



# ALIVUS LIFE SCIENCES LIMITED

(formerly Glenmark Life Sciences Limited)

Registered Office: Plot No 170-172 Chandramouli Industrial Estate, Mohol Bazarpeth, Solapur 413213, Maharashtra

Corporate Office: 4<sup>th</sup> floor, OIA House, 470, Cardinal Gracious Road, Andheri (E), Mumbai 400099

Tel No:- 91 22 6829 7979; CIN: L74900PN2011PLC139963

Website: [www.alivus.com](http://www.alivus.com); Email: [complianceofficer@alivus.com](mailto:complianceofficer@alivus.com)

Notice is hereby given that the fourteenth Annual General Meeting ("AGM") of the Company will be held on Monday, 8 September 2025, at 3.00 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the following business:

## ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the Audited Financial Statements for the Financial Year ended 31 March 2025 together with the reports of the Board and Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** the Audited Financial Statements for the Financial Year ended 31 March 2025 and the Reports of Board of Directors and the Auditors thereon be and the same are hereby received, considered and adopted."

2. To declare the final dividend on equity shares for the financial year ended 31 March 2025 and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** approval be and is hereby accorded for declaration and payment of final dividend of ₹ 5 (Rupees Five only) per equity share of the face value of ₹ 2 (Rupees Two) each fully paid up, of the Company, as recommended by the Board of Directors for the financial year ended 31 March 2025."

3. To appoint a Director in place of Mr. Vinod Naik (DIN: 03635487) who retires by rotation and being eligible, offers himself for re-appointment as per Section 152(6) of the Companies Act, 2013 and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of the Companies Act, 2013 and the Rules made thereunder, Mr. Vinod Naik (DIN: 03635487), aged 61 years, an Executive Director of the Company, who is liable to retire by rotation at this Annual General Meeting of the Company, and being eligible, has offered himself for re-appointment be and is hereby re-appointed as an Executive Director of the Company, liable to retire by rotation."

## SPECIAL BUSINESS:

4. To ratify the remuneration payable to M/s. Kirit Mehta & Associates, Cost Auditors (Firm Registration No. with ICAI: 000353), Cost Auditors of the Company for the financial year ending 31 March 2026 and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of ₹ 0.45 million plus applicable taxes and reimbursement of actual travel and out of pocket expenses as approved by the Board of Directors of the Company to be paid to M/s. Kirit Mehta & Associates, Cost Auditors of the Company for the conduct of the cost audit for the financial year ending 31 March 2026, be and is hereby ratified and confirmed."

5. To appoint M/s. Bhadresh Shah & Associates, a Practicing Company Secretary (Membership No.: A23847; COP No.: 15957 & Peer Review Certificate No.: 1917/2022), as the Secretarial Auditor of the Company and, in this regard, to consider and if

**thought fit, to pass the following resolution as an Ordinary Resolution:**

**"RESOLVED THAT** pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of 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 based on the recommendation of the Audit Committee and the Board of Directors of the Company, M/s. Bhadresh Shah & Associates, Practicing Company Secretary (Membership No.: A23847; COP No.:15957 & Peer Review Certificate No.: 1917/2022), be and is hereby appointed as the Secretarial Auditor of the Company, for a term of five consecutive years from financial year 2025-26 to financial year 2029-30, on such annual remuneration plus applicable taxes and reimbursement of out-of-pocket expenses as shall be fixed by the Board of Directors of the Company in consultation with the Secretarial Auditor.

**RESOLVED FURTHER THAT** the Board of Directors and/or the Company Secretary of the Company, be and are hereby authorised to settle any question, difficulty, or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, and things as may be necessary, expedient, and desirable for the purpose of giving effect to this resolution and for matters concerned or incidental thereto."

By Order of the Board

**For Alivus Life Sciences Limited**

(formerly Glenmark Life Sciences Limited)

**Rudalf Corriea**

**Company Secretary & Compliance Officer**

**ACS 27911**

**Registered Office:**

Plot No 170-172,  
Chandramouli Industrial Estate,  
Mohol Bazarpeth,  
Solapur 413213,  
Maharashtra

Place: Mumbai

Date: 1 August 2025

**NOTES:**

1. The relative Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ('the Act'), in respect of the businesses as set out in item Nos. 4 and 5 above and the relevant details of the Director seeking re-appointment under item No. 3 above as required by Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and as required under Secretarial Standards – 2 on General Meetings issued by The Institute of Company Secretaries of India is annexed hereto.
2. In accordance with the provisions of the Act, read with the Rules made thereunder and General Circular No. 09/2024 dated 19 September 2024, other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by SEBI ("the Circulars"), companies are allowed to hold AGM through video conference or other audio visual means ("VC/ OAVM") upto 30 September 2025, without the physical presence of members at a common venue. Accordingly, the AGM of the Company is being held through VC/ OAVM. The deemed venue for AGM shall be the Corporate Office of the Company.
3. In compliance with the provisions of the Act, SEBI Listing Regulations and the Circulars, the 14th AGM of the Members will be held through VC or OAVM. Hence, Members can attend and participate in the AGM through VC/ OAVM only.
4. The detailed procedure for participating in the meeting through VC/OAVM is annexed herewith (Refer serial no. 34) and the same will also be available at the website of the Company at [www.alivus.com](http://www.alivus.com).
5. In compliance with the aforesaid Circulars, notice of the AGM along with the Annual Report 2024-25 is being sent through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members holding shares in dematerialised form who have not updated their email addresses, are requested to contact their Depository Participant for updation of their email id. In case of any queries/ difficulties in registering the email address, Members may write to [complianceofficer@alivus.com](mailto:complianceofficer@alivus.com) or [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).
6. Members will be provided with a facility of electronic voting (e-voting) and for attending the AGM through VC/OAVM by the National Securities Depository Limited (NSDL) e-Voting system i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

7. Since this AGM is being held pursuant to the Circulars through VC/OAVM, physical attendance of Members at the venue of the AGM has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
8. Members can login and join 30 (Thirty) minutes prior to the scheduled time of meeting and window for joining shall be kept open till conclusion of the AGM.
9. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
10. Institutional/Corporate members are encouraged to attend and vote at the meeting through VC/OVAM. We also request them to send a duly certified copy of the Board Resolution authorizing their representative to attend the AGM through VC/OAVM and vote through remote e-voting on its behalf at [complianceofficer@alivus.com](mailto:complianceofficer@alivus.com) and [csbhadreshshah@gmail.com](mailto:csbhadreshshah@gmail.com), pursuant to Section 113 of the Act.
11. In case of joint holders participating at the AGM together, only such joint holder whose name appears higher in the order of names will be entitled to vote.
12. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act will be available for inspection by the Members in electronic mode during the AGM. Members who wish to inspect, may send their request through an email at [complianceofficer@alivus.com](mailto:complianceofficer@alivus.com) up to the date of AGM.
13. Members seeking any information with regard to accounts are requested to write to the Company Secretary at least ten days in advance, to enable the Company to keep the information ready.
14. The entire shares of the Company are held by the Members in dematerialized form. Accordingly, notes to Notice of AGM contain only those notes which are relevant for shareholders holding shares in dematerialized form and those customary notes which are relevant for shareholders holding shares in physical form has not been included. In case of any questions or clarifications relating to the AGM, you may reach out to the RTA at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).
15. SEBI, vide its circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/ CIR/2021/655, dated 03 November 2021, clarification vide circular no. SEBI/HO/

MIRSD/ MIRSD\_RTAMB/P/ CIR/2021/687, dated 14 December 2021 and circular no. SEBI/HO/MIRSD/ MIRSD\_RTAMB/P/CIR/2022/8 dated 25 January 2022 has simplified the process for investor service requests. Accordingly, the listed companies shall process the following service requests viz. issue of duplicate securities certificate; renewal/exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition in dematerialised form only. Members can contact the Company or the RTA, for assistance in this regard.

16. If a shareholder holding shares in physical form desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she/they may submit the same in the prescribed form. Shareholders holding shares in demat form who have not furnished nomination nor have submitted declaration for opting out of nomination, are required to register or opt out from nomination, as the case may be.
17. Accordingly, the members are advised to register their details with the RTA or DP's, in compliance with the aforesaid SEBI guidelines for smooth processing of their service requests and trading without any hindrance.
18. Members holding shares in Demat form, to update any of the details as mentioned above, should contact their depository participant.
19. Non-resident Indian shareholders are requested to inform immediately about the following to the Company or KFin or the concerned Depository Participant, as the case may be:
  - (a) The change in the residential status on return to India for permanent settlement.
  - (b) The particulars of the NRE Account with a Bank in India, if not furnished earlier.
20. Securities and Exchange Board of India ('SEBI') has directed companies to credit the dividends electronically to the Member's bank account. All Members who are yet to update their Bank details are requested to do the same, so that the dividend can be credited electronically. Members who hold shares in dematerialized form should inform their Depository Participant(s).
21. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in dematerialized form are therefore, requested to submit their PAN to their Depository Participant(s). The MCA has notified provisions relating to unpaid/ unclaimed dividend under Sections 124 and 125 of Act and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016.

As per these Rules, dividends which are not encashed / claimed by the shareholder for a period of seven consecutive years shall be transferred to the Investor Education and Protection Fund (IEPF) Authority. The new IEPF Rules mandate the companies to transfer the shares of shareholders whose dividends remain unpaid / unclaimed for a period of seven consecutive years to the demat account of IEPF Authority. Hence, the Company urges all the shareholders to encash/ claim their respective dividend during the prescribed period.

21. Members are requested to contact KFin/the Company for encashing the unclaimed dividends standing to the credit of their account.

22. In view of the 'Green Initiative in Corporate Governance' introduced by the MCA and in terms of the provisions of the Act, who have not registered their email ids with Depository Participant(s), are requested to register/update their email ids with their Depository Participant(s).

23. Members may note that the Notice of the AGM and Annual Report 2024-25 will also be available on the Company's website [www.alivus.com](http://www.alivus.com) and website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and also on website of the NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

24. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.

25. AGM Live Webcast Facility:

We are pleased to provide the facility of live webcast of proceedings of AGM. Members who are entitled to participate in the AGM can view the proceeding of AGM by logging on the website at <https://evoting.nsdl.com> by following the instructions mentioned in the notice below or on the website of the Company [www.alivus.com](http://www.alivus.com)

26. Pursuant to Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide the facility of remote e-voting to all the members as per applicable Regulations relating to e-voting. The complete instructions on e-voting facility provided by the Company is annexed to this Notice, explaining the process of e-voting with necessary user id and password. Members who have cast their vote by remote e-voting prior to the meeting may attend the meeting but will not be entitled to cast their vote again.

27. **The Company has fixed Monday, 1 September 2025 as Cut-off date for determining the eligibility of**

**Members entitled to vote at the AGM. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date. The remote e-voting shall remain open for a period of days commencing from Thursday, 4 September 2025, IST 9.00 a.m. to Sunday, 7 September 2025, IST 5.00 p.m. (both days inclusive). The remote e-voting module shall be disabled by NSDL for voting thereafter.**

28. Any person becoming a Member of the Company after the dispatch of the Notice convening the AGM and holding shares as on the cut-off date may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

29. The Company has appointed Mr. Bhadresh Shah, Practicing Company Secretary, proprietor of M/s Bhadresh Shah & Associates, Company Secretaries, Mumbai (ACS 23847; COP 15957) as Scrutinizer to scrutinize the e-voting process in fair and transparent manner.

30. The documents referred to in the Notice/ Explanatory Statement will be available for inspection by the members of the Company at the Corporate Office of the Company between 11:00 a.m. and 1:00 p.m., on any working day of the Company up to and including the date of the Meeting. Members who wish to seek inspection, may send their request through an email at [complianceofficer@alivus.com](mailto:complianceofficer@alivus.com) up to the date of AGM.

31. The Company has fixed **Monday, 1 September 2025** as the "Record Date" for determining entitlement of Members to final dividend for the financial year ended 31 March 2025, if approved at the AGM.

The dividend, if declared at the AGM, will be paid on or after Friday, 12 September 2025 to those persons:-

- whose names appear as beneficial owners as at the end of the business hours on Monday, 1 September 2025 in the list of beneficial owners to be furnished by NSDL and Central Depository Services (India) Limited (CDSL) in respect of the shares held in electronic form; and
- whose names appear as Members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company / Registrar and Share Transfer Agents viz M/s. KFin Technologies Limited. ("KFinTech").

In respect of shares held in electronic form, the dividend will be payable on the basis of the beneficial ownership as per details furnished by NSDL and CDSL, for this purpose.

**32. National Automated Clearing House (NACH):**

To avoid loss of dividend warrants in transit and undue delay in receipt of dividend warrants, the Company has provided NACH facility to the Members for the remittance of dividend.

- a) Members holding shares in physical form and desirous of availing this facility are requested to provide their latest bank account details (Core Banking Solutions Enabled Account Number, 9 digit MICR and 11 digit IFS Code), along with their Folio Number, to KFintech.
- b) Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the depository participant of the Members.

**33. TDS on Dividend paid to Shareholder**

**For Resident shareholder**

As per section 194 of Income Tax Act, 1961 every Company is required to deduct tax at source from dividend paid to resident shareholders as per prescribed rates. But no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during the Financial Year does not exceed ₹ 10,000.

Further, if the resident individual shareholder provides declaration in Form 15G/ Form 15H, no TDS shall be applicable.

TDS Rates applicable to Resident Shareholder: -

Shareholders having valid PAN	10% or as notified by the Government of India
Shareholders not having PAN / valid PAN / PAN not linked with Aadhaar, as applicable.	20% or as notified by the Government of India

**For Non Resident Shareholder**

As per Income Tax Act, 1961 the rate of withholding tax is 20% (plus applicable surcharge and cess). However, where a non-resident shareholder is eligible to claim the tax treaty benefit, and the tax

rate provided in the respective tax treaty is beneficial to the shareholder, then the rate as per the tax treaty would be applied. In order to avail tax treaty benefits, non-resident shareholders would be required to submit ALL the below documents:

- Tax Residency Certificate for FY 2025-26, the year in which the dividend is received (to be obtained from the Revenue / Tax authorities of the country of which the shareholder is resident)
- E-filed Form 10F as per the format specified under Income Tax Act, 1961
- Copy of PAN Card if available
- Self-declaration of beneficial ownership and not having a PE in India (For Foreign corporation; For individual non-residents)

All the aforesaid documents can be submitted at link <https://ris.kfintech.com/form15/default.aspx>.

Please note that the Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/withholding on the dividend amount. Application of beneficial DTAA Rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by the non-resident shareholder.

**For All Shareholders**

In accordance with rule 37BA of Income Tax Rules, where shares are held by intermediaries/ stock brokers, then such intermediaries/ stock brokers can provide the details of such beneficial shareholders along with self-declaration that the shareholders are the beneficial owners. Hence, the TDS will be applied by the Company on the PAN of the beneficial shareholders.

Please also note that in order to claim credit of TDS deducted by Alivus Life Sciences Limited, it is mandatory to have valid PAN updated at depository's register. The company shall not be held liable for unavailability of TDS credit due to invalid/incorrect PAN available in depository's record. Further, shareholder is required to submit relevant declarations/ documents mentioned above on or before Monday, 25 August 2025, in order to avail benefit of lower/Nil rate.

Forms are available on <https://ris.kfintech.com/form15/default.aspx>. Shareholders may also submit any other document as prescribed under the Income Tax Act to claim a lower / Nil withholding tax.

**34. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:**

In terms of SEBI circular dated 9 December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/ mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

**NSDL Mobile App is available on**



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
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. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**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
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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

- 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- 8. Now, you will have to click on "Login" button.
- 9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

- 1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
- 3. Now you are ready for e-Voting as the Voting page opens.
- 4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- 5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csbhadreshshah@gmail.com](mailto:csbhadreshshah@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/ Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to Mr. Sagar S. Gudhate, Senior Manager at [evoting@nsdl.com](mailto:evoting@nsdl.com)

#### Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [complianceofficer@alivus.com](mailto:complianceofficer@alivus.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [complianceofficer@alivus.com](mailto:complianceofficer@alivus.com). If you

are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated 9 December 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

#### THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted 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 in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/ AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

#### Instructions for members for attending the AGM through VC/OAVM are as under:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/ OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in

Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members 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 in the notice to avoid last minute rush.

2. For convenience and proper conduct of the AGM, Members will be allowed to login and join 30 minutes before and anytime thereafter till conclusion of AGM. The login facility will remain open throughout the proceedings. Members facing any technical issue in login before or during the AGM can contact NSDL helpdesk by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call at : 022-48867000.
3. Members are encouraged to join the Meeting through Laptops for better experience.
4. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. Please note that Participants 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.
6. As the Meeting is being conducted through VC/ OAVM, Members are encouraged to express their views/ send their queries in advance mentioning their name, DP Id / Client Id / Folio Number, and mobile number to [complianceofficer@alivus.com](mailto:complianceofficer@alivus.com) to enable smooth conduct of the Meeting. Queries received by the Company on the aforementioned Email Id by Monday, 25 August 2025, 5:00 P.M. IST shall only be considered and responded.
7. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP Id and Client Id / Folio No., mobile number at [complianceofficer@alivus.com](mailto:complianceofficer@alivus.com) on or before Monday, 25 August 2025, 5:00 P.M. IST. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM.
8. When a pre-registered speaker is invited to speak at the meeting but does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.
9. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the AGM.

# EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

## ITEM NO. 4 - Ordinary Resolution:

In pursuance of Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Board shall appoint an individual who is a Cost Accountant in practice or a Firm of Cost Accountants in practice as a Cost Auditor on the recommendation of the Audit Committee, which shall also recommend remuneration for such Cost Auditor. The remuneration recommended by Audit Committee shall be considered and approved by the Board and ratified by the shareholders of the Company.

On recommendation of Audit Committee at its meeting held on 15 May 2025, the Board at its meeting held on 15 May 2025 considered and approved appointment of M/s. Kirit Mehta & Associates, Cost Accountants, for the conduct of the cost audit of cost records of the Company at a remuneration of ₹ 0.45 million excluding applicable taxes and reimbursement of actual travel and out-of-pocket expenses for the Financial Year ending 31 March 2026. The Board, accordingly, recommends the passing of the ordinary resolution as set out at Item No. 4 of this Notice, for the approval of the Members.

None of the Directors and Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

## Item No. 5 - Ordinary Resolution:

In accordance with the provisions of Regulation 24A of the SEBI Listing Regulations from financial year 2025-26 onwards, the appointment of Secretarial Auditor is required to be approved by the members in the AGM and a term of Secretarial Auditor shall be five years. In compliance with the aforesaid provisions, on the recommendation of the Audit Committee, the Board of Directors recommends the appointment of M/s. Bhadresh Shah & Associates, Company Secretaries (Membership No.: A23847, COP No.:15957) as the Secretarial Auditors for a term of five (5) years commencing from FY 2025-26 up to FY 2029-30. The secretarial audit fees for FY 2025-26 will be ₹ 2,50,000/-

(Rupees Two Lacs Fifty Thousand Only) plus applicable taxes and reasonable out-of-pocket expenses. The fees for subsequent years of term, will be approved by the Board. In addition to the secretarial audit, M/s. Bhadresh Shah & Associates may provide such other permissible services from time to time as may be approved by the Board of Directors.

Mr. Bhadresh Shah is a qualified Company Secretary from the Institute of Company Secretaries of India having over sixteen (16) years of experience of working on diversified assignments in the field of secretarial and legal. Post working eight (8) years with eminent groups in Mumbai, he started his practice in the field of secretarial & legal matters in 2016. Over the period of last eight (8) years in practice, M/s. Bhadresh Shah & Associates offer a comprehensive and exhaustive range of professional knowledge-based services in the field of Corporate Laws & Compliances to their clients ranging from listed, unlisted public & private, medium & small-sized companies across varied sectors. Timely completion of their commitments and their service adds value to the achieving desired results for their clients. M/s. Bhadresh Shah & Associates has been servicing as the Secretarial Auditor and Scrutinizers of the Company since FY 2020. M/s. Bhadresh Shah & Associates have also confirmed their eligibility and independence under regulation 24A of SEBI Listing Regulations and have expressed their willingness to accept the appointment upon approval.

The Board recommends the resolution as set out in item no. 5 for approval of the members as an ordinary resolution.

None of the directors and key managerial personnel and/or their relatives are in any way, financially or otherwise, interested or concerned in this resolution.

By Order of the Board

**For Alivus Life Sciences Limited**

(Formerly Glenmark Life Sciences Limited)

**Rudalf Corriea**

**Company Secretary & Compliance Officer**  
**ACS 27911**

**Registered Office:**

Plot No 170-172,  
Chandramouli Industrial Estate,  
Mohol Bazarpath,  
Solapur 413213,  
Maharashtra

**Place:** Mumbai

**Date:** 1 August 2025

## ANNEXURE-A

Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2):

Full Name	Mr. Vinod Naik
Director Identification Number (DIN)	03635487
Date of Birth and Age	3 September 1963 61 years
Original Date of Appointment	21 October 2022
Qualification	Mr. Vinod Naik holds a bachelor's of science degree and a master's of science degree from the Karnataka University, Dharwad. He has also completed a master's program in business administration with a specialization in financial management from the National Institute of Management.
Expertise in specific functional areas and Experience	Mr. Vinod Naik is the Executive Director and Head of the Technical Operation and has been associated with the Company since March 12, 2020. He oversees the daily operations of the manufacturing plants such as production and manufacturing of APIs and intermediates. He is also responsible for the supply chain function of the Company. Prior to joining the Company, he was working with Sun Pharmaceutical Industries Limited. He has also been associated with Cipla Limited where he was heading a manufacturing unit and has worked with Micro Labs Limited, as Vice President of the technical and operations department.
Remuneration proposed to be paid	
Remuneration last drawn in Financial Year 2024-25	As mentioned in the Report on Corporate Governance
Number of Board Meetings attended during FY 2024-25	3 out of 4
Shareholding in the Company	4,000 equity shares of face value ₹ 2 each; 0.003%
Terms and conditions of appointment/ re-appointment	Executive Director of the Company, liable to retire by rotation
Directorships held in other companies/ body corporates	Nil
Member/ Chairperson of committees in the Company	Nil
Member/ Chairperson of committees held in other Indian companies	Nil
Names of listed entities from which the appointee director has resigned in the past three years	Nil
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	Mr. Vinod Naik possesses the required Industry Knowledge/Experience, Technical, Operational, Risk Management Skills, Governance Competencies and Behavioural Competencies required for the role, arising out of the rich and diverse exposure he has had during his career.
Disclosure of relationships between Directors/KMP inter-se	None