

Notice of Annual General Meeting

NOTICE is hereby given that the 34th ANNUAL GENERAL MEETING of the Members of SUVEN LIFE SCIENCES LIMITED will be held on Saturday, 05th day of August, 2023, at 11:30 A.M. IST through Video Conferencing ("VC") / other Audio Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS

ITEM NO. 1: Adoption of Financial Statements

To receive, consider and adopt the audited standalone and consolidated financial statement of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditor's thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditor's thereon, as circulated to the members, be and are hereby considered and adopted."

ITEM NO. 2: To appoint Prof Seyed E Hasnain, (DIN: 02205199) as a Director liable to retire by rotation:

To appoint a director in place of Prof Seyed E Hasnain, (DIN: 02205199) who retires by rotation, and being eligible, offers herself for re-appointment.

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 152 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, Prof Seyed E Hasnain, (DIN: 02205199) who retire by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

ITEM NO. 3: To re-appoint Shri Santanu Mukherjee (DIN: 07716452) as an Independent Director

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT Shri Santanu Mukherjee (DIN: 07716452), an existing Independent Director of the Company, who holds office up to 14th May, 2023, was appointed as an Additional Director (Non-Executive Independent) of the Company, with effect from 14th May, 2023, by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee in terms of Section 161 of the Companies Act, 2013 ("Act") read with the Articles of Association of the Company, who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company."

"RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 ("Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Companies (Appointment and Qualification of Directors), Rules, 2014, and Regulation 17, 25 and any other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") as amended from time to time and the Articles of Association of the Company, the re-appointment of Shri Santanu Mukherjee (DIN: 07716452), who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect, and who is eligible for re-appointment as a Non-Executive Independent Director of the Company for the second

consecutive term of five years i.e. from 14th May, 2023 up to 13th May, 2028, and who would not be liable to retire by rotation, be and is hereby approved.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, matters, deeds, things as it may deem fit, including but not limited to delegating severally all or any of the powers conferred on it or under this resolution to any Committee(s) of the Board, any Director(s) or any other Officer(s) of the Company, as may be considered necessary or expedient to give effect to this resolution.”

ITEM NO. 4: To re-appoint Smt. Ananthasai Padmaja Jasthi (DIN:07484630) as an Independent Director

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 (“Act”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Companies (Appointment and Qualification of Directors), Rules, 2014, and Regulation 17, 25 and any other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”) as amended from time to time, and the Articles of Association of the Company, Smt. Ananthasai Padmaja Jasthi (DIN: 07484630), who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed there under and Regulation 16(1)(b) of the SEBI Listing

Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director, and who is eligible for re-appointment and based on the recommendations of the Nomination & Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second consecutive term of five years i.e. from November 13, 2023 upto November 12, 2028.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, matters, deeds, things as it may deem fit, including but not limited to delegating severally all or any of the powers conferred on it or under this resolution to any Committee(s) of the Board, any Director(s) or any other Officer(s) of the Company, as may be considered necessary or expedient to give effect to this resolution.”

by order of the Board of Directors

Shrenik Soni

Place: Hyderabad
Date: 09th May, 2023

Company Secretary
Membership No. F12400

Registered Office

8-2-334, SDE Serene Chambers
6th Floor, Road No.5, Avenue 7
Banjara Hills, Hyderabad – 500 034
CIN: L24110TG1989PLC009713



NOTES FOR MEMBERS' ATTENTION:

1. The Ministry of Corporate Affairs, Government of India ("MCA"), and the Securities and Exchange Board of India ("SEBI"), allowed companies to conduct Annual General Meeting ("AGM") through video conference ("VC")/ other audio-visual means ("OAVM"), without the physical presence of Members at a common venue.

This AGM is being convened in compliance with applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder; provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"); the General Circular No. 14/2020 dated 8th April 2020; General Circular No.17/2020 dated 13th April 2020; General Circular No. 20/2020 5th May 2020; General Circular No. 02/2021 dated 13th January, 2021; General Circular No. 02/2022 dated 05th May, 2022 and General Circular No. 10/2022 dated 28th December, 2022 issued by the MCA and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January, 2023 issued by SEBI ("hereinafter collectively referred as MCA and SEBI Circulars").

The detailed procedure for participating in the meeting through VC/OAVM is given herein below.

2. Since the AGM will be held through VC/OAVM only, the Route Map of the venue of the Meeting is not annexed hereto. The deemed venue for the AGM shall be the Registered Office of the Company.
3. **e-AGM:** Company has appointed **KFin Technologies Limited**, Registrars and Transfer Agents, to provide Video Conferencing facility for the Annual General Meeting and the attendant enablers for conducting of the e-AGM.
4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
5. In terms of Section 152 of the Companies Act, 2013, Prof Seyed E Hasnain, (DIN: 02205199) Director, retire by rotation at the meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommends his re-appointment. Brief profile of Director and 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 (SS-2) issued by the Institute of Company Secretaries of India, are given at the end of the notes.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
7. Members attending the AGM through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
8. M/s. KARVY & Co, Chartered Accountants were appointed as Statutory Auditors of the Company from conclusion of 33rd Annual General Meeting till the conclusion of 38th Annual General Meeting i.e. for a period of 5 (Five) years. The disclosure relating to auditor's remuneration for the year 2022-23 is given in the notes to the accounts of this Annual Report.
9. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates,

nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.:

- 9.1. **For shares held in electronic form:**
Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts.
- 9.2. **For shares held in physical form:** SEBI vide its Circular dated 3rd November, 2021 has mandated registration of PAN, KYC details and Nomination, by holders of physical securities. Members holding shares in physical form can submit their PAN, KYC details (i.e. postal address with pin code, email address, mobile number, bank account details) and Nomination details by holders through duly filled and signed **Form ISR-1** to the Company / KFin Technologies Limited, at Selenium, Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032 or by email to einward.ris@kfintech.com from their registered email id. It may be noted that any service request or compliant can be processed only after the folio is KYC compliant.
10. The Company has notified that the Register of Members of the Company and share transfer books will remain closed from **03rd August, 2023 to 05th August, 2023** (both days inclusive) for the purpose of Annual General Meeting (AGM).
11. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before **Saturday, 29th July, 2023** through email on investorservices@suven.com. The same will be replied by the Company suitably.
12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
13. Members holding shares in physical mode desirous of making nomination are advised to submit Nomination Form (SH-13) to RTA or to the Company in respect of their shareholding in the Company and those Members holding shares in electronic mode may contact their respective DPs for availing the nomination facility as provided under Section 72 of the Act.
14. Pursuant to Regulation 40 of Listing Regulations, as amended, mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode. Further, SEBI, vide its Circular dated 25th January, 2022, has clarified that listed companies, with immediate effect, shall issue the securities only in demat mode while processing investor service requests pertaining to issuance of duplicate shares, exchange of shares, endorsement, sub-division/ consolidation of share certificates, etc. In view of this as also to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to demat mode. Accordingly, Members are requested to make service requests by submitting a duly filled and signed **Form ISR – 4**, the format of which is available on the Company's website at <http://www.suven.com/ShareRegistryServices.aspx> and on the website of the Company's Registrar and Transfer Agents, KFin Technologies Limited at https://ris.kfintech.com/clientservices/isc/default.aspx#isc_download_hrd. It may be noted that any service request can be processed only after the folio is KYC Compliant.



15. Unclaimed Dividends/ Transfer to Investor Education and Protection Fund:

- a) The Company has transferred the unpaid dividends declared up to financial years 2015-16, from time to time on due dates, to the Investor Education and Protection Fund (the IEPF) established by the Central Government. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 04th August, 2022 (date of last Annual General Meeting) on the website of the Company (www.suven.com), and also on the website of the Ministry of Corporate Affairs.
- b) It may be noted that unclaimed interim dividend for the **financial year 2016-17** declared on 01st February, 2017, will be transferred to the IEPF authority within the due date of transfer in accordance with the IEPF rules.
- c) Please note in accordance with the procedure prescribed under the provisions of the IEPF Rules issued by the Ministry of Corporate Affairs, the shares of the shareholders whose dividend remains unpaid or unclaimed by them for a period of seven consecutive years or more would also be transferred to the IEPF Demat account of IEPF Authority.

Members/ claimants whose shares, unclaimed dividend etc. have been transferred to the IEPF Demat Account or the Fund, as the case may be, may claim the shares or apply for refund by making an application to the IEPF Authority in **Form IEPF-5** (available on www.iepf.gov.in) along with requisite fee as decided by the IEPF Authority from time to time. The Member/ Claimant can file only one consolidated claim in a financial year as per the IEPF Rules.

16. Dispatch of Notice and Annual Report through electronic mode

In accordance with the General Circular No. 14/2020 dated 8th April 2020; General Circular No.17/2020 dated 13th April 2020; General Circular No. 20/2020 5th May 2020; General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 02/2022 dated 05th May, 2022 and General Circular No. 10/2022 dated 28th December, 2022 issued by the MCA and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January, 2023 issued by SEBI ("MCA and SEBI Circulars") owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the KFinTech (RTA) or the Depositories. As physical copies of the Annual Report 2022-23 will not be sent the Annual Report along with notice of the AGM will be available on the Company's website www.suven.com, 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 KFinTech at <https://evoting.kfintech.com>

17. PROCEDURE FOR JOINING THE AGM THROUGH VC/OAVM

- i. The Company will provide VC / OAVM facility to its Members for participating at the AGM.
 - a) Members will be able to attend the AGM through VC / OAVM or view the live webcast of the AGM at <https://emeetings.kfintech.com> by using their remote e-voting login credentials and selecting the 'EVENT' for the Company's AGM.

Members are requested to follow the procedure given below:

- I. Launch internet browser (chrome/ firefox/ safari) by typing the URL: <https://emeetings.kfintech.com>
 - II. Enter the login credentials (i.e., User ID and password for e-voting).
 - III. After logging in, click on "**Video Conference**" option
 - IV. Then click on camera icon appearing against AGM EVENT of **Suven Life Sciences Limited**, to attend the Meeting.
- b) Members who do not have User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the procedure given in the e-voting instructions.
- c) Members may join the AGM through Laptops, Smartphones, Tablets or iPads for better experience. Further, Members will be required to use internet with a good speed to avoid any disturbance during the AGM. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Mozilla Firefox.
- d) Members will be required to grant access to the webcam to enable VC/ OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may experience Audio / Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches. Members will be required to grant access to the web-cam to enable two-way video conferencing.
- e) Facility to join the Meeting will be opened fifteen minutes before the scheduled time of the AGM and will be kept open throughout the proceedings of the AGM.
- f) Members will be allowed to participate in the AGM through VC / OAVM on first come, first served basis. Large Members (i.e. Members holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, etc. will not be subject to the aforesaid restriction of first-come-first-serve basis.
- g) Members who would like to express their views or ask questions during the AGM may register themselves as speakers by logging on to <https://emeetings.kfintech.com> and clicking on the '**Speaker Registration**' option available on the screen after log in. The Speaker Registration will be open **Tuesday, 01st August, 2023 to Wednesday, 02nd August, 2023**. Only those members who are registered as Speakers will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of Speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.
- h) Alternatively, members may also visit <https://emeetings.kfintech.com> and click on the tab '**Post Your Queries**' and post their queries/views/questions in the window provided, by mentioning their name, demat account number/ folio number, email ID and mobile number. The window will be closed on **Wednesday, 02nd August, 2023**.
- i) Members who need assistance before or during the AGM, may contact **KFinTech** at emeetings@kfintech.com or call on toll free number 1800-309-



4001. Kindly quote your name, DP ID-Client ID / Folio no. and E-voting Event Number in all your communications.

- ii. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
- iii. Institutional Members are encouraged to attend and vote at the AGM through VC/OAVM.
- iv. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF Format) of its board or governing body resolution/ authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The scanned image of the abovementioned documents should be in the name format "Corporate Name EVENT NO." The said resolution/ authorization shall be sent to the Scrutinizer by email through its registered email ID address to scrutinizer.prenukaacs@gmail.com with a copy marked to murthy.psrch@kfinetech.com and investorservices@suven.com.

18. PROCEDURE FOR REMOTE E-VOTING AND E-VOTING AT THE AGM

- i. 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 and Regulation 44 of the Listing Regulations, the Company is pleased to provide to its Members facility to exercise their right to vote on the resolution proposed to be

considered at the AGM by electronic means and the **business may be transacted through e-voting services arranged by KFinTech**. The Members may cast their votes remotely, using an electronic voting system ("remote e-voting") on the dates mentioned herein below.

- ii. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the resolution through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting facility (Insta Poll) during the AGM.
- iii. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC/OAVM, but shall not be entitled to cast their vote again. A member can opt for only single mode of voting per EVEN, i.e., through remote e-voting or e- voting at the Meeting. If a member casts vote(s) by both modes, then voting done through remote e-voting shall prevail and vote(s) cast at the Meeting shall be treated as "INVALID".
- iv. **The remote e-voting period will be available during the following period:
Commencement of remote e-voting: Tuesday, 01st August 2023 (9.00 a.m. IST) and
End of remote e-voting: Friday, 04th August, 2023 (5.00 p.m. IST).**

During this period, Members of the Company holding shares either in physical form or in dematerialised form, as on **Saturday, 29th July, 2023, i.e., Cut-Off Date**, may cast their vote by remote e-voting. A person who is not a Member as on the Cut-Off Date should treat this Notice for information purpose only. The remote e-voting module will be disabled by KFinTech for voting thereafter. Once the vote on a resolution is cast by the Member, he will not be allowed to change it subsequently.

- v. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on Cut-Off Date, i.e., Saturday, 29th July, 2023.
- vi. Subject to receipt of requisite number of votes, the Resolution proposed in the Notice shall be deemed to be passed on the date of meeting, i.e. 05th August, 2023.
- vii. Smt.D.Renuka,Practicing Company Secretary (Membership No. A11963), has been appointed as the Scrutinizer to scrutinize the voting during the AGM (Insta Poll) and remote e-voting process in a fair and transparent manner. The process and manner for remote e-voting is as under:

- **Procedure and instructions relating to e-voting**

- **For Individual Shareholders holding shares in demat mode:**

As per the SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to 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.

NSDL	CDSL
<p>1. User already registered for IDeAS facility: **</p> <ul style="list-style-type: none"> I. URL: https://eservices.nsdl.com II. Click on the “Beneficial Owner” icon under ‘IDeAS’ section. III. On the new page, enter existing User ID and Password. Post successful authentication, click on “Access to e-Voting”. 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>1. Existing user who have opted for Easi/ Easiest **</p> <ul style="list-style-type: none"> I. URL: https://web.cdslindia.com/myeasi/home/login Or URL: www.cdslindia.com II. Click on New System Myeasi III. Login with user id and password IV. The user will see the e-voting menu. The menu will have links of ESP i.e. Kfin Tech e-voting portal. V. Click on e-Voting service provider name to cast your vote.
<p>2. User not registered for IDeAS e-Services</p> <ul style="list-style-type: none"> I. To register click on link : https://eservices.nsdl.com (Select “Register Online for IDeAS”) or https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp II. Proceed with completing the required fields **(Post registration is completed, follow the process as stated in point no.1 above) 	<p>2. User not registered for Easi/Easiest</p> <ul style="list-style-type: none"> I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration II. Proceed with completing the required fields. **(Post registration is completed, follow the process as stated in point no.1 above)



NSDL	CDSL
<p>3. First time users can visit the e-Voting website directly and follow the process below:</p> <ol style="list-style-type: none"> I. URL: https://www.evoting.nsdl.com/ II. Click on the icon “Login” which is available under ‘Shareholder/Member’ section. III. Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e. KFinTech. V. Click on company name or e-Voting service provider name and you will be redirected to Kfin Tech voting page for casting your vote during the remote e-Voting period. 	<p>3. First time users can visit the e-Voting website directly and follow the process below:</p> <ol style="list-style-type: none"> I. URL: www.cdslindia.com II. Provide demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP i.e. KFin Tech e-Voting portal.

Individual Shareholder login through their Demat accounts / Website of Depository Participant

- I. You can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-Voting facility.
- II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature.
- III. Click on options available against company name or e-Voting service provider - Kfintech and you will be redirected to e-Voting website of KFinTech for casting your vote during the remote e-Voting period without any further authentication.

Important note:

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Contact details in case of any technical issue on NSDL Website

Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Contact details in case of any technical issue on CDSL Website

Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 22-23058542/43.

➤ **For Non Individual Shareholders holding shares in demat mode AND Shareholders holding shares in physical form:**

A. In case a Member receives an email from KFinTech (for Members whose e-mail addresses are registered with the RTA/ Depository Participants):

- i. Launch internet browser by typing the URL: <https://evoting.kfintech.com>
- ii. Enter the login credentials (i.e., User ID and Password). Your Folio No./DP ID-Client ID will be your User ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and Password for casting your 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 should 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 "EVENT", i.e., Suven Life Sciences Limited.
- 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 in "AGAINST", but the total number in "FOR/ AGAINST" taken together should not exceed your total shareholding as mentioned hereinabove. You may also choose the option "ABSTAIN". If you do not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

- viii. Members holding multiple folios/demat accounts may 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 confirm, you will not be allowed to modify your login any number of times till you have voted on the resolution.

B. Procedure for Registration of email and Mobile: securities in physical mode:

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/ MIRSD-PoD-1/P/CIR/2023/37, dated March 16th, 2023, All holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents.

ISR 1 Form can be obtained by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx>



ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

- c) Through electronic mode with e-sign by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx#>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

Members are requested to note the following contact details for addressing e-voting grievances:

Mrs. C. Shobha Anand, Dy. Vice President
KFin Technologies Limited Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032; Phone No.: +91 40 6716 2222 Toll-free No.: 1800-309-4001 E-mail: evoting@kfintech.com

19. Information and instructions for e-voting facility at AGM (Insta Poll)

- i. Facility to cast vote through e-voting system at AGM (Insta Poll) will be made available on the video conference screen and will be activated once the e-voting is announced at the Meeting.
- ii. Those members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the resolution through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting facility during the AGM (Insta Poll).
- iii. The procedure for e-voting during the AGM (Insta Poll) is same as the instructions mentioned above for remote e-voting since the AGM is being held through VC/OAVM. The e-voting window shall be activated upon instructions of the Chairman of the AGM during the AGM. E-voting during the AGM (Insta Poll) is integrated with the VC/OAVM platform and no separate login is required for the same.
- iv. The Scrutiniser will, after the conclusion of e-voting at the Meeting, scrutinise the votes cast at the Meeting (Insta Poll) and votes cast through remote e-voting, make a consolidated Scrutiniser's Report and submit the same to the Chairman. The result of e-voting along with the consolidated Scrutiniser's Report, will be placed on the website of the Company: www.suven.com and on the website of KFinTech at: <https://evoting.kfintech.com>. The result will simultaneously be communicated to the stock exchanges.

For ease of participation by Members, provided below are key details regarding the AGM for reference:

Sr. No.	Particulars	Details of access
1.	Link for live webcast of the AGM and for participation through VC/ OAVM	https://emeetings.kfintech.com by using e-voting credentials and clicking on video conference
2.	Link for posting AGM queries and speaker registration and period of registration	<p>https://emeetings.kfintech.com by using e-voting credentials and clicking on 'Speaker registration'.</p> <p>Period of registration: Tuesday, 01st August, 2023 to Wednesday, 02nd August, 2023 https://emeetings.kfintech.com by using e-voting credentials and clicking on 'Post Your Queries'.</p> <p>The window will close on Wednesday, 02nd August, 2023</p>
3.	Link for remote e-voting	https://evoting.kfintech.com
4.	Username and password for VC	Members may attend the AGM through VC by accessing the link https://emeetings.kfintech.com by using the remote e-voting credentials. Please refer the instructions provided in the Notice.
5.	Helpline number for VC participation and e-voting	Contact KFin Technologies Limited at 1800-3454-001 or write to them at evoting@kfintech.com
6.	Cut-off date for e-voting	Saturday, 29th July, 2023
7.	Time period for remote e-voting	Commences on Tuesday, 01st August 2023 (9.00 a.m. IST) and ends on Friday, 04th August, 2023 (5.00 p.m. IST)
8.	Registrar and Transfer Agent - Contact details	KFin Technologies Limited Selenium Tower B, Plot Nos. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500 032 Toll free No: 1800-309-4001 Website : www.kfintech.com
9.	Suven Life Sciences Limited-contact details	Registered Office: 8-2-334, SDE Serene Chambers, 6 th Floor, Road No.5, Avenue 7, Banjara Hills, Hyderabad – 500 034, Telangana. Email: investorservices@suven.com

Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013 and under Secretarial Standards on General Meetings (SS-2)

ITEM NO. 3

Shri Santanu Mukherjee was appointed as Independent Director of the Company pursuant to Section 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') and the Rules made there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, by the Members of the Company at the 29th Annual General

Meeting held on 14th August, 2018 to hold office upto 14th May, 2023.

The Nomination and Remuneration Committee, at its meeting held on 09th May, 2023, after taking into account the performance evaluation of Shri Santanu Mukherjee during his first term of five years and considering his knowledge, acumen, expertise, experience and substantial contribution and time commitment, has recommended to the Board his re-appointment for second consecutive term of five years. The Nomination and Remuneration Committee has considered his diverse skills, leadership capabilities,



expertise in finance, accounts and governance, risk management and vast global business experience, among others, as being key requirements for this role. In view of the above, the Nomination and Remuneration Committee and Board are of the view that Shri Santanu Mukherjee possesses the requisite skills and capabilities, which would be beneficial to the Company, and hence, it is desirable to re-appoint him as an Independent Director.

Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 09th May, 2023, has approved the appointment of Shri Santanu Mukherjee as an Additional Independent Director of the Company with effect from 14th May, 2023 and recommended the Members of the Company for re-appointment of Shri Santanu Mukherjee as a Non Executive Independent Director, not liable to retire by rotation, for a second consecutive term of five years effective from 14th May, 2023 up to 13th May, 2028.

The Company has received all statutory disclosures/ declarations from Shri Santanu Mukherjee including the declaration of independence stating that he meets the criteria of independence as, provided in Section 149(6) and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He is also registered with the Independent Directors Databank of the Indian Institute of Corporate Affairs (IICA) as stipulated by the Ministry of Corporate Affairs (MCA). He is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

In the opinion of the Board, Shri Santanu Mukherjee fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for his re-appointment and he is independent of the management of the Company. The terms and conditions of re-appointment of independent director shall be available for inspection through electronic mode.

The resolution seeks the approval of Members for the re-appointment of Shri Santanu Mukherjee as an Independent Director of the Company effective from 14th May, 2023 up to 13th May, 2028 pursuant

to Section 149, 150, 152 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) and his office shall not be liable to retire by rotation.

In accordance with the provisions of Regulation 25 (2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, re-appointment of an Independent Director requires approval of members by way of a special resolution.

None of the Directors or the Key Managerial Personnel or their relative(s) is / are concerned or interested, financially or otherwise in passing the proposed resolution, except the appointee Director and his relatives.

The Board of Directors recommends Special Resolution set forth at Item No. 3 for approval by the Members of the Company.

Brief Profile of the appointee is as set out in the annexure to this notice.

ITEM NO. 4

Smt. Ananthasai Padmaja Jasthi was appointed as Independent Director of the Company pursuant to Section 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') and the Rules made there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, by the Members of the Company through postal ballot notice dated 20th March, 2019 to hold office upto 13th November, 2023.

The Nomination and Remuneration Committee, at its meeting held on 09th May, 2023, after taking into account the performance evaluation of Smt. Ananthasai Padmaja Jasthi during her first term and considering her knowledge, skills, experience, expertise and substantial contribution, has recommended to the Board her re-appointment for second consecutive term of five years. The Nomination and Remuneration Committee has considered her diverse skills, stakeholder's engagement, leadership capabilities, expertise in finance and governance, among others, as being key requirements for this role. In view of the above, the Nomination and Remuneration Committee

and Board are of the view that Smt. Ananthasai Padmaja Jasthi possesses the requisite skills and capabilities, which would be beneficial to the Company, and hence, it is desirable to re-appoint her as an Independent Director.

Based on the recommendations of the Nomination and Remuneration Committee, the Board at its meeting held on 09th May, 2023, has recommended the re-appointment of Smt. Ananthasai Padmaja Jasthi as Non-Executive Independent Director, not liable to retire by rotation, for a second consecutive term of five years effective from 13th November, 2023 to 12th November, 2028.

The Company has received all statutory disclosures/ declarations from Smt. Ananthasai Padmaja Jasthi including the declaration of independence stating that she meets the criteria of independence as provided in Section 149(6) and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. She is also registered with the Independent Directors Databank of the Indian Institute of Corporate Affairs (IICA) as stipulated by the Ministry of Corporate Affairs (MCA). She is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

In the opinion of the Board, Smt. Ananthasai Padmaja Jasthi fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for her re-appointment and she is independent

of the management of the Company. The terms and conditions of re-appointment of independent director shall be available for inspection through electronic mode.

The resolution seeks the approval of Members for the re-appointment of Smt. Ananthasai Padmaja Jasthi as an Independent Director of the Company effective from 13th November, 2023 to 12th November, 2028 pursuant to Section 149, 150, 152 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) and her office shall not be liable to retire by rotation.

In accordance with the provisions of Regulation 25 (2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, re-appointment of an Independent Director requires approval of members by way of a special resolution.

None of the Directors or the Key Managerial Personnel or their relative(s) is / are concerned or interested, financially or otherwise in passing the proposed resolution, except the appointee Director and her relatives.

The Board of Directors recommends Special Resolution set forth at Item No. 4 for approval by the Members of the Company.

Brief Profile of the appointee is as set out in the annexure to this notice.

by order of the Board of Directors

Shrenik Soni

Company Secretary
Membership No. F12400

Place: Hyderabad
Date: 09th May, 2023

Registered Office

8-2-334, SDE Serene Chambers
6th Floor, Road No.5, Avenue 7
Banjara Hills, Hyderabad – 500 034
CIN: L24110TG1989PLC009713



Annexure to Notice of AGM

Additional information on director recommended for appointment/re-appointment at the Annual General Meeting as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable secretarial standards

ITEM NO. 2

Brief profile of Professor Dr. Seyed Ehtesham Hasnain [PhD, DSc (h.c.), DMedSc (h.c.), FNA, FTWAS, FAAM, ML] seeking Re-Appointment at the Annual General Meeting

Prof. Seyed E. Hasnain, Padma Shri (Civilian Award), is a recipient of Germany's Highest Civilian Award- The Order of Merit (Das Verdienstkreuz, 1.Klasse) from the President of Germany, equivalent of India's Bharat Ratna, the only Indian so far and one of the very few persons globally. He is internationally known for his work on DNA fingerprinting and on tuberculosis. With about 275 publications in peer-reviewed journals (>8600 citations, H-index 52) of high impact (Nature, PNAS USA, Lancet etc) and over a dozen international patents, Prof. Hasnain is a globally acclaimed scientist, an institution builder, policy maker, and an administrator. He was invited by IIT Delhi as a Professor where he served until superannuation (2011-2019) after which he shifted his laboratory to Jamia Hamdard. He taught at Delhi University, worked at the National Institute of Immunology, New Delhi and served as first Director of Centre for DNA Fingerprinting and Diagnostics (CDFD), Govt of India. He made CDFD a gold standard for DNA based crime investigations in that part of the globe. As the Vice-Chancellor of University of Hyderabad (2005-2011) he brought this University to the #1 position displacing JNU and Delhi University. He joined Jamia Hamdard as Vice Chancellor and in less than three years the University has been pole-vaulting into higher orbits of excellence and recently recommended as "Institution of Eminence" and placed at the 5th Rank amongst the Privately Funded Institutions of the country by Govt of India.

Prof. Hasnain is recipient of many prestigious awards from India and abroad, such as Humboldt Research Prize (Alexander-von-Humboldt Foundation, Germany); the very exclusive Robert Koch Fellowship (the ONLY Indian so far) of the Robert Koch Institute, Berlin; and

youngest to be elected as a Fellow of TWAS, Trieste. He is elected Fellow of the prestigious American Academy of Microbiology, USA, and the first Indian elected as a Member of the German National Academy of Sciences Leopoldina. He has been conferred with the ICMR's BR Ambedkar Award, the highest award for excellence in biomedical research; besides many other prestigious Indian Awards which include G.D. Birla Award, Shanti Swarup Bhatnagar Prize, FICCI Award, J.C. Bose National Fellow Award, Ranbaxy Research Award, Goyal Award, Bhasin Award etc. He is an elected Fellow of all the major Science Academies of India (FNA/FASc/FNASc), and a recipient of honorary Degrees from Universities in India and abroad. He is the 3rd Indian (Dr APJ Abdul Kalam, 2009, Dr. Amartya Sen, 2010) to receive an Honorary Doctorate (2011) from the Queen's University, UK.

Prof. Hasnain served as a Member (2004-2009, 2009-2014) of Science Advisory Council to the Prime Minister (SAC-PM) of India and Member of Scientific Advisory Committee to the Union Cabinet. He was Chairman of Biotech Advisory Council, Govt of Andhra Pradesh for several years and a Member of Biotech Advisory Council of many other State Govts.

He has been the Chairman of the Academic Committee of PGIMER, Chandigarh, and a Member of the Institute Body and Governing Council of PGIMER, as well as Member of the Research Advisory Committee of AIIMS, New Delhi.

He served as a Member of University Grants Commission Governing Councils of Indian Institute of Advanced Studies-Shimla; Indian Institute of Science-Bangalore; Indian Institute of Management-Khozikode; IISER-Bhopal and several other institutions, policy-making bodies of the Ministries of S&T, MHRD, Health, and Defence. He continues to be a member of Aga Khan Foundation National Committee, Board of Directors/ Audit Committees/Remuneration Committees of a number of Companies.

As a Professor, JH-Institute of Molecular Medicine, Prof Hasnain leads a very large, well-funded and active group of researchers (Ph.D. students, Post-Docs & Trainees) in the areas of Tuberculosis epidemiology, diagnosis, infection biology and drug repurposing.

Name of the Director	Prof Seyed E Hasnain
Director Identification Number (DIN)	02205199
Age	69 years
Date of Appointment at current designation/ Date of first appointment on the Board	30/04/2010
Terms and conditions of appointment / re-appointment	In terms of Section 152(6) of the Companies Act, 2013, Prof Seyed E Hasnain who was re-appointed as a Director at the Annual General Meeting held on 17/09/2020, is liable to retire by rotation.
Remuneration proposed to be paid	No remuneration other than sitting fee for attending Board / Committee meetings is payable.
Names of listed entities in which the person also holds the directorship in other Companies	Nil
Chairmanship/Membership of Committees in other companies in which position of Director is held	Nil
Directorships of other Listed Entities from which he resigned in the past three years	Nil
Shareholding in the Company	Nil
Relationship with Other Directors, Manager and other Key Managerial Personnel of the company.	He is not related to any Directors, Manager and other Key Managerial Personnel of the company.
The number of Meetings of the Board attended/held during the FY 2022-23 i.e. upto 31 st March, 2023	5/5

ITEM NO. 3 & 4

Name of the Director	Shri Santanu Mukherjee	Smt. Ananthasai Padmaja Jasthi
Director Identification Number (DIN)	07716452	07484630
Age	66 years	61 years
Date of Appointment at current designation/ Date of first appointment on the Board	15/05/2018	14/11/2018



Name of the Director	Shri Santanu Mukherjee	Smt. Ananthasai Padmaja Jasthi
Profile (Brief resume)/ Qualifications & Experience (including expertise in specific functional area)	Mr. Santanu Mukherjee holds B.Sc., Honors from Presidency College under Kolkata University and CAIB from the Indian Institute of Bankers. Mr. Mukherjee is the former Managing Director of State Bank of Hyderabad. He has around four decades of experience in the field of banking, finance, risk management, etc., in various capacities. From 2013 to mid of 2014 he was Chief General Manager of State Bank of Bikaner and Jaipur. He also worked as a Chief Executive Officer of State Bank of India, Paris from 2004 to 2008. He joined as a probationary officer and carried out important domestic and overseas assignments in the SBI Group. He held several senior positions in SBI Group handling commercial credit, international business, risk management, treasury operations, etc., He is also an independent Director in several listed entities.	Smt. Ananthasai Padmaja Jasthi is a Psychology graduate from St. Francis College Hyderabad and a post graduate Diploma in Marriage and Family Counseling from Osmania University. She is a practicing counselor for the last twenty-five years working with mental disorders, adolescent crisis, depression and anxiety disorders and marriage counseling. She was actively involved in founding THE HYDERABAD CHILDRENS TRUST (HCT). She was also associated with APWMR as Vice President - which took up various welfare activities for differently abled children. She is associated with the JVMRD Trust as a chairperson where she is involved in building a high school in a remote village of the most backward area of AP. She is also associated with skill development programs for women and educated youth requiring further skills to make them employable from this backward area through this Trust.
Terms and conditions of appointment/re-appointment	As per the Resolution no.3 of this Notice read with explanatory statement thereto. Mr. Santanu Mukherjee is proposed to be reappointed as an Independent Director of the Company for second term of a five consecutive years w.e.f. 14 th May, 2023. Entitled for sitting fees for attending meetings of the Board and Board Committees.	As per the Resolution no.4 of this Notice read with explanatory statement thereto. Smt. Ananthasai Padmaja Jasthi is proposed to be reappointed as an Independent Director of the Company for second term of a five consecutive years w.e.f. 13 th November, 2023. Entitled for sitting fees for attending meetings of the Board and Board Committees.
Remuneration proposed to be paid	No remuneration other than sitting fee for attending Board / Committee meetings is payable.	No remuneration other than sitting fee for attending Board / Committee meetings is payable.
Names of listed entities in which the person also holds the directorship in other Companies	1. Aurobindo Pharma Limited 2. Rainbow Children's Medicare Limited 3. Bandhan Bank Limited 4. Sumedha Fiscal Services Limited	Nil

Name of the Director	Shri Santanu Mukherjee	Smt. Ananthasai Padmaja Jasthi
Chairmanship/Membership of Committees in other companies in which position of Director is held	<ol style="list-style-type: none"> Aurobindo Pharma Limited Nomination & Remuneration Committee - Chairman Audit Committee - Member Stakeholders Relationship Committee - Member Risk Management Committee - Member IT Stewardship Committee - Chairman ESG Committee - Member Rainbow Children's Medicare Limited Audit Committee - Chairman Risk Management Committee - Chairman Nomination & Remuneration Committee-Member CSR Committee - Member Bandhan Bank Limited Audit Committee - Member Risk Management Committee - Chairman Customer Services Committee - Member Committee of Directors - Member Sumedha Fiscal Services Limited Audit Committee - Member Nomination & Remuneration Committee - Member Compensation Committee - Member 	Nil
Directorships of other Listed Entities from which he resigned in the past three years	Resigned from Donear Industries Limited w.e.f. August 12, 2021.	Nil
Shareholding in the Company	Nil	Nil
Relationship with Other Directors, Manager and other Key Managerial Personnel of the company.	He is not related to any Directors, Manager and other Key Managerial Personnel of the company.	She is not related to any Directors, Manager and other Key Managerial Personnel of the company.
The number of Meetings of the Board attended/held during the FY 2022-23 i.e. upto 31 st March, 2023	5/5	3/5

