

Tel No.: +91 22 2789 2924/ 2789 3199

Corp. Office: 'Strides House', Bilekahalli, Bannerghatta Road, Bengaluru – 560 076.

Tel No.: +91 80 6784 0000/ 6784 0290

Website: www.strides.com; Email: investors@strides.com

Dear Shareholders,

Sub: Invitation to attend the Thirty-First Annual General Meeting of the Company to be held on Friday, September 9, 2022

You are cordially invited to attend the Thirty-First Annual General Meeting (AGM) of the Company scheduled to be held on **Friday, September 9, 2022 at 12:30 hrs IST** through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM). Notice convening the AGM is enclosed herewith.

To enable ease of participation, please find below key details regarding the meeting:

| # | Particulars | Details |
|----|---|--|
| 1. | Link for live webcast of the AGM & for participation through VC | https://emeetings.kfintech.com/ |
| 2. | Link for remote e-voting | https://evoting.kfintech.com/ |
| 3. | User Name & Password for VC | Shareholders may attend the AGM through VC by accessing the link https://emeetings.kfintech.com OR by using the remote e-voting credentials. Please refer the instructions of this Notice for further information. |
| 4. | Cut-off date for e-voting | Friday, September 2, 2022 |
| 5. | Time period for remote e-voting | Starts from 09:00 hours IST on Monday, September 5, 2022 and; Ends on Thursday, September 8, 2022 at 17:00 hours IST. |
| 6. | Link for Shareholders to temporarily update e-mail address | https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx |



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| 7. | Contact details of Registrar & Share Transfer Agent (RTA) | KFin Technologies Limited (formerly known as KFin Technologies Private Limited) Mr. Raju S.V, Dy. Vice President/ Mr. Mohan Kumar A, Manager |
| 8. | Helpline number for VC participation and e-voting | Toll Free No.: 1800 309 4001 E-mail: inward.ris@kfintech.com ; and evoting@kfintech.com |
| 9. | Scrutinizer Details | Mr. Binoy Chacko (Membership No. FCS: 4792 and CP: 4221), Partner of M/s. Joseph and Chacko LLP, Company Secretaries, Bengaluru. Email: binoy@jandc.in |
| 10. | Strides' contact details | Email: investors@strides.com Tel No.: +91 80 6784 0732/ 0734 |

Best Regards,

For **Strides Pharma Science Limited**

Sd/-

Manjula Ramamurthy

Company Secretary

Date: May 24, 2022

Place: Bengaluru



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Website: www.strides.com; Email: investors@strides.com

NOTICE is hereby given that the **Thirty-first Annual General Meeting (AGM)** of the Shareholders of the Company will be held on **Friday, September 9, 2022**, at **12:30 hrs IST** through Video Conference (VC)/ Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS

Item 1: Adoption of Audited Financial Statements for the Financial Year ended March 31, 2022

To receive, consider, approve and adopt:

- a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of Board of Directors and Auditors thereon; &
- b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, and the Report of Auditors thereon.

Item 2: Re-appointment of Mr. Badree Komandur, retiring director, as an Executive Director

Mr. Badree Komandur retires by rotation and being eligible, offers himself for re-appointment as an Executive Director of the Company.

Relevant details pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India is annexed to this Notice.

Item 3: Re-appointment of M/s. B S R & Co. LLP as Statutory Auditors of the Company

It is proposed to re-appoint M/s. B S R & Co. LLP ("BSR"), Chartered Accountants, as Statutory Auditors of the Company for a second term of five years from the conclusion of the 31st AGM until the conclusion of the 36th AGM of the Company, on such remuneration as may be determined by the Board of Directors of the Company, in consultation with the Audit Committee and the Auditors.

To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

“RESOLVED that pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and pursuant to the recommendations of the Audit Committee and Board of Directors, consent of the Shareholders of the Company be and is hereby accorded to re-appoint M/s. B S R & Co. LLP (Firm registration number-101248W/W-100022) as Statutory Auditors of the Company for a second term of 5 (five) years commencing from the conclusion of the 31st Annual General Meeting (AGM) until the conclusion of the 36th AGM of the Company, at such remuneration and reimbursement of out-of-pocket expenses as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors



of the Company and the Statutory Auditors, from time to time.

RESOLVED FURTHER that any Director or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to execute and deliver all such necessary documents for the purpose of giving effect to the aforesaid resolution.”

SPECIAL BUSINESS

Item 4: Remuneration payable to M/s. Rao, Murthy & Associates, Cost Auditors of the Company for the financial year ended March 31, 2022

To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution:**

“**RESOLVED** that pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. Rao, Murthy & Associates, Cost Accountants (Firm Registration No.: 000065), appointed as Cost Auditors by the Board of Directors to audit the cost records of the Company for the financial year ended March 31, 2022, be paid a remuneration not exceeding Rs. 3.50 Lakhs plus out-of-pocket expenses and applicable taxes.

RESOLVED FURTHER that any Director or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to execute and deliver all such necessary documents for the purpose of giving effect to the aforesaid resolution.”

By Order of the Board
For Strides Pharma Science Limited
Sd/-
Manjula Ramamurthy
Company Secretary

Place: Bengaluru
Date: May 24, 2022

DISCLOSURE FOR ITEM 2 OF THE NOTICE UNDER REGULATION 36 OF THE SEBI LISTING REGULATIONS & SECRETARIAL STANDARD ON GENERAL MEETINGS

Item 2: Re-Appointment of Mr. Badree Komandur, retiring director, as an Executive Director

Relevant details pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, is as under:

| | |
|--|--|
| Name of the Director | Mr. Badree Komandur |
| DIN | 07803242 |
| Age | 51 years |
| Date of first appointment on the Board | May 18, 2017 |
| Brief resume, Qualification(s), Experience & Nature of expertise in specific function | <p>Mr. Badree Komandur is the Executive Director - Finance & Group Chief Financial Officer of the Company and is associated with Strides since February 2010.</p> <p>He holds a degree in Commerce from the University of Madras and is a Member of the Institute of Chartered Accountants of India (ICAI), the Institute of Company Secretaries of India (ICSI) and the Institute of Cost and Works Accountants of India (ICWAI).</p> <p>Badree has over 27 years of rich and comprehensive experience in Corporate Finance & Taxation, Treasury & Forex Management, Mergers & Acquisitions, Debt Syndication, Fund Raising, Governance and Investor Relations Management.</p> <p>Prior to joining Strides, Badree had over 15 years of experience working in varied sectors including Information Technology and Engineering.</p> <p>At Strides, Badree is also a Member of the Risk Management Committee.</p> |
| Terms and conditions of Appointment or Reappointment | Badree was re-appointed as Executive Director – Finance & Group CFO of the Company at the Annual General Meeting held on August 20, 2020 for the second term of three years effective May 18, 2020, on the terms and conditions mentioned therein. |
| Details of remuneration sought to be paid | <p>Badree retires by rotation at the ensuing AGM and being eligible, offers himself for re-appointment as an Executive Director of the Company.</p> <p>Terms of re-appointment including remuneration shall be in line with the Shareholders approval of August 20, 2020.</p> |

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|---|---|
| Details of remuneration last drawn | <p>During FY22, as Executive Director of Strides, Badree was paid a remuneration of Rs. 46,047,299/- comprising of:</p> <ul style="list-style-type: none"> • Fixed Pay of Rs. 38,547,299/-; & • Variable pay of Rs. 7,500,000/- (relating to FY21). |
| Shareholding in Strides as at date of this Notice including shareholding as a beneficial owner | <p>Direct Shareholding: 25,000 equity shares representing 0.0278% of the paid-up equity share capital of the Company.</p> <p>Indirect shareholding: NIL</p> |
| Relationship with other directors, Managers and Key Managerial Personnel of the Company | None |
| Number of Board & Committee Meetings attended during the FY22 | Board Meetings: 9 out of 9; and Risk Management Committee Meetings: 2 out of 2 |
| Membership/ Chairmanship of the Committees of Strides | Risk Management Committee – Member |
| Directorship held in other Companies in India as at date of this Notice | NIL |
| Other Membership/ Chairmanship of Committees of the Boards as at date of this Notice | NIL |
| Name of the listed entities from which appointee has resigned in the past three years | NIL |



EXPLANATORY STATEMENT FOR ITEM 3 AND 4 OF THE NOTICE

(Pursuant to Section 102 of the Companies Act, 2013)

The following explanatory statement sets out all the material facts relating to the business mentioned under Items 3 and 4 of the accompanying Notice:

Item 3: Re-appointment of M/s. B S R & Co. LLP as Statutory Auditors of the Company

M/s. B S R & Co. LLP, Chartered Accountants (BSR), were appointed as Statutory Auditors of the Company at the Annual General Meeting (AGM) held on September 15, 2017 for a term of five years from the conclusion of the 26th AGM till the conclusion of the 31st AGM of the Company. Accordingly, BSR shall be completing their first term of five years at the forthcoming AGM of the Company.

In terms of Section 139(2) of the Companies Act, 2013, BSR is eligible for re-appointment as Statutory Auditors of the Company for a second term of five consecutive years.

About B S R & Co. LLP

B S R & Co. LLP is a member entity of B S R & Affiliates, a network registered with the Institute of Chartered Accountants of India (ICAI) and holds the 'Peer Review' certificate as issued by ICAI. BSR is a multi-disciplinary Audit Firm catering to various clients in diverse sectors viz., FMCG, Hospitality, Banking, IT, Biopharmaceuticals, Chemicals, Cement, Pharmaceuticals, Automotive, etc.

Proposal for Re-appointment

BSR audits other pharma companies and has team who has in-depth knowledge and understanding of the Pharma sector.

During their first term with Strides, they have seamlessly conducted the quarterly limited reviews and annual audit activities and deployed a pool of well qualified and experienced professionals for handling Strides' audit activities. BSR also coordinates with the component auditors of other group entities in India and Overseas for ensuring timely closure of reviews and audit activities.

Considering the above and after evaluating various factors such as industry experience, competency of audit team, efficiency in conduct of audit, independence etc., the Board of Directors of the Company based on the recommendation of the Audit Committee, at its meeting held on May 24, 2022, proposed the re-appointment of BSR as the Statutory Auditors of the Company, for a second term of five years i.e., from the conclusion of the 31st AGM till the conclusion of the 36th AGM of the Company to be held in the year 2027, subject to the approval of the Shareholders of the Company.

The Company has received relevant consent and confirmations from BSR in this regard.

Remuneration payable to BSR by the Company and its subsidiaries on a consolidated basis for the financial year ended March 31, 2022 is Rs. 33.96 Million (excluding out-of-pocket expenses and applicable taxes).

For FY23, remuneration of BSR is expected to be at similar levels, with necessary increase based on the scope of work related to the Standalone and Consolidated Financial Statements of the Company and its subsidiaries.

Remuneration of BSR shall be as mutually agreed between the Company and the Auditors, subject to the approval of the Audit Committee and Board of Directors of the Company.



Board recommends passing of the proposed resolution as stated in Item 3 as an Ordinary Resolution and requests Shareholders' approval for the same.

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

Item 4: Remuneration payable to M/s. Rao, Murthy & Associates, Cost Auditors of the Company for the financial year ended March 31, 2022

Board of Directors of the Company, based on the recommendation of Audit Committee had approved the appointment of M/s. Rao, Murthy & Associates, Cost Accountants, (Firm Registration No.: 000065) as Cost Auditors of the Company for the financial year ended March 31, 2022 at a remuneration not exceeding Rs. 3.50 Lakhs plus out-of-pocket expenses and applicable taxes.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof) any remuneration payable to Cost Auditors has to be approved/ ratified by the Shareholders of the Company.

Accordingly, Board recommends passing of the proposed resolution as stated in Item 4 as an Ordinary Resolution and requests Shareholders' approval for the same.

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

**By Order of the Board
For Strides Pharma Science Limited
Sd/-
Manjula Ramamurthy
Company Secretary**

Place: Bengaluru
Date: May 24, 2022



NOTES

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 with respect Items 3 and 4 forms part of the Notice.

Board of Directors of the Company on May 24, 2022, considered the special business under Item 4 as unavoidable and to be transacted at the AGM of the Company.

2. In view of continuing COVID-19 pandemic, the Ministry of Corporate Affairs (MCA), Government of India, vide its General Circular No. 14/ 2020 dated April 8, 2020, General Circular No. 17/ 2020 dated April 13, 2020, General Circular No. 20/ 2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 20/ 2021 dated December 8, 2021, General Circular No. 2/ 2022 dated May 5, 2022 (collectively “**General Circulars**”) issued by the Ministry of Corporate Affairs (the “**MCA**”) and Securities Exchange Board of India (SEBI) vide its circular no. SEBI/ HO/ CFD/ CMD1/ CIR/ P/ 2020/ 79 dated May 12, 2020, circular no. SEBI/ HO/ CFD/ CMD 2/ CIR/ P/ 2021/ 11 dated January 15, 2021, and circular no. SEBI/ HO/ CFD/ CMD2/ CIR/ P/ 2022/ 62 dated May 13, 2022 (collectively “**SEBI Circulars**”) have permitted companies to conduct General Meetings through Video Conference (VC) or Other Audio Visual Means (OAVM), subject to compliance of various conditions mentioned therein.
3. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) and General Circulars and SEBI Circulars, AGM of the Company is being held through VC/ OAVM. Shareholders can attend and participate in the AGM through VC/ OAVM only.

In compliance with the MCA Circulars, Notice of the 31st AGM along with the Annual Report for FY22, are being sent only through electronic mode to those Shareholders whose email ids are registered with the Company/ Depositories/ Depository Participants/ RTA. The communication of assent/ dissent of the Shareholders shall only take place through remote e-voting system.

Shareholders may note that the Notice of the AGM shall also be available on the Company’s website www.strides.com and websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFin Technologies Limited (Formerly known as KFin Technologies Private Limited) (“**KFintech/ RTA**”) at <https://evoting.kfintech.com>.

Shareholders who require print copy of the Annual Report may write to the RTA/ Company at einward.ris@kfintech.com or investors@strides.com.

Deemed venue for the AGM shall be Registered Office of the Company.

Company has appointed M/s. KFin Technologies Limited (Formerly known as KFin Technologies Private Limited), Registrars and Transfer Agents of the Company, to provide VC/ OAVM facility for AGM of the Company.

General instructions for accessing and participating in the AGM through VC/ OAVM Facility and voting through electronic means including remote e-voting is enclosed as **Annexure 1**.

4. **AGM Live Webcast and two-way conference Facility**

Pursuant to Regulation 44 of SEBI Listing Regulations and para 3 Clause A (III) of General Circular No. 14/ 2020 dated April 8, 2020 issued by MCA, Government of India, the Company has made arrangements for two-way live webcast of the proceedings of AGM.



Details of the webcast link shall be made available on the website of the Company at www.strides.com.

Facility for joining the AGM through VC/ OAVM shall be open 30 minutes before the scheduled time for commencement of AGM and shall be closed 30 minutes after such scheduled time.

5. In view of AGM being held by VC/ OAVM

- i) physical attendance of Shareholders has been dispensed with;
- ii) the facility for appointment of proxies by the Shareholders shall not be available for the AGM and hence Proxy Form and Attendance Slip are not annexed to this Notice;
- iii) Shareholders attending the AGM through VC shall be counted for the purpose of reckoning quorum under Section 103 of the Act; and
- iv) route map for the location of the meeting is also not provided.

6. E-voting

In compliance with the provisions of Section 108 of the Act read with Relevant Rules, Secretarial Standard on General Meetings (“SS-2”), Regulation 44 of the SEBI Listing Regulations and MCA General Circulars, the facility for remote e-voting and e-voting in respect of the businesses to be transacted at the AGM is being provided by the Company through KFintech.

General instructions for accessing and participating in the AGM through VC/ OAVM Facility and voting through electronic means including remote e-voting is enclosed as **Annexure 1**.

7. KYC Updation

To prevent fraudulent transactions, Shareholders are advised to exercise due diligence and notify the Company of any change in address or demise of any Shareholder as soon as possible.

Shareholders are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant(s) and holdings should be verified from time to time.

Non-Resident Indian Shareholders are requested to inform RTA/ respective Depository participants, immediately of any:

- a) Change in their residential status on return to India for permanent settlement; and
- b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

Furnishing of PAN, KYC details and Nomination by holders of physical securities

SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market.

Shareholders holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s).



Further, SEBI vide their Circular dated November 3, 2021 and December 14, 2021 has mandated furnishing of PAN, email address, mobile number, bank account details and nomination by holders of physical securities.

Effective January 1, 2022, RTA/ Company shall consider any service request such as transfer, transmission, issue of duplicate share certificates, renewal/ exchange of share certificates, consolidation of folios etc., only upon registration of the PAN, Bank details and Nomination.

Freezing of Folios without PAN, KYC details and Nomination

- a. **From April 1, 2023** - Folios wherein any one of the said document/ details are not available shall be frozen and such folios shall not be eligible to lodge grievance or avail service request from the RTA and for receipt of dividend in physical mode. However, upon updation of documents/ details as detailed above, services from RTA shall resume.
- b. **After December 31, 2025**, the frozen folios shall be referred by RTA/ Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/ or Prevention of Money Laundering Act, 2002.

Shareholders who have not updated their details as above are requested to furnish the documents/ details, as per the table below, to the Registrars & Transfer Agents M/s KFin Technologies Limited (Formerly known as KFin Technologies Private Limited) at their earliest convenience:

| # | Particulars | Please furnish details in |
|---|-----------------------------------|---------------------------|
| 1 | PAN | Form No. ISR-1 |
| 2 | Address | |
| 3 | Email address | |
| 4 | Mobile Number | |
| 5 | Demat account details | |
| 6 | Bank account details | |
| 7 | Nomination details | Form: SH-13 |
| 8 | Declaration to opt out nomination | Form: ISR-3 |

The aforesaid forms can be downloaded from the website of the Company and RTA at:
https://www.strides.com/Shareholders_service_request.html and
https://ris.kfintech.com/clientservices/isc/default.aspx#isc_download_hrd

You are requested to forward the duly filled in and executed documents along with the related proofs as mentioned in the respective forms to the following address:

KFin Technologies Limited

(Formerly known as KFin Technologies Private Limited),

Unit: Strides Pharma Science Limited

Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda,
Hyderabad – 500 032

E-mail: inward.ris@kfintech.com

8. Transfer of Shares

In terms of the SEBI Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from April 1, 2019.



Further, as an ongoing measure to enhance ease of dealing in securities by investors, SEBI vide its Circular of January 25, 2022, has mandated listed companies to issue securities in demat form only while processing service requests such as transfer, transmission, issue of duplicate share certificates, renewal/ exchange of share certificates, consolidation of folios etc.

In terms of the Circular,

1. Claimant/ Securities Holder shall submit their request in Form ISR-4 (hosted on website of Company and RTA) along with requisite documents and details;
2. RTA shall verify the request and documents submitted and thereafter issue a **Letter of Confirmation (LoC)** in lieu of physical securities certificates to the Claimant/ Securities Holder within 30 days of receipt of such request;
3. LoC shall be valid for a period of 120 days from the date of its issuance;
4. Claimant/ Securities Holder to make a request to the Depository Participant for dematerializing the said securities;
5. In case the Claimant/ Securities Holder fails to submit the demat request within the prescribed period, such shares shall be credited to the Suspense Escrow Demat Account of the Company.

9. Email Registration

Shareholders who have not registered their email IDs with the Depository Participants, are requested to register their email IDs with their Depository Participants in respect of shares held in electronic form and in respect of shares held in physical form, are requested to submit their request with their valid e-mail address to RTA in Form ISR-1 (form available on the website of the Company and RTA) to einward.ris@kfintech.com or investors@strides.com for receiving all the communications including notices, letters etc., in electronic mode from the Company.

10. Unclaimed Dividends and Transfer of Dividend and Shares to Investor Education & Protection Fund (IEPF)

In accordance with the provisions of Sections 124 and 125 of Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, dividends not encashed/ claimed within seven years from the date of declaration are to be transferred to the Investor Education and Protection Fund (IEPF) Authority.

The IEPF Rules mandate companies to transfer shares of Shareholders whose dividends remain unpaid/ unclaimed for a continuous period of seven years to the demat account of IEPF Authority. Shareholders whose dividend/ shares are transferred to the IEPF Authority can claim their shares/ dividend from the Authority.

In accordance with the IEPF Rules, Company had sent notices to all the Shareholders whose shares were due to be transferred to the IEPF Authority and simultaneously published newspaper advertisements.

In terms of the provisions of IEPF Rules, Rs. 1,07,64,053/- of unpaid/ unclaimed dividends and 6,440 shares were transferred during the FY22 to IEPF.

The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on March 31, 2021, on the Company's website.



11. Inspection of Documents

All documents referred to in the accompanying Notice of the AGM and the Explanatory Statement shall be available for inspection electronically. Shareholders seeking to inspect the above documents can send an email to investors@strides.com.

In addition, following documents shall also be available for inspection electronically:

- Certificate from the Secretarial Auditor relating to the Company's Stock Options under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
- Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Companies Act, 2013.

Members seeking to inspect the above documents can send an email to investors@strides.com

12. Scrutinizer for the AGM

Mr. Binoy Chacko (Membership No. FCS: 4792 and CP: 4221), Partner of M/s. Joseph and Chacko LLP, Company Secretaries, Bengaluru, has been appointed as the Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM in a fair and transparent manner.

Scrutinizer shall submit his report to the Chairman or the Company Secretary of the Company after the completion of scrutiny. Results of the Meeting along with Scrutinizer Report shall be declared by the Chairman or the Company Secretary of the Company **on or before Tuesday, September 13, 2022** and shall also be placed on the Company's website and on the website of KFintech at <https://evoting.kfintech.com>.

**General instructions for accessing and participating in the AGM through Video Conference/
Other Audio-Visual Means (VC/ OAVM) Facility and voting through electronic means
including remote e-voting**

I PROCEDURE FOR REMOTE E-VOTING

- 1) In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI circular no. SEBI/ HO/ CFD/ CMD/ CIR/ P/ 2020/ 242 dated December 9, 2020 in relation to e-voting Facility provided by Listed Entities, Shareholders are provided with the facility to cast their vote electronically, through the e-voting services provided by KFin Technologies Limited (Formerly, KFin Technologies Private Limited) (KFintech), on all the resolutions set forth in this Notice.

Instructions for e-voting is provided in Note 5 below.

- 2) **Remote e-voting period** commences on Monday, September 5, 2022 at 09:00 hrs IST and ends on Thursday, September 8, 2022 at 17:00 hrs IST.

Voting rights of the Shareholders shall be in proportion to their shares in the paid-up equity share capital of the Company as on the **cut-off date, Friday, September 2, 2022.**

- 3) 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”, e-voting process has been enabled for all the **individual demat account holders**, by way of single login credential, through their demat accounts/ websites of Depositories/ Depository Participants in order to increase the efficiency of the voting process. Shareholders are advised to update their mobile number and e-mail ID with their Depository Participants to access e-voting facility.

Individual Shareholders holding shares of the Company in physical form may obtain the login ID and password by sending a request at evoting@kfintech.com or inward.ris@kfintech.com.

However, if they are already registered with KFintech for remote e-voting, then they can use their existing User ID and password for casting the vote.

Non-individual Shareholders who are already registered with KFintech for remote e-voting, can use their existing User ID and password for casting their vote.

- 4) **Cut-off date for dispatch of AGM Notice** to the Shareholders is Friday, August 12, 2022.

In case of **Individual Shareholders** holding securities in demat mode and who acquires shares of the Company and becomes a shareholder of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned in Item 5.1 below under “Login method for remote e-voting and joining virtual meetings for Individual Shareholders holding securities in demat mode.”

Non-individual Shareholders, who acquires shares of the Company and becomes a shareholder after sending of the Notice, may obtain the login ID and password by sending a request at inward.ris@kfintech.com or evoting@kfintech.com.



However, if they are already registered with KFintech for remote e-voting, then they can use their existing User ID and password for casting the vote.

- 5) The details of the **process and manner for remote e-voting and e-AGM** are explained herein below:

Step 1: Access to Depositories e-voting system in case of individual Shareholders holding shares in demat mode.

Step 2: Access to KFintech e-voting system in case of Shareholders holding shares in physical form and non-individual Shareholders in demat mode.

Step 3: Access to join virtual meetings (e-AGM) of the Company on KFintech system to participate e-AGM and vote at the AGM.

5.1) **Details on Step 1 are mentioned below:**

Login method for remote e-voting for Individual Shareholders holding securities in demat mode.

Individual Shareholders holding securities in demat mode with NSDL

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| 1. | <p>Users already registered for IDeAS facility</p> <p>(i) Visit URL: https://eservices.nsdl.com</p> <p>(ii) Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section.</p> <p>(iii) On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-voting”</p> <p>(iv) Click on company name or e-voting service provider and you will be re-directed to e-voting service provider website for casting the vote during the remote e-voting period.</p> |
| 2. | <p>Users not registered for IDeAS e-Services</p> <p>(i) To register click on link : https://eservices.nsdl.com</p> <p>(ii) Select “Register Online for IDeAS” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>(iii) Proceed with completing the required fields.</p> <p>(iv) Follow steps given in point no. 1 above.</p> |
| 3. | <p>Users may alternatively vote by directly accessing the e-voting website of NSDL</p> <p>(i) Open URL: https://www.evoting.nsdl.com/</p> <p>(ii) Click on the icon “Login” which is available under ‘Shareholder/ Member’ section.</p> |

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| | <p>(iii) A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</p> <p>(iv) Post successful authentication, you will be requested to select the name of the company and the e-voting Service Provider name, i.e., KFintech.</p> <p>(v) On successful selection, you will be redirected to KFintech e-voting page for casting your vote during the remote e-voting period.</p> |
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Individual Shareholders holding securities in demat mode with CDSL

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|-----------|---|
| 1. | <p>Users who have opted for Easi / Easiest</p> <p>(i) Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com</p> <p>(ii) Click on New System Myeasi</p> <p>(iii) Login with your registered user id and password.</p> <p>(iv) The user will see the e-voting Menu. The Menu will have links of ESP i.e. KFintech e-voting portal.</p> <p>(v) Click on e-voting service provider name to cast your vote.</p> |
| 2. | <p>Users not registered for Easi/Easiest</p> <p>(i) Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>(ii) Proceed with completing the required fields.</p> <p>(iii) Follow the steps given in point no. 1 above.</p> |
| 3. | <p>Users may alternatively vote, by directly accessing the e-voting website of CDSL</p> <p>(i) Visit URL: www.cdslindia.com</p> <p>(ii) Provide your demat Account Number and PAN No.</p> <p>(iii) System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p> <p>(iv) After successful authentication, user will be provided links for the respective ESP, i.e., KFintech where the e- Voting is in progress.</p> |

Individual Shareholders login through their demat accounts/ Website of Depository Participant

- (i) Shareholders may login using the login credentials of the demat account through their Depository Participants registered with NSDL /CDSL for e-voting facility.
- (ii) Once logged-in, Shareholders will be able to see e-voting option.

On clicking e-voting option, Shareholders will be redirected to NSDL / CDSL Depository site after successful authentication, wherein Shareholders can see e-voting feature.

- (iii) Click on options available against company name or e-voting service provider – KFintech and Shareholders will be redirected to e-voting website of KFintech for casting their vote during the remote e-voting period without any further authentication.

Important note

Shareholders who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at above mentioned websites.

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

| Login type | Helpdesk details |
|---------------------------|---|
| Securities held with NSDL | Please 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 |
| Securities held with CDSL | Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com ; OR Call at 022-23058738 or 022-23058542-43 |

5.2) Details on Step 2 are mentioned below:

Login method for Shareholders holding shares in physical form and non-individual Shareholders in demat mode

- (A) Shareholders whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:
 - i) Launch internet browser by typing the URL: <https://evoting.kfintech.com/>
 - ii) Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.

- iii) After entering these details appropriately, click on “LOGIN”.
- iv) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v) You need to login again with the new credentials.
- vi) On successful login, the system will prompt you to select the “EVEN” i.e., “STRIDES PHARMA SCIENCE LIMITED - AGM” and click on “Submit”
- vii) On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/ AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/ AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Shareholders does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- viii) Shareholders holding multiple folios/ demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix) Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x) You may then cast your vote by selecting an appropriate option and click on “Submit”.
- xi) A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Shareholders can login any number of times till they have voted on the Resolution(s).
- xii) Corporate/ Institutional Shareholders (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., authorizing its representative to attend the AGM through VC/ OAVM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id: binoy@jandc.in with a copy marked to evoting@kfintech.com.

The scanned image of the above-mentioned documents should be in the naming format “Corporate Name_EVEN No.”

- (B) Shareholders whose email IDs are not registered with the Company/ Depository Participants(s), and consequently the Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

- i) Shareholders who have not registered their email address and in consequence, the Notice of AGM and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFintech, by accessing the link:

<https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx>

Shareholders are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, Shareholders may write to einward.ris@kfintech.com.

- ii) Alternatively, Shareholders may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Notice of AGM and the e-voting instructions.
- iii) After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

5.3) Details on Step 3 are mentioned below:

Instructions for attending the AGM of the Company through VC/ OAVM and e-voting during the meeting.

- i) Shareholders shall be provided with a facility to attend the AGM through VC/ OAVM platform provided by KFintech. Shareholders may access the same at <https://emeetings.kfintech.com/> by using the e-voting login credentials provided in the email received from the Company/ KFintech.

After logging in, click on the Video Conference tab and select the EVEN of the Company.

Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the Shareholders who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned above.

- ii) Facility for joining the AGM through VC/ OAVM will be open 30 minutes before the scheduled time for commencement of AGM and shall be closed 30 minutes after such scheduled time.
- iii) Shareholders are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
- iv) Shareholders will be required to grant access to the webcam to enable VC/ OAVM. Further, Shareholders connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/ Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- v) Shareholders who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC/ OAVM platform. The Shareholders may click on the voting icon displayed on the screen to cast their votes.



- vi) A shareholder can opt for only single mode of voting i.e., through remote e-voting or e-voting at the AGM.

If a shareholder cast votes by both modes, then voting done through remote e-voting shall prevail and voting at the AGM shall be treated as invalid.

- vii) Facility of joining the AGM through VC/ OAVM shall be available for at-least 1,000 Shareholders on first come first served basis.
- viii) However, the above restriction shall not be applicable to Shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel(s), the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Scrutinizers etc.
- ix) Institutional Shareholders are encouraged to attend and vote at the AGM through VC/ OAVM.

II OTHER INSTRUCTIONS

1) Speaker Registration

Shareholders who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit <https://emeetings.kfintech.com> and login through the user id and password provided in the mail received from Kfintech.

On successful login, select 'Speaker Registration' which will be open from Monday, September 5, 2022 upto Wednesday, September 7, 2022.

Shareholders shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Shareholders who have registered themselves, depending on the availability of time for the AGM.

2) Post your Question

Shareholders who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com>.

Please login through the user id and password provided in the mail received from Kfintech.

On successful login, select 'Post Your Question' option.

- 3) In case of any query and/ or grievance, in respect of voting by electronic means, Shareholders may refer to the Help & Frequently Asked Questions (FAQs) and e-voting user manual available at the 'Download' section of <https://evoting.kfintech.com> or may contact to Mr. Raju S.V, Deputy Vice President/ Mr. Mohan Kumar A, Manager of KFin Technologies Limited, Selenium Building, Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500032 or Email at inward.ris@kfintech.com or evoting@kfintech.com or call KFinTech's toll free No. 1-800-309-4001 for any further clarifications.

- 4) Only bonafide Shareholders of the Company whose names appear on the Register of Shareholders, will be permitted to attend the meeting through VC/ OAVM.



The Company reserves its right to take all necessary steps as may be deemed necessary to restrict non-Shareholders from attending the meeting.

- 5) Shareholders whose names appear in the Register of Shareholders/ list of Beneficial Owners as on Friday, September 2, 2022, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice.

In case of Joint Holders attending the AGM, only such Joint Holder who is named first in the order of names will be entitled to vote.

A person who is not a shareholder as on the cut-off date should treat this Notice for information purposes only.

Once the vote on a Resolution(s) is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

- 6) In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/ she may obtain the User ID and Password in the manner as mentioned below:

If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number + Folio No. or DP ID Client ID to 9212993399

Example for NSDL:

MYEPWD <SPACE> IN12345612345678

Example for CDSL:

MYEPWD <SPACE> 1402345612345678

Example for Physical:

MYEPWD <SPACE> XXXX1234567890

If e-mail address or mobile number of the member is registered against Folio No./ DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.

Members who may require any technical assistance or support before or during the AGM are requested to contact KFintech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com.

- 7) Shareholders are requested to apply for consolidation of folios, in case their holdings are maintained in multiple folios.
