



JUBILANT PHARMOVA LIMITED

(CIN: L24116UP1978PLC004624)

Registered Office: Bhartiagram, Gajraula,
District Amroha - 244 223,

Uttar Pradesh, India

E-mail: investors@jubl.com

Website: www.jubilantpharmova.com

Phone : +91-5924-267200

NOTICE

Notice is hereby given that the Forty-Third Annual General Meeting of Members of Jubilant Pharmova Limited will be held on Wednesday, September 22, 2021 at 11.00 A.M. through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon; and
 - (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Auditors thereon.
2. To declare dividend for the year ended March 31, 2021.
3. To appoint a Director in place of Mr. Shyam S. Bhartia [DIN: 00010484] who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') and Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and the Appointment and Remuneration Policy and the Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions of the concerned authorities as may be necessary and subject to such other conditions and modifications as may be prescribed, imposed or suggested by such concerned authorities while granting such approvals, consents, permissions and sanctions and as may be agreed to by the Board of Directors of the Company (hereinafter referred to as 'the Board' which

term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise the powers conferred by this resolution), approval of members of the Company be and is hereby accorded for payment of remuneration to Mr. Hari S. Bhartia (DIN: 00010499), Co-Chairman and Managing Director ('CCMD') as mentioned below for the financial year 2021-22:

A. Salary, Allowances, Perquisites and Retiral Benefits

- a. Annual gross remuneration including Salary, House Rent Allowance/ Company Leased Accommodation, Allowances, Perquisites and Retiral Benefits not exceeding ₹ 9.00 Crore with such break-up as may be requested by CCMD.
- b. Fringe benefits and amenities stated below:
 - i. Conveyance Facilities: Suitable conveyance facilities as may be required by CCMD.
 - ii. Communication Facilities: Telephone, fax and other communication facilities at the residence of CCMD.
 - iii. Club Fees: Reimbursement of membership fees for clubs in India and/ or abroad including admission and life membership fees.
 - iv. Miscellaneous: Reimbursement of entertainment and other expenses incurred in the course of business of the Company and other benefits and amenities as per rules of the Company.

B. Commission

CCMD shall also be entitled to receive commission annually not exceeding 1.25% of net profits of the Company.

RESOLVED FURTHER THAT all other terms and conditions of appointment of CCMD shall remain unchanged unless otherwise modified by the Board of Directors of the Company.

RESOLVED FURTHER THAT the remuneration stated above may be altered, varied or enhanced by the Board of Directors of the Company from time to time during the financial year 2021-22, considering the performance of CCMD, profitability of the Company and other relevant factors.

RESOLVED FURTHER THAT the remuneration payable to CCMD as mentioned above may exceed 5% of net profits of the Company and the aggregate remuneration paid to the Managing Director(s) and Whole-time Director(s) may exceed 10% of net profits of the Company, calculated in accordance with the provisions of Section 198 of the Act or any amendment thereto and if the Company has no profit or its profits are inadequate during the financial year 2021-22, the remuneration mentioned above (including any revision in the remuneration that may be approved by the Board of Directors from time to time) shall be paid as minimum remuneration to CCMD during the financial year 2021-22.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts and deeds as it may consider necessary, expedient or desirable, in order to give effect to the foregoing resolution or otherwise as considered by the Board of Directors to be in the best interest of the Company.”

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

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’) and Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the ‘SEBI Listing Regulations’) including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and the Appointment and Remuneration Policy and the Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions of the concerned authorities as may be necessary and subject to such other conditions and modifications as may be prescribed, imposed or suggested by such concerned authorities while granting such approvals, consents, permissions and sanctions and as may be agreed to by the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise the powers conferred by this resolution), approval of members of the Company be and is hereby accorded to the re-appointment of Mr. Hari S. Bhartia [DIN: 00010499] as Co-Chairman and Managing Director of the Company (‘CCMD’) for a period of three years effective from April 1, 2022 on the following terms and conditions including remuneration:

A. Salary, Allowances, Perquisites and Retiral Benefits

- a. Annual gross remuneration including Salary, House Rent Allowance/ Company Leased Accommodation, Allowances, Perquisites and Retiral Benefits not exceeding ₹ 9.00 Crore with such break-up as may be requested by CCMD.

- b. Fringe benefits and amenities stated below:
- i. Conveyance Facilities: Suitable conveyance facilities as may be required by CCMD.
 - ii. Communication Facilities: Telephone, fax and other communication facilities at the residence of CCMD.
 - iii. Club Fees: Reimbursement of membership fees for clubs in India and/ or abroad including admission and life membership fees.
 - iv. Miscellaneous: Reimbursement of entertainment and other expenses incurred in the course of business of the Company and other benefits and amenities as per rules of the Company.

B. Commission

CCMD shall also be entitled to receive commission annually not exceeding 1.25% of net profits of the Company.

RESOLVED FURTHER THAT the remuneration stated above may be altered and varied by the Board of Directors of the Company from time to time during the tenure of re-appointment of CCMD, considering the performance of CCMD, profitability of the Company and other relevant factors.

RESOLVED FURTHER THAT the remuneration payable to CCMD as mentioned above may exceed 5% of net profits of the Company and the aggregate remuneration paid to the Managing Director(s) and Whole-time Director(s) may exceed 10% of net profits of the Company, calculated in accordance with the provisions of Section 198 of the Act or any amendment thereto and where in any financial year during the tenure of re-appointment of CCMD, the Company has no profit or its profits are inadequate, the remuneration mentioned above (including any revision in the remuneration that may be approved by the Board of Directors from time to time) be paid as minimum remuneration to CCMD.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts and deeds as it may consider necessary, expedient or desirable, in order to give effect to the foregoing resolution or otherwise as considered by the Board of Directors to be in the best interest of the Company.”

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification or re-enactment

thereof for the time being in force) and the Appointment and Remuneration Policy of the Company, Mr. Pramod Yadav [DIN: 05264757] who was appointed as an Additional Director of the Company effective from February 5, 2021 in terms of Section 161(1) of the Act and whose term of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company and shall be liable to retire by rotation.”

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and the Appointment and Remuneration Policy of the Company, Mr. Arvind Chokhany [DIN: 06668147] who was appointed as an Additional Director of the Company effective from April 1, 2021 in terms of Section 161(1) of the Act and whose term of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company and shall be liable to retire by rotation.”

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

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’) and Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and the Appointment and Remuneration Policy and the Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions of the concerned authorities as may be necessary and subject to such other conditions and modifications as may be prescribed, imposed or suggested by such concerned authorities while granting such approvals, consents, permissions and sanctions and as may be agreed to by the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise the powers conferred by this resolution), approval of members of the Company be and is hereby accorded to the appointment of Mr. Arvind Chokhany [DIN: 06668147] as Group Chief Financial Officer and Whole-time Director (‘Group CFO & WTD’) of the Company for a period of three years effective from April 1, 2021 on the following terms and conditions including remuneration:

I. Salary, Allowances, Perquisites and Retiral Benefits

Sr. No.	Particulars	Amount (in ₹) Per Annum
A	Basic Salary	1,30,00,080
B	House Rent Allowance	78,00,048
C	Special & Other Allowances	80,24,256

D. Annual Variable Pay

Performance linked Variable Pay of ₹ 1,30,00,000 shall be paid at 100% of performance achievement. Payout of the Performance Pay would be determined based on the performance parameters laid out in the Company’s Variable Pay Plan.

E. Long Term Incentive Plan

Group CFO & WTD shall be eligible for Long Term Incentive Plan as per the Company’s Employees Stock Option Plan.

F. Perquisites

The following perquisites shall be allowed in addition to salary:

a) Car Expenses

Payment of car expenses upto ₹ 3,36,000 per annum.

b) Telephone

Telephone at residence and mobile phone shall be provided.

G. Retirals

Provident Fund, Gratuity, etc. as per the rules of the Company.

H. Others Benefits & Amenities

a) Leave Travel Assistance as per the rules of the Company.

b) Other amenities and benefits like Club Membership, etc. as per the rules of the Company.

c) Hard Furnishing, Personal Accident Insurance, Meal Card, Gift Coupons, Group Term Life Insurance and Medclaim Insurance as per the rules of the Company.

II. Others

The appointment may be terminated by either party by giving prior written notice of three months to the other party of such termination or by paying Basic Salary in lieu of the notice period.

RESOLVED FURTHER THAT the Board be and is hereby authorized to vary, alter or enhance (collectively referred to as ‘Variation’) the remuneration payable to Group CFO & WTD from time to time, considering the performance of Group CFO & WTD, profitability of the Company and other relevant factors, during the tenure of his appointment to the extent permitted under Section 197 read with Schedule V and other applicable provisions, if any, of the Act.

RESOLVED FURTHER THAT the remuneration payable to Group CFO & WTD as mentioned above may exceed 5% of net profits of the Company and the aggregate remuneration paid to the Managing Director(s) and Whole-time Director(s) may exceed 10% of net profits of the Company, calculated in accordance with the provisions of Section 198 of the Act or any amendment thereto and where in any financial year during the tenure of appointment of Group CFO & WTD, the Company has no profit or its profits are inadequate, the remuneration mentioned above (including any revision in the remuneration that may be approved by the Board of Directors from time to time) be paid as minimum remuneration to Group CFO & WTD.

RESOLVED FURTHER THAT the Board of the Company be and is hereby authorised to do all such acts and deeds as it may consider necessary, expedient or desirable, in order to give effect to the foregoing resolution or otherwise as considered by the Board to be in the best interest of the Company.”

9. 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 and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’), the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Act (including any statutory modification or re-enactment thereof for the time being in force), Regulation 16(1)(b) and 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Appointment and Remuneration Policy of the Company, Mr. Sushil Kumar Roongta (DIN: 00309302), who was appointed as an Independent Director of the Company for a term upto May 22, 2022 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company to hold office for a further term of 5 (five) years ending on May 22, 2027 and shall not be liable to retire by rotation.”

10. 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 and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’), the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Act (including any statutory modification or re-enactment thereof for the time being in force), Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Appointment and Remuneration Policy of the Company, Mr. Vivek Mehra (DIN: 00101328), who was appointed as an Independent Director of the Company for a term upto May 22, 2022 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of

Director, be and is hereby re-appointed as an Independent Director of the Company to hold office for a further term of 5 (five) years ending on May 22, 2027 and shall not be liable to retire by rotation.”

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members of the Company be and is hereby accorded to the continuation of appointment of Dr. Ashok Misra (DIN: 00006051), as an Independent Director upto the completion of his present term ending on March 31, 2024, notwithstanding that he shall be completing 75 years of age during his present term.”

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

“**RESOLVED THAT** in suppression of the resolution passed by the Shareholders on August 29, 2017 and pursuant to the provisions of Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’) read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the members be and is hereby accorded to payment of commission to Directors other than Managing Director(s) / Whole-time Director(s) (hereinafter referred to as the ‘Non-Executive Directors’), in addition to sitting fees for attending meetings of the Board of Directors, Independent Directors, committee(s) of the Board, etc. not exceeding in the aggregate, three per cent per annum of the net profits of the Company calculated in accordance with the provisions of Section 198 and other applicable provisions, if any, of the Act, to be paid to and distributed amongst the Non-Executive Directors in such amounts or proportions and in such manner as the Board of Directors (hereinafter referred to as the ‘Board’ which term shall be deemed to include any committee which the Board has constituted to exercise its powers, including powers conferred by this resolution) may determine and such payment shall be made out of the profits of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts and deeds as it may consider necessary, expedient or desirable, in order to give effect to the foregoing resolution or otherwise as considered by the Board to be in the best interest of the Company.

By Order of the Board
For **Jubilant Pharmova Limited**

Noida
June 4, 2021

Rajiv Shah
Company Secretary

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the 'Act'), in respect of the Special Business to be transacted at the 43rd Annual General Meeting ('AGM' or the 'Meeting') is annexed.
 2. Brief profile and other information of Directors proposed to be appointed/ re-appointed is annexed hereto.
 3. Considering the Covid-19 pandemic, the Ministry of Corporate Affairs ('MCA') has, vide its circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020 and January 13, 2021 (collectively referred to as the 'MCA Circulars') and Securities and Exchange Board of India ('SEBI') vide its circular dated May 12, 2020 read with circular dated January 15, 2021 (collectively referred to as 'SEBI Circulars'), permitted convening the AGM through VC or OAVM, without the physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations'), the AGM of the Company is being held through VC / OAVM.
 4. Since this AGM is being held without the physical presence of the Members, the Proxy Form and the Attendance Slip are not annexed to this Notice.
 5. Members attending the AGM through VC / OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
 6. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
 7. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice, inter alia, explaining the manner of attending AGM through VC/ OAVM and electronic voting (e-voting) along with the Annual Report for the Financial Year 2020-21 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or Depository Participants or Registrar and Transfer Agents ('RTA') of the Company, M/s Alankit Assignments Limited. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website www.jubilantpharmova.com, website 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 National Securities Depository Limited ('NSDL') at www.evoting.nsdl.com.
 8. Since the AGM will be held through VC/OAVM without physical presence of the Members at a common venue, the route map is not attached.
 9. The Notice of AGM and Annual Report will be sent to those Members / beneficial owners whose names appear in the Register of Members / list of beneficiaries received from the Depositories as on Friday, August 20, 2021.
 10. The dividend, as recommended by the Board of Directors of the Company (₹ 5 per equity share of Re. 1 each), if declared at the Meeting, will be paid on or before Wednesday, October 20, 2021 to those members or their mandates:
 - whose names appear on the Company's Register of Members on Friday, August 6, 2021; and
 - whose names appear as Beneficial Owners as at the end of business hours on Friday, August 6, 2021 in the lists of Beneficial Owners furnished by National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') in respect of shares held in dematerialised form.
 11. Payment of Dividend Electronically

Dividend will be paid, preferably through NECS, wherever such facility is available, under intimation to the members. In case dividend cannot be paid through NECS, it will be paid through dividend warrants/ demand drafts.

In cases where the payments to the members holding shares in dematerialized form are made by dividend warrants, particulars of bank account registered with their Depository Participants will be considered by the Company for printing the same on dividend warrant.

For those members who have not provided NECS details/ bank account details, the Company shall print the registered address of the members on the dividend warrant.
 12. Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of shareholders with effect from April 1, 2020 and the Company is required to deduct tax at source from dividend paid to the shareholders at the prescribed rates. The TDS rate may vary depending on the residential status of the shareholder and the documents submitted to the Company in accordance with the provisions of the Income Tax Act, 1961. It is to be noted that dividend for the FY 2020-21 is subject to declaration by the Members in the AGM. Upon declaration, this dividend will be taxable in the hands of the shareholders in the FY 2021-22 (Assessment Year 2022-23). Accordingly, all the details and declarations are required to be furnished for FY 2021-22 (Assessment Year 2022-23). The rate of TDS for various categories of shareholders along with the required documents are available at the website of the Company at www.jubilantpharmova.com.
- Kindly note that the aforesaid documents, duly executed, can be sent to the company as under:
- (A) Executed documents can be sent through email at pharmova.dividend@jubl.com;

(B) Executed documents (in original) can be sent directly at the Corporate Office of the Company situated at Plot 1A, Sector 16A, Noida-201301.

The aforesaid executed documents must reach the Company on or before September 15, 2021 in order to enable the Company to determine and deduct appropriate TDS/withholding tax on payment of dividend. It is to be duly noted that the Members sending documents through email are also required to send the executed documents (in original) at the Corporate Office of the Company.

13. Bank Mandate

Members who hold shares in physical form are requested to intimate the Company's RTA under the signature of the Sole/ First holder, the following information relating to their bank accounts to enable the Company to pay the dividend electronically:

- Bank account number;
- Account type, whether savings or current;
- Name of the Bank and complete address of the branch with PIN Code;
- MICR and IFSC Codes; and
- Name of Sole/ First holder.

14. Change of Address or Other Particulars

Members are requested to intimate change, if any, in their address (with PIN Code), E-mail ID, nominations, bank details, mandate instructions, National Electronic Clearing Service ('NECS') mandates, etc. under the signature of the registered holder(s) to:

- The Registrar and Transfer Agent ('RTA') of the Company in respect of shares held in physical form; and
- The Depository Participants in respect of shares held in electronic form.

15. Pursuant to Section 72 of the Act, read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, member(s) of the Company may nominate a person to whom the shares held by him/ them shall vest in the event of his/ their unfortunate death. Accordingly, members holding shares in physical form, desirous of availing this facility may submit nomination in Form SH-13 to RTA of the Company. In respect of shares held in dematerialised form, the nomination form may be filed with the concerned Depository Participant.

16. Dividends pertaining to the Financial Years upto and including 1993-94, remaining unpaid/ unclaimed, have been transferred to the General Revenue Account of the Central Government. Members having valid claims

of unpaid/ unclaimed dividend for any of these Financial Years may approach Investor Education and Protection Fund Authority ('IEPF Authority').

Dividends pertaining to the Financial Years 1994-95 to 2012-13 remaining unpaid/ unclaimed, have been transferred to the Investor Education and Protection Fund (the 'Fund'). No claims shall lie against the Company for the amounts transferred as above. Members having valid claims of unpaid/ unclaimed dividend for any of these financial years may approach the IEPF Authority.

Members may kindly note that unpaid/ unclaimed dividend for the year 2013-14 is due for transfer to the Fund on October 4, 2021. Members are, therefore, requested to lodge their claims with RTA, well in advance to avoid any hardship. Once transferred, Members having valid claims of unpaid/ unclaimed dividend for the year 2013-14 may approach the IEPF Authority.

Attention of the members is drawn to the provisions of Section 124(6) of the Act which require a company to transfer all shares in respect of which dividend has not been paid or claimed for 7 (seven) consecutive years or more, in favour of the IEPF Authority.

In accordance with the aforesaid provisions of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has transferred 19,89,243 shares, to the Fund, in respect of which dividend has not been paid or claimed by the members for 7 (seven) consecutive years or more with respect to the financial years 2008-09, 2009-10, 2010-11, 2011-12 and 2012-13. The Company shall be initiating similar action in respect of dividend declared for the financial year 2013-14. Members are advised to visit the web-link: <https://www.jubilantpharmova.com/investors/unclaimed-dividend-and-shares> to ascertain details of the shares to be transferred to the IEPF Authority.

17. The Company has a dedicated E-mail address investors@jubl.com for members to e-mail their queries or lodge complaints, if any. We will endeavor to reply to your queries at the earliest.

The Company's website www.jubilantpharmova.com has a dedicated section on Investors. It also answers your Frequently Asked Questions (FAQs).

18. SEBI has mandated that securities of listed companies can be transferred only in dematerialized form effective from April 1, 2019. Members are, therefore, requested to dematerialise their shareholding, if not already done, to avoid inconvenience in future.

19. The Company had sub-divided each equity share of ₹ 5 into five equity shares of ₹ 1 each w.e.f. March 24, 2006. Many members had not surrendered their old ₹ 10 denominated

share certificates of Ramganga Fertilizers Limited/ Vam Organic Chemicals Limited/ Jubilant Organosys Limited or ₹ 5 denominated share certificates of Jubilant Organosys Limited, for exchange with new ₹ 1 denominated share certificates.

Pursuant to Clause 5A of the erstwhile Listing Agreement with the Stock Exchanges, members who had not claimed share certificates as above were sent three reminder letters requesting them to claim their equity shares. Thereafter, in terms of the erstwhile Listing Agreement, 27,31,320 equity shares pertaining to 4,845 members, which remained unclaimed, were transferred during the year 2011-12 to Jubilant Pharmova Limited-Unclaimed Suspense Account. During the year 2020-21, 19,280 equity shares were transferred to the respective members and 5,620 equity shares were transferred to the Fund. The voting rights on the remaining shares lying in this Account will remain frozen till the rightful owners of such shares claim the shares. Members may approach RTA to get their shares released from this Account.

20. All share and dividend related correspondence may be sent to RTA at the following address:

Alankit Assignments Limited

(Unit: Jubilant Pharmova Limited)

205-208 Anar Kali Complex,

Jhandewalan Extension,

New Delhi - 110 055, India

Phone: +91-11-4254 1234

E-mail: rta@alankit.com

In all correspondence, please quote your DP ID & Client ID or Folio Number.

21. Your feedback/ comments for further improvement of shareholder services are welcome. You may fill up and submit the Investor Feedback Form online on our website www.jubilantpharmova.com.
22. Relevant documents referred to in the Annual Report including AGM Notice and Explanatory Statement are available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to investors@jubl.com.
23. During the AGM, Members may access scanned copy of (i) Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act; (ii) the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act and (iii) Certificate that the Stock Option Plan and General Employee Benefits Scheme have been implemented in accordance with the SEBI (Share Based Employee Benefits) Regulations, 2014 (iv) or any other documents as may be required, upon Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com>.

24. INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM ARE AS FOLLOWS:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and the MCA Circulars the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ('NSDL') for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system i.e. facility to cast vote prior to the AGM and also e-voting during the AGM will be provided by NSDL.
2. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.jubilantpharmova.com. The Notice can also be accessed from the 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 the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
3. The Members will be allowed to join the AGM through VC/ OAVM facility, thirty (30) minutes before the scheduled time of commencement of the AGM and shall be kept open throughout the proceedings of the AGM. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination, Remuneration and Compensation Committee and Stakeholders Relationship Committee, Auditors, etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

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

The remote e-Voting period commences at 9:00 a.m. (IST) on Sunday, September 19, 2021 and ends at 5:00 p.m. (IST) on Tuesday, September 21, 2021. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday, September 15, 2021, may cast their vote electronically. 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, being Wednesday, September 15, 2021.

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 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.

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"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ 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 “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL 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 & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the 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 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. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; align-items: center; gap: 20px; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the e-Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>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.</p>

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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

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.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on 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.co.in 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.
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 sanjaygrover7@gmail.com or investors@jubl.com with a copy marked to evoting@nsdl.co.in.
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 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 or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Amit Vishal, Senior Manager at evoting@nsdl.co.in

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:

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 General 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.
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 investors@jubl.com or rta@alankit.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 investors@jubl.com or rta@alankit.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.co.in for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
5. For ease of conduct, the Company is pleased to provide two way video conferencing facility to the Members who would like to express their views/ ask questions at the AGM. The Members may register themselves atleast five (5) days in advance as a speaker by sending their request along with questions from their registered email address mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at investors@jubl.com. Those members who have registered themselves as a speaker will only be allowed to express their views/ ask questions at the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Members who do not wish to speak during the AGM but have queries regarding financial statements or other matters may send their queries five (5) days before the AGM mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at investors@jubl.com. These queries will be replied by the Company suitably by email.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the 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 AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the 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 AGM shall be the same person mentioned for Remote e-voting.
6. In case of any queries or grievances relating to e-Voting, you may contact Mr. Amit Vishal, Senior Manager, NSDL, Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai- 400013, India through e-mail at evoting@nsdl.co.in or on Toll Free No.: 18001020900/ 1800224430 or Mr. J.K. Singla, Senior Manager, M/s. Alankit Assignments Limited, 205-208, Anar Kali Complex, Jhandewalan Extension, New Delhi-110 055, India through email at rta@alankit.com or on Telephone No.: 011-42541234.

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. Members are encouraged to join the Meeting through Laptops for better experience.
 3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
 4. 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.
- Other Instructions**
1. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e. Wednesday, September 15, 2021, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 and 1800 22 44 30. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. Wednesday, September 15, 2021 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
 2. The Board of Directors has appointed Mr. Devesh Kumar Vasisht (CP No. 13700), Partner of M/s Sanjay Grover & Associates, Company Secretaries as 'Scrutinizer' to scrutinize the process of e-voting during the AGM and remote e-voting held before the AGM in a fair and transparent manner.

3. The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM, unblock the votes cast through remote e-voting and e-vote cast during AGM and will make, not later than two working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total e-votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.
4. The results of voting will be declared within two working days from the conclusion of the AGM i.e. on or before September 24, 2021 and the result declared along with the report of the Scrutinizer shall be placed on the website of the Company www.jubilantpharmova.com and on the website of NSDL immediately after declaration of result by the Chairman or a person authorised by him and the results shall also be communicated to the Stock Exchanges.
5. The recorded transcript of the AGM shall be placed on the Company's website www.jubilantpharmova.com in the Investors Section, as soon as possible after conclusion of AGM.
6. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed at the 43rd AGM scheduled to be held on Wednesday, September 22, 2021.

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF ITEM NOS. 4 to 12

ITEM NO. 4 AND 5

The members of the Company had, at the 38th Annual General Meeting ('AGM') held on August 30, 2016, approved re-appointment of Mr. Hari S. Bhartia as Co-Chairman and Managing Director ('CCMD') of the Company for a period of 5 years effective from April 1, 2017. His current tenure is upto March 31, 2022.

Pursuant to the Composite Scheme of Arrangement approved by the National Company Law Tribunal ('NCLT') by order dated December 23, 2020, the Life Science Ingredients business of the Company has been demerged into Jubilant Ingrevia Limited effective from February 1, 2021. Due to demerger, the standalone profit of the Company is likely to be on a lower side as the Company has its business and profitability in the subsidiaries and not in the Company itself. On a consolidated basis, the Company continues on its growth path and has healthy revenues and profitability.

The aggregate Managerial Remuneration i.e. remuneration of Mr. Hari S. Bhartia, CCMD and Mr. Arvind Chokhany, Group Chief Financial Officer and Whole-time Director may exceed 10% of the Standalone net profits of the Company.

Section 197 of the Companies Act, 2013 (the 'Act'), provides that a company may pay remuneration to any one Managing Director/ Whole-time Director upto 5% of net profits as calculated under Section 198 of the Act and if there is more than one Managing Director/ Whole-time Director, the Company may pay remuneration to the Managing Directors/ Whole-time Directors upto 10% of net profits by obtaining approval of the shareholders by passing Ordinary Resolution. Remuneration in excess of 5% or 10%, as applicable, may be paid by obtaining shareholders' approval by **Special Resolution**. Section 197 of the Act further provides that in case of no profits or inadequate profits, a company may pay remuneration to the Managing Director/ Whole-time Director pursuant to Schedule V to the Act, subject to approval of the shareholders by **Special Resolution** which would be valid for a period of 3 years.

Further, Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that if the annual remuneration payable to an executive director who is a promoter exceeds ₹ 5 Crore or 2.5% of net profits of the listed entity, whichever is higher, the same shall be subject to approval of the shareholders by **Special Resolution** in general meeting.

Remuneration of Co-Chairman and Managing Director - FY 2021-22

The Board of Directors has, at its meeting held on June 4, 2021, pursuant to the recommendation of the Nomination, Remuneration and Compensation Committee ('NRC Committee'), approved the remuneration of CCMD for FY 2021-22 as mentioned in Resolution No. 4 and has recommended the same for approval of the shareholders by way of **Special Resolution**.

The Board of Directors of the Company shall have the authority to alter, vary and enhance the remuneration of CCMD during FY 2021-22, considering the performance of CCMD, profitability of the Company and other relevant factors. If the Company has no profit or its profits are inadequate during the said financial year, the remuneration stated in the Resolution No. 4 (including any revision in the remuneration as may be approved by the Board of Directors during FY 2021-22) shall be paid as minimum remuneration to CCMD.

Re-appointment of Mr. Hari S. Bhartia as Co-Chairman and Managing Director

It is proposed to re-appoint Mr. Hari S. Bhartia as Co-chairman and Managing Director for another term of 3 years effective from April 1, 2022 at the remuneration stated in the Resolution No. 5.

In terms of the Appointment and Remuneration Policy of the Company and pursuant to the recommendation of the Nomination, Remuneration and Compensation Committee,

the Board of Directors has, at its meeting held on June 4, 2021, approved the re-appointment of Mr. Hari S. Bhartia as the Co-Chairman and Managing Director of the Company for a period of three years with effect from April 1, 2022 on the terms and conditions including remuneration set out in the Notice. This is subject to applicable provisions of the Act, rules made thereunder and approval of the members by way of **Special Resolution**.

The Board of Directors recommends the resolution for reappointment of Mr. Hari S. Bhartia as Co-Chairman and Managing Director for a period of 3 years effective from April 1, 2022 for approval of the members of the Company by way of a **Special Resolution**.

The Board of Directors of the Company shall have the authority to alter, vary and enhance the remuneration of CCMD during the tenure of re-appointment, considering the performance of CCMD, profitability of the Company and other relevant factors. If the Company has no profit or its profits are inadequate during the tenure of re-appointment, the remuneration stated in the Resolution No. 5 (including any revision in the remuneration as may be approved by the Board of Directors from time to time) shall be paid as minimum remuneration to CCMD. He shall be liable to retire by rotation.

Mr. Hari S. Bhartia has rich and varied experience in the industry and has been involved in the operations of the Company for over 36 years. Keeping in view his contribution to the growth of the Company, it would be in the interest of the Company to re-appoint Mr. Hari S. Bhartia as the Co-Chairman and Managing Director.

Relevant information and disclosures prescribed in Schedule V to the Act are given below:

I. GENERAL INFORMATION

1. Nature of Industry

Jubilant Pharmova Limited (the 'Company' or 'Jubilant Pharmova') is engaged in Pharmaceuticals, Contract Research and Development Services and Proprietary Novel Drugs businesses. Pharmaceuticals business through Jubilant Pharma Limited, Singapore is engaged in manufacturing and supply of Radiopharmaceuticals with a network of 48 radiopharmacies in the US, Allergy Therapy Products, Contract Manufacturing of Sterile Injectables and Non-sterile products, Active Pharmaceutical Ingredients ('APIs') and Solid Dosage Formulations through 6 manufacturing facilities that cater to all the regulated markets including the USA, Europe and other geographies. Jubilant Biosys Limited provides Contract Research and Development Services through 2 world class research centers in Bangalore and Noida in India. Jubilant Therapeutics is involved in Proprietary Novel Drugs business and is an innovative biopharmaceutical company developing breakthrough therapies in the area of oncology and

auto-immune disorders. Jubilant Pharmova Limited has a team of around 5,800 multicultural people across the globe. The Company is well recognized as a 'Partner of Choice' by leading pharmaceuticals companies globally.

2. **Date of Commencement of Commercial Production**
Commercial operations commenced in the year 1982.

3. **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus**
Not applicable

4. **Financial Performance based on given indicators**
As per Standalone Audited Financials

Particulars	(₹ in Million)
	FY 2020-21
Paid up Capital	159
Reserves excluding Revaluation Reserves	12,665
Total Revenue	27,574
Total Expenses	24,842
Profit before Tax	2,732
Tax Expenses	587
Profit after Tax	2,145

5. **Foreign investments or collaborators, if any**
The Company has not entered into any foreign collaboration and no direct capital investment has been made in the Company in the last three financial years. Foreign investors, mainly comprising NRIs, FPIs, etc. are investors in the Company on account of past issuance of securities/secondary market purchase of the shares of the Company.

II. INFORMATION ABOUT THE APPOINTEE

1. Background details

Mr. Hari S. Bhartia, 64 years, is the Co-Chairman and Managing Director of Jubilant Pharmova Limited. He holds a Bachelors' degree in Chemical Engineering from the Indian Institute of Technology, Delhi.

He, together with his brother Mr. Shyam S. Bhartia, is the Founder and Co-Chairman of Jubilant Bhartia Group headquartered in Noida, India. The Jubilant Bhartia Group, has a strong presence in diverse sectors like Pharmaceuticals, Contract Research and Development Services, Proprietary Novel Drugs, Life Science Ingredients, Agri Products, Performance Polymers, Food Service (QSR), Food, Auto, Consulting in Aerospace and Oilfield Services. Jubilant Bhartia Group has four flagship Companies- Jubilant Pharmova Limited, Jubilant FoodWorks Limited, Jubilant Ingrevia Limited and Jubilant

Industries Limited. He is also the Co-Chairman of Jubilant Foodworks Limited and Jubilant Ingrevia Limited.

2. Past remuneration

FY 2020-21- ₹ 12,18,03,665

3. Recognition or awards

Mr. Hari S. Bhartia was conferred the Distinguished Alumni Award from the Indian Institute of Technology, Delhi in 2000.

He, along with Mr. Shyam S. Bhartia, was felicitated with the Entrepreneur of the Year Award at the prestigious AIMA Managing India Awards 2013, presented by the President of India.

He also shared with Mr. Shyam S. Bhartia, Ernst & Young Entrepreneur of the Year Award 2010 for Life Sciences & Consumer Products category.

4. Job profile and his suitability

Mr. Hari S. Bhartia, Co-Chairman and Managing Director of the Company devotes his full time and attention to the business of the Company.

He has rich industrial experience of over 36 years in the pharmaceuticals and specialty chemicals, food, oil and gas (exploration and production) and aerospace sectors and has been instrumental in developing strategic alliances and affiliations with leading global companies. He has been associated in various capacities with the IIT system and with the Ministry of Human Resource Development, Government of India.

Keeping in view his contribution to the growth of the Company, it would be in the interest of the Company to re-appoint Mr. Hari S. Bhartia as the Co-Chairman and Managing Director.

5. Remuneration proposed

As mentioned in the resolution.

6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person

Keeping in view the profile and the position of Mr. Hari S. Bhartia and his rich knowledge and experience, the remuneration is fully justifiable and comparable to that prevailing in the industry.

7. Pecuniary relationship, directly or indirectly, with the Company or relationship with the managerial personnel, if any

Mr. Hari S. Bhartia holds 3,60,885 equity shares of the Company. He is related to Mr. Shyam S. Bhartia, Chairman, being his brother. Mr. Arjun Shanker

Bhartia, Director is his son. He is not related to any other Director or Key Managerial Personnel of the Company.

III. OTHER INFORMATION

1. Reasons of loss or inadequate profits

Please refer the Explanatory Statement above, pursuant to the provisions of Section 102 of the Companies Act, 2013 for Item No. 4 and 5.

The Special Resolutions (No. 4 and 5) are proposed pursuant to Sections 196, 197, 198, 203 of the Companies Act, 2013 and Schedule V thereto as a matter of abundant precaution. Due to demerger of the Life Science Ingredients business, the standalone profit of the Company is likely to be on a lower side as the Company has its business and profitability in the subsidiaries and not in the Company itself. On a consolidated basis, the Company continues on its growth path and has healthy revenues and profitability.

2. Steps taken or proposed to be taken for improvement

The management has adopted focused business strategies in all spheres of business activities to improve the profitability of the Company.

3. Expected increase in productivity and profits in measurable terms

The Company is conscious about improvement in productivity and continually undertakes measures to improve its productivity and profitability. The Management is confident of achieving sustained revenue growth in the future.

IV. DISCLOSURES

The prescribed disclosures with respect to elements of remuneration package, details of fixed component and performance linked incentives, performance criteria, service contracts, notice period, severance fees and stock option details of all the Directors, as applicable, are given in the Corporate Governance section of the Annual Report for the Financial Year 2020-21.

Memorandum setting out the terms and conditions of re-appointment including remuneration is available for inspection electronically without any fee by the members from the date of circulation of this Notice up to the date of AGM and during the AGM. Members who wish to inspect the memorandum can send an email at the e-mail address: investors@jubl.com.

The disclosures prescribed under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2') are provided in Annexure-A of the Notice.

Except Mr. Hari S. Bhartia, Mr. Shyam S. Bhartia, Mr. Arjun Shanker Bhartia and their relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 4 and 5.

The Board of Directors recommends the resolutions for remuneration and reappointment of Co-Chairman and Managing Director for approval of the members of the Company by way of **Special Resolutions** set out at Item No. 4 and 5.

ITEM NO. 6

In terms of the Appointment and Remuneration Policy of the Company (the 'Policy') and pursuant to the recommendation of the Nomination, Remuneration and Compensation Committee (the 'NRC Committee'), the Board of Directors has appointed Mr. Pramod Yadav as an Additional Director of the Company, effective from February 5, 2021. Pursuant to the provisions of Section 161 of the Companies Act, 2013 (the 'Act'), Mr. Pramod Yadav holds office upto the date of ensuing AGM and is eligible for appointment as Director of the Company.

Notice stipulated under Section 160 of the Act has been received from a member intending to propose the candidature of Mr. Pramod Yadav for appointment as Director of the Company. Mr. Yadav has given his consent to act as Director. He is not disqualified from being appointed as Director in terms of Section 164 of the Act. He would be liable to retire by rotation.

The Board considers that continued association of Mr. Yadav would be of immense benefit to the Company and it is desirable to continue to avail his services as Director of the Company.

The disclosures prescribed under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2') are provided in Annexure-A of the Notice.

None of the Directors or Key Managerial Personnel or their relatives except Mr. Pramod Yadav, the proposed appointee, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice. The Board of Directors recommends the resolution set out at Item No. 6 of the Notice for approval of the members by way of Ordinary Resolution.

ITEM NO. 7 AND 8

In terms of the Appointment and Remuneration Policy of the Company (the 'Policy') and pursuant to the recommendation of the Nomination, Remuneration and Compensation Committee (the 'NRC Committee'), the Board of Directors has appointed Mr. Arvind Chokhany as an Additional Director of the Company, effective from April 1, 2021. Pursuant to the provisions of Section 161 of the Companies Act, 2013 (the 'Act'), Mr. Chokhany holds office upto the date of ensuing Annual General Meeting ('AGM') and is eligible for appointment as Director of the Company.

Notice stipulated under Section 160 of the Act has been received from a member intending to propose the candidature of Mr. Arvind Chokhany for appointment as Director of the Company. Mr. Chokhany has given his consent to act as Director. He is not disqualified from being appointed as Director in terms of Section 164 of the Act. He would be liable to retire by rotation.

Further, in terms of the Policy and pursuant to the recommendation of the NRC Committee, the Board has approved the appointment of Mr. Arvind Chokhany as Group Chief Financial Officer and Whole-time Director ('Group CFO & WTD') of the Company for a period of three years effective from April 1, 2021 on the terms and conditions including remuneration set out in the Notice. This is subject to applicable provisions of the Act, rules made thereunder and approval of the members by way of Special Resolution.

Pursuant to the Composite Scheme of Arrangement approved by the National Company Law Tribunal ('NCLT') by order dated December 23, 2020, the Life Science Ingredients business of the Company has been demerged into Jubilant Ingrevia Limited effective from February 1, 2021. Due to demerger, the standalone profit of the Company is likely to be on a lower side as the Company has its business and profitability in the subsidiaries and not in the Company itself. On a consolidated basis, the Company continues on its growth path and has healthy revenues and profitability.

The aggregate Managerial Remuneration i.e. remuneration of Mr. Hari S. Bhartia, CCMD and Mr. Arvind Chokhany, Group CFO & WTD may exceed 10% of the Standalone net profits of the Company.

Section 197 of the Companies Act, 2013 (the 'Act'), provides that a company may pay remuneration to any one Managing Director/ Whole-time Director upto 5% of net profits as calculated under Section 198 of the Act and if there is more than one Managing Director/ Whole-time Director, the Company may pay remuneration to the Managing Directors/ Whole-time Directors upto 10% of net profits by obtaining approval of the shareholders by passing Ordinary Resolution. Remuneration in excess of 5% or 10%, as applicable, may be paid by obtaining shareholders' approval by **Special Resolution**. Section 197 of the Act further provides that in case of no profits or inadequate profits, a company may pay remuneration to the Managing Director/ Whole-time Director pursuant to Schedule V to the Act, subject to approval of the shareholders by **Special Resolution** which would be valid for a period of 3 years.

The Board of Directors of the Company shall have the authority to alter, vary and enhance the remuneration of Group CFO & WTD from time to time, considering the performance of Group CFO & WTD, profitability of the Company and other relevant factors. If the Company has no profit or its profits are inadequate in any financial year during the period of appointment of Group CFO & WTD i.e. Financial Year 2022 to Financial Year 2024, remuneration stated above (including any revision in the remuneration as may be approved by the

Board of Directors from time to time) shall be paid as minimum remuneration to Group CFO & WTD.

Relevant information and disclosures prescribed in Schedule V to the Act are given below:

I. GENERAL INFORMATION

1. Nature of Industry

Jubilant Pharmova Limited (the 'Company' or 'Jubilant Pharmova') is engaged in Pharmaceuticals, Contract Research and Development Services and Proprietary Novel Drugs businesses. Pharmaceuticals business through Jubilant Pharma Limited, Singapore is engaged in manufacturing and supply of Radiopharmaceuticals with a network of 48 radiopharmacies in the US, Allergy Therapy Products, Contract Manufacturing of Sterile Injectables and Non-sterile products, Active Pharmaceutical Ingredients ('APIs') and Solid Dosage Formulations through 6 manufacturing facilities that cater to all the regulated markets including the USA, Europe and other geographies. Jubilant Biosys Limited provides Contract Research and Development Services through 2 world class research centers in Bangalore and Noida in India. Jubilant Therapeutics is involved in Proprietary Novel Drugs business and is an innovative biopharmaceutical company developing breakthrough therapies in the area of oncology and auto-immune disorders. Jubilant Pharmova Limited has a team of around 5,800 multicultural people across the globe. The Company is well recognized as a 'Partner of Choice' by leading pharmaceuticals companies globally.

2. Date of Commencement of Commercial Production

Commercial operations commenced in the year 1982.

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus

Not applicable

4. Financial Performance based on given indicators

As per Standalone Audited Financials

Particulars	(₹ in Million)
	FY 2020-21
Paid up Capital	159
Reserves excluding Revaluation Reserves	12,665
Total Revenue	27,574
Total Expenses	24,842
Profit before Tax	2,732
Tax Expenses	587
Profit after Tax	2,145

5. Foreign investments or collaborators, if any

The Company has not entered into any foreign collaboration and no direct capital investment has

been made in the Company in the last three financial years. Foreign investors, mainly comprising NRIs, FPIs, etc. are investors in the Company on account of past issuance of securities/secondary market purchase of the shares of the Company.

II. INFORMATION ABOUT THE APPOINTEE

1. Background details

Mr. Chokhany, 49 years, is a Chartered Accountant and Cost Accountant with 25 years of post qualification experience.

Prior to joining the Company, Mr. Chokhany was working with Tata Projects Limited as Chief Financial Officer for the last 2 years. Prior to Tata Projects, Mr. Chokhany has worked as Chief Financial Officer of Tata Realty & Infrastructure Limited for 5 years. Mr. Chokhany has extensive experience in Banking and Finance operations. He has worked for 8 years with Standard Chartered Bank. Before joining Standard Chartered Bank, he has worked for 4 years with Deutsche Bank in the Global Custody business and in Deutsche Consulting for Asia & Middle East markets. He has also worked with HDFC Bank in banking operations and product development for 4 years.

2. Past remuneration

Mr. Arvind Chokhany has been appointed as Group CFO & WTD effective from April 1, 2021. Hence, not applicable.

3. Recognition or awards: Not applicable.

4. Job profile and his suitability

Mr. Arvind Chokhany has been appointed as Group CFO & WTD effective from April 1, 2021 and is entrusted with the overall responsibility of the finance function of Jubilant Group, subject to superintendence, control and directions of the Board. Mr. Chokhany has 25 years of experience in finance, accounts, treasury, taxation, secretarial and investment banking.

Taking into consideration the qualifications as well as varied and rich experience, it is felt that the Company would benefit under his leadership and guidance.

5. Remuneration proposed

As mentioned in the resolution.

6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person

Keeping in view the profile and the position of Group CFO & WTD and rich knowledge and experience of the appointee, the remuneration is fully justifiable and comparable to that prevailing in the industry.

7. Pecuniary relationship, directly or indirectly, with the Company or relationship with the managerial personnel, if any

Besides the remuneration proposed, Mr. Arvind Chokhany does not have any pecuniary relationship with the Company. Further, he is not related to any managerial personnel of the Company.

III. OTHER INFORMATION

1. Reasons of loss or inadequate profits

Please refer the Explanatory Statement above, pursuant to the provisions of Section 102 of the Companies Act, 2013 for Item No. 8.

The Special Resolution (No. 8) is proposed pursuant to Sections 196, 197, 198, 203 of the Companies Act, 2013 and Schedule V thereto as a matter of abundant precaution. Due to demerger of the Life Science Ingredients business, the standalone profit of the Company is likely to be on a lower side as the Company has its business and profitability in the subsidiaries and not in the Company itself. On a consolidated basis, the Company continues on its growth path and has healthy revenues and profitability.

2. Steps taken or proposed to be taken for improvement

The management has adopted focused business strategies in all spheres of business activities to improve the profitability of the Company.

3. Expected increase in productivity and profits in measurable terms

The Company is conscious about improvement in productivity and continually undertakes measures to improve its productivity and profitability. The Management is confident of achieving sustained revenue growth in the future.

IV. Disclosures

Mr. Arvind Chokhany has been appointed as Group CFO & WTD effective from April 1, 2021. The prescribed disclosures with respect to elements of remuneration package, details of fixed component and performance linked incentives, performance criteria, service contracts, notice period, severance fees and stock option details of all the Directors, as applicable, are given in the Corporate Governance section of the Annual Report for the Financial Year 2020-21.

Memorandum setting out the terms and conditions of appointment including remuneration is available for inspection electronically without any fee by the members from the date of circulation of this Notice up to the date of AGM and during the AGM. Members who wish to inspect memorandum can send an email at the e-mail address: investors@jubl.com.

The disclosures prescribed under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2') are provided in Annexure-A of the Notice.

Except Mr. Arvind Chokhany and his relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 7 and 8.

The Board of Directors recommends the resolutions set out at Item Nos. 7 and 8 of the Notice for approval of the members by way of Ordinary Resolution and **Special Resolution**, respectively.

ITEM NO. 9 AND 10

Pursuant to the provisions of Section 149, 150, 152 and other applicable provisions of the Companies Act, 2013 (the 'Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations'), Mr. Sushil Kumar Roongta (DIN: 00309302) and Mr. Vivek Mehra (DIN: 00101328) were appointed as Independent Directors of the Company to hold office upto May 22, 2022.

As per the provisions of Section 149 of the Act, Mr. Sushil Kumar Roongta and Mr. Vivek Mehra are eligible for reappointment as Independent Directors of the Company for another term of upto 5 years on passing of **Special Resolution** by the Company and disclosure of such appointment in the Board's Report.

Further, pursuant to the provisions of Regulation 17(1A) of the SEBI Listing Regulations, appointment or continuation of a non-executive director who has attained the age of 75 years shall require approval of the shareholders by way of **Special Resolution** and the Explanatory Statement to the Notice of the Annual General Meeting ('AGM') containing such resolution shall indicate justification for such appointment or continuation.

Mr. Roongta shall be attaining 75 years of age during the tenure of his re-appointment. It is, therefore, proposed to seek approval of the shareholders for re-appointment of Mr. Roongta in compliance with the provisions of Regulation 17(1A) of the SEBI Listing Regulations.

As per the reports of performance evaluation, Mr. Sushil Kumar Roongta and Mr. Vivek Mehra have effectively and efficiently discharged their duties, roles and responsibilities during their tenure as Independent Directors of the Company. Based on the reports of performance evaluation, Nomination, Remuneration and Compensation Committee (the 'NRC Committee') had recommended to the Board of Directors, the re-appointment of Mr. Sushil Kumar Roongta and Mr. Vivek Mehra as Independent Directors of the Company for a period of 5 (five) years ending on May 22, 2027.

In view of the reports of performance evaluation, recommendations of the NRC Committee and the specialization, expertise and experience of Mr. Sushil Kumar Roongta and Mr. Vivek Mehra, the Board of Directors is of the opinion that their continued association as Independent Directors will immensely benefit the Company.

In opinion of the Board of Directors, Mr. Sushil Kumar Roongta and Mr. Vivek Mehra fulfil the conditions for appointment as Independent Directors as specified in the Act, the rules made thereunder and the SEBI Listing Regulations and are independent of the Management.

Mr. Sushil Kumar Roongta and Mr. Vivek Mehra have given their consent to act as Directors. They have also given declarations to the effect that they are not disqualified from being appointed as Directors in terms of Section 164 of the Act and that they meet the criteria of Independence as specified under Section 149 of the Act and the SEBI Listing Regulations.

Notice stipulated under Section 160 of the Act has been received from a member proposing the candidature of Mr. Sushil Kumar Roongta and Mr. Vivek Mehra for appointment as Directors of the Company.

In pursuance of Regulation 36 of the SEBI Listing Regulations and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, brief resume and other details of Mr. Sushil Kumar Roongta and Mr. Vivek Mehra are provided in Annexure-A to this Notice.

Copy of the draft letters of appointment of Mr. Sushil Kumar Roongta and Mr. Vivek Mehra as Independent Directors setting out the terms and conditions of their appointment including remuneration are available for inspection electronically without any fee by members from the date of circulation of this Notice up to the date of AGM and during the AGM. Members who wish to inspect the same can send an email at the e-mail address: investors@jubl.com. The said terms and conditions are also posted on the Company's website www.jubilantpharmova.com.

Mr. Sushil Kumar Roongta and Mr. Vivek Mehra, the proposed appointees, may be deemed to be concerned or interested in their respective resolutions for appointment. None of the other Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 9 and 10 of the Notice. The Board of Directors recommends the resolutions set out at Item Nos. 9 and 10 of the Notice for approval of members by way of **Special Resolutions**.

ITEM NO. 11

The members of the Company had, at the 40th Annual General Meeting ('AGM') held on September 26, 2018, approved the re-appointment of Dr. Ashok Misra as an Independent Director of the Company for a term of five years effective from April 1, 2019. The current tenure of Dr. Misra is upto March 31, 2024.

Pursuant to the provisions of Regulation 17(1A) of the SEBI Listing Regulations, appointment or continuation of a non-executive director who has attained the age of 75 years shall require approval of the shareholders by way of **Special Resolution** and the Explanatory Statement to the AGM Notice containing such resolution shall indicate justification for such appointment or continuation.

Dr. Misra shall be attaining 75 years of age during the current tenure of his appointment. Therefore, approval of the shareholders is sought for continuation of appointment of Dr. Misra in compliance with the provisions of Regulation 17(1A) of the SEBI Listing Regulations.

Dr. Ashok Misra, 73 years, is B. Tech. in Chemical Engineering from the Indian Institute of Technology, Kanpur and M.S. in Chemical Engineering from Tufts University, Medford, MA, USA. He was conferred a Doctorate Degree in Polymer Science & Engineering by the University of Massachusetts, Amherst, USA in 1974.

He is awarded with the position of "NASI Platinum Jubilee Chair Distinguished Professor" by the National Academy of Sciences, India. He is also a Fellow of the Indian National Academy of Engineering (INAE) and a Fellow as well as past President of the National Academy of Sciences, India (NASI).

He is the Founder President of the Polymer Processing Academy and past President of the Society of Polymer Science, India. He has rich experience in the field of Polymer Science and Engineering.

Dr. Misra has been conferred with many awards of National and International importance for his contribution to education and the society. He is also the Founder President of the IIT Alumni Centre, Bengaluru.

He was the Chairman, Board of Governors of IIT Roorkee from 2014-17 and the Chairman of the Standing Committee of the IIT Council from 2015-17.

He has a rich and varied experience. It would, therefore, be in the interest of the Company to continue the directorship of Dr. Misra for the remainder of his present tenure i.e. upto March 31, 2024.

The Nomination, Remuneration and Compensation Committee and the Board of Directors have, at their meetings held on June 4, 2021, recommended the continuation of appointment of Dr. Misra as an Independent Director of the Company for the remainder of his present tenure i.e. upto March 31, 2024, considering his rich experience, expertise and valuable contribution made to the Board of Directors of the Company.

In pursuance of Regulation 36 of the Listing Regulations and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, brief resume and other details of Dr. Ashok Misra are provided in **Annexure-A** to this Notice.

Dr. Ashok Misra, the proposed appointee, is interested in the resolution set out at Item No. 11 of the Notice. None of the other Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said resolution.

The Board of Directors recommends the **Special Resolution** set out at Item No. 11 of the Notice for approval of the Members.

ITEM NO. 12

Section 197 of the Companies Act, 2013 (the 'Act') read with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 permits payment of remuneration to Non-Executive Directors (the 'NEDs'), inter alia, by way of commission, subject to approval of the members in the general meeting.

The members of the Company had, at the 39th Annual General Meeting ('AGM') held on August 29, 2017, approved payment of commission to NEDs of the Company, in addition to sitting fees for attending meetings of the Board of Directors or Committee(s) thereof, not exceeding in the aggregate, 1% per annum of the net profits of the Company, for each of the five years commencing from April 1, 2017. The said resolution is valid upto the Financial Year ending on March 31, 2022.

Due to demerger of the Life Science Ingredients business, the standalone profit of the Company is likely to be on a lower side as the Company has its business and profitability in the subsidiaries and not in the Company itself. On a consolidated basis, the Company continues on its growth path and has

healthy revenues and profitability. Therefore, approval of the Shareholders is sought as an abundant caution for payment of commission to the Non-executive Directors upto 3% of net profits of the Company, calculated under Section 198 of the Companies Act, 2013.

Considering the rich experience and expertise brought to the Board by the NEDs and to compensate them for their time and efforts in providing strategic inputs for growth of the business, approval of the members is sought to pay commission not exceeding 3% of the net profits of the Company per annum commencing from April 1, 2021, to be paid and distributed amongst the NEDs or some or any of them, as may be decided by the Board of Directors. Payment of commission shall be in addition to the sitting fees for attending meetings of the Board of Directors, Independent Directors, Board's Committee(s), etc.

Mr. Shyam S. Bhartia, Mr. S Sridhar, Ms. Sudha Pillai, Dr. Ashok Misra, Mr. Sushil Kumar Roongta, Mr. Vivek Mehra, Mr. Arun Seth, Mr. Priyavrat Bhartia, Mr. Arjun Shanker Bhartia and Mr. Pramod Yadav, Non-Executive Directors of the Company and Mr. Hari S. Bhartia, relative of Mr. Shyam S. Bhartia and Mr. Arjun Shanker Bhartia are concerned or interested in the Resolution. None of the other Directors, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the resolution set out at Item No. 12 of the Notice for approval of the members by way of **Special Resolution**.

ANNEXURE-A

Information pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India regarding the Directors proposed to be appointed/re-appointed

1. Mr. Shyam S. Bhartia

Mr. Shyam S. Bhartia, 68 years, is the Chairman of Jubilant Pharmova Limited. He holds a Bachelor's degree in Commerce from St. Xavier's College, University of Calcutta. He is a qualified Cost Accountant and a fellow member of the Institute of Cost Accountants of India.

A leading industrialist of India, he has a rich industrial experience of over 43 years in the pharmaceuticals and specialty chemicals, food, oil and gas (exploration and production) and aerospace sectors and has been instrumental in developing strategic alliances and affiliations with leading global companies.

Mr. Shyam S. Bhartia is a strong proponent of Corporate Social Responsibility. He, along with his brother Mr. Hari S. Bhartia, established Jubilant Bhartia Foundation, whose efforts are

directed towards community development with a focus on Primary Education, Basic Healthcare services and Livelihood generation programs.

He has been associated with various institutions and has served as a member of the Board of Governors, Indian Institute of Technology, Mumbai and Indian Institute of Management, Ahmedabad. He has also been Chairman of the Chemicals Committee of Federation of Indian Chamber of Commerce & Industry ('FICCI') and is the Chairman of FICCI Singapore Council. He was also on the Board of Air India.

He was a member of the Executive Committee of FICCI, Confederation of Indian Industry (CII) and the Task Force on Chemicals appointed by the Government of India. Mr. Shyam S. Bhartia is a regular participant at the World Economic Forum Annual Meeting in Davos. He is also a member of Governors for Chemistry and Advanced Materials of the World Economic Forum.

His immense contributions have been recognized by various awards. He, along with Mr. Hari S. Bhartia, was felicitated with the Entrepreneur of the Year Award at the prestigious AIMA Managing India Awards 2013,

presented by the President of India. He also shared with Mr. Hari S. Bhartia, Ernst & Young Entrepreneur of the Year Award 2010 for Life Sciences & Consumer Products category. Mr. Shyam S. Bhartia was conferred Lifetime Achievement Award by CHEMEXCIL.

He is on the Board of the Company since June 21, 1978 and holds 13,99,925 equity shares of the Company. He also holds directorships in the following companies/bodies corporate:

- Jubilant Ingrevia Limited
- Jubilant FoodWorks Limited
- Jubilant Pharma Limited
- Jubilant Discovery Services LLC
- Jubilant Innovation (USA) Inc.
- Chambal Fertilisers and Chemicals Limited
- VAM Holdings Limited
- Jubilant Life Sciences International Pte. Limited
- Jubilant Drug Development Pte. Limited
- Jubilant Innovation Pte. Limited
- Jubilant Life Sciences (BVI) Limited
- Safe Foods Corporation
- Jubilant Bhartia Foundation
- Jubilant Pharma UK Limited
- Jubilant Capital Private Limited
- Jubilant Enpro Private Limited
- TrialStat Solutions Inc. (Formerly Jubilant Drug Discovery & Development Services Inc.)
- Drug Discovery & Development Solutions Limited
- Jubilant Biosys Innovation Research Services Pte. Limited
- SSBPB Investment Holding Private Limited
- HSSS Investment Holding Private Limited
- DP Eurasia NV
- Summit Sky Limited
- Sun Field Limited
- SPB Trustee Company Private Limited
- SSP Trustee Company Private Limited
- SS Trustee Company Private Limited
- SBS Trustee Company Private Limited
- SSBSB Realty Trustee Company Private Limited
- SBSSB Realty Trustee Company Private Limited

Details of his Committee Chairmanship/membership of the Indian public companies are given below:

Sr. No.	Name of Company	Name of Committee	Position Held (Chairperson/Member)
1	Jubilant Pharmova Limited	Sustainability & CSR Committee	Member
		Nomination, Remuneration & Compensation Committee	Member
		Stakeholders Relationship Committee	Member
		Finance Committee	Chairman
		Restructuring Committee	Chairman
		Capital Issue Committee	Chairman
		Fund Raising Committee	Chairman
2	Jubilant Ingrevia Limited	Nomination, Remuneration & Compensation Committee	Member
		Sustainability & CSR Committee	Member
		Listing Compliance Committee	Member
		Finance Committee	Chairman
3	Jubilant FoodWorks Limited	Risk Management Committee	Member
		Regulatory & Finance Committee	Chairman
		Nomination, Remuneration and Compensation Committee	Chairman
		Sustainability and Corporate Social Responsibility Committee	Member
		Investment Committee	Chairman
4	VAM Holdings Limited	Stakeholders Relationship Committee	Member
5	Chambal Fertilisers and Chemicals Limited	Banking and Finance Committee	Chairman
		Strategy Committee	Member

During the Financial Year ended March 31, 2021, Mr. Shyam S. Bhartia attended 4 meetings of Board of Directors of the Company held on May 29, 2020, September 4, 2020, November 4, 2020 and February 5, 2021.

On re-appointment, Mr. Shyam S. Bhartia shall be liable to retire by rotation. He is related to Mr. Hari S. Bhartia, Co-Chairman and Managing Director of the Company, being his brother. Mr. Priyavrat Bhartia, Director, is son of

Mr. Shyam S. Bhartia. He is not related to any other Director or Key Managerial Personnel of the Company. He has opted not to take any commission or sitting fees from the Company during the Financial Year 2020-21.

2. Mr. Hari S. Bhartia

Hari S. Bhartia, 64 years, is the Co-Chairman and Managing Director of Jubilant Pharmova Limited. He holds a Bachelors' degree in Chemical Engineering from the Indian Institute of Technology, Delhi.

He, together with his brother Mr. Shyam S. Bhartia, is the Founder and Co-Chairman of Jubilant Bhartia Group headquartered in Noida, India. The Jubilant Bhartia Group, has a strong presence in diverse sectors like Pharmaceuticals, Contract Research and Development Services, Proprietary Novel Drugs, Life Science Ingredients, Agri Products, Performance Polymers, Food Service (QSR), Food, Auto, Consulting in Aerospace and Oilfield Services. Jubilant Bhartia Group has four flagship Companies- Jubilant Pharmova Limited, Jubilant FoodWorks Limited, Jubilant Ingrevia Limited and Jubilant Industries Limited. He is also the Co-Chairman of Jubilant Foodworks Limited and Jubilant Ingrevia Limited.

He was conferred the Distinguished Alumni Award from the Indian Institute of Technology, Delhi in 2000. He has rich industrial experience of over 36 years in the pharmaceuticals and specialty chemicals, food, oil and gas (exploration and production) and aerospace sectors and has been instrumental in developing strategic alliances and affiliations with leading global companies. He has been associated in various capacities with the IIT system and with the Ministry of Human Resource Development, Government of India.

He is a former President of the Confederation of Indian Industry (CII) and a member of several educational, scientific and technological programs of the Government of India. He is the former Chairman of the Board of Governors of the Indian Institute of Management (IIM), Raipur and Indian Institute of Technology (IIT), Kanpur. He currently Chairs the Board of Governors, Indian Institute of Management, Vishakhapatnam. He is currently Member of the International Advisory Board of McGill University, Canada and Chairman of CII-Jubilant Food & Agriculture Centre of Excellence.

He is a member of several CEO Forums and prominent being the India-USA CEO Forum and India-France CEO Forum. He is a regular participant at the World Economic Forum Annual Meeting in Davos and is a member of the World Economic Forum's International Business

Council; Community of Chairpersons; Global Health and Healthcare Governors Community; Family Business Community. He was the Co-Chair of the Davos Annual Meeting of the World Economic Forum 2015. He is also a Founding Member of Centre for Social and Economic Progress (CSEP).

He is a strong proponent of Corporate Social Responsibility. He, along with Mr. Shyam S. Bhartia, established Jubilant Bhartia Foundation, whose efforts are directed towards community development with focus on Primary Education, Basic Healthcare services and Livelihood generation programs. He is also deeply involved in 'Social Entrepreneur of the Year Award - India', a joint initiative of Jubilant Bhartia Foundation and Schwab Foundation for Social Entrepreneurship, with an objective of recognizing promising and successful social entrepreneurs in India.

His immense contributions have been recognized by various awards. He, along with Mr. Shyam S. Bhartia, were felicitated with the Entrepreneur of the Year Award at the prestigious AIMA Managing India Awards 2013, presented by the President of India. He also shared with Mr. Shyam S. Bhartia, Ernst & Young Entrepreneur of the Year Award 2010 for Life Sciences & Consumer Products category.

He is on the Board of the Company since November 1, 1983. He holds 3,60,885 equity shares of the Company. He also holds directorships in the following companies/bodies corporates:

- Jubilant Ingrevia Limited
- Jubilant FoodWorks Limited
- Shriram Pistons and Rings Limited
- Jubilant Bhartia Foundation
- CSEP Research Foundation
- Jubilant Pharma Limited
- Jubilant Therapeutics Inc.
- Jubilant Enpro Private Limited
- Jaytee Private Limited
- Jubilant Securities Private Limited
- BT Telecom India Private Limited
- HSB Trustee Company Private Limited
- HKB Trustee Company Private Limited
- HS Trustee Company Private Limited
- KHB Trustee Company Private Limited
- Global Health Private Limited
- DP Eurasia NV

Details of his Committee Chairmanship/membership of the Indian public companies are given below:

Sr. No.	Name of Company	Name of Committee	Position Held (Chairperson/Member)
1	Jubilant Pharmova Limited	Sustainability & CSR Committee	Member
		Risk Management Committee	Member
		Finance Committee	Member
		Restructuring Committee	Member
		Capital Issue Committee	Member
		Fund Raising Committee	Member
2	Jubilant Ingrevia Limited	Sustainability & CSR Committee	Member
		Nomination, Remuneration & Compensation Committee	Member
		Listing Compliance Committee	Member
		Finance Committee	Member
		Risk Management Committee	Member
3	Jubilant FoodWorks Limited	Risk Management Committee	Chairperson
		Regulatory & Finance Committee	Member
		Nomination, Remuneration and Compensation Committee	Member
		Sustainability and Corporate Social Responsibility Committee	Chairperson
		Investment Committee	Member

During the Financial Year ended March 31, 2021, Mr. Hari S. Bhartia attended 4 meetings of Board of Directors of the Company held on May 29, 2020, September 4, 2020, November 4, 2020 and February 5, 2021.

The terms and conditions of his appointment as Co-Chairman and Managing Director including remuneration are given in the Notice of the AGM. During the Financial Year 2020-21, Mr. Hari S. Bhartia was paid remuneration of ₹ 12,18,03,665 including commission of ₹ 3,30,00,000 payable.

On re-appointment, Mr. Hari S. Bhartia shall be liable to retire by rotation. He is related to Mr. Shyam S. Bhartia, Chairman, being his brother. Mr. Arjun Shanker Bhartia, Director, is his son. He is not related to any other Director or Key Managerial Personnel of the Company.

3. Mr. Pramod Yadav

Mr. Pramod Yadav, 57 years, holds a bachelor's degree from the Institute of Chemical Technology, University of Mumbai, formerly known as Department of Chemical Technology, University of Bombay and a Masters in Marketing Management from Jamnalal Bajaj Institute of Management Studies, University of Mumbai, formerly known as University of Bombay.

He has over 34 years of industry experience. He was the Executive Committee Member of Indian Chemical Council (ICC), a member of National Chemicals Committee for Federation of Indian Chambers of Commerce & Industry (FICCI) and a member of National Committee on Chemicals for Confederation of Indian Industry (CII). He has been with Jubilant Group for more than 25 years.

He has previously worked for Garware Paints Limited, Shalimar Paints Limited and Bhansali Engineering Polymers Limited.

He is on the Board of the Company since February 5, 2021. He is the Chief Executive Officer and Director of Jubilant Pharma Limited, a wholly-owned subsidiary of the Company. He holds directorships in the following companies/bodies corporate:

- Jubilant DraxImage Limited
- Jubilant Generics Limited
- Jubilant Pharma Limited
- Jubilant Life Sciences NV
- Sofie Biosciences Inc.
- Jubilant Therapeutics Inc.
- Jubilant Pharma NV
- Jubilant Pharmaceuticals NV
- PSI Supply NV
- Jubilant Draximage Inc.
- Draximage (UK) Limited
- Jubilant Pharma Australia Pty Ltd.
- Jubilant Cadista Pharmaceuticals Inc.
- Jubilant Draximage (USA) Inc.
- Jubilant HollisterStier Inc.
- Jubilant HollisterStier LLC
- Jubilant Pharma Holdings Inc.
- Draxis Pharma LLC
- Jubilant Draximage Radiopharmacies Inc.
- Jubilant Pharma UK Limited

Details of his Committee Chairmanship/membership of Indian Public companies are given below:

Sr. No.	Name of Company	Name of Committee	Position Held (Chairperson/Member)
1	Jubilant Pharmova Limited	Risk Management Committee	Member
		Sustainability & CSR Committee	Member
2	Jubilant Generics Limited	Audit Committee	Member
		Nomination and Remuneration Committee	Member
		Corporate Social Responsibility Committee	Member
		Finance Committee	Chairman
		Allotment Committee	Chairman

The disclosures with respect to the Board meetings attended, remuneration paid or proposed to be paid are not applicable.

Mr. Yadav does not hold any shares of the Company by himself or for any other person on a beneficial basis.

Remuneration, if any, shall be paid to Mr. Yadav as may be decided by the Board from time to time. He shall be liable to retire by rotation. He is not related to any Director or Key Managerial Personnel of the Company.

4. Mr. Arvind Chokhany

Mr. Chokhany, 49 years, is a Chartered Accountant and Cost Accountant with 25 years of post qualification experience. Prior to joining the Company, Mr. Chokhany was working with Tata Projects Limited as Chief Financial Officer for the last 2 years. Prior to Tata Projects, Mr. Chokhany has worked as Chief Financial Officer of Tata Realty & Infrastructure Limited for 5 years. Mr. Chokhany has extensive experience in Banking and Finance operations.

He has worked for 8 years with Standard Chartered Bank. Before joining Standard Chartered Bank, he has worked for 4 years with Deutsche Bank in the Global Custody business and in Deutsche Consulting for Asia & Middle East markets. He has also worked with HDFC Bank in banking operations and product development for 4 years.

He has been appointed as Additional Director and Group Chief Financial Officer & Whole-time Director of the Company effective from April 1, 2021. He does not hold equity shares of the Company. He also holds directorships in the following companies/ bodies corporates:

- Jubilant Pharma Limited
- Jubilant Bhartia Foundation
- Jubilant Generics Limited
- Jubilant Biosys Limited
- Jubilant Therapeutics India Limited
- Jubilant Business Services Limited
- Jubilant Crop Protection Limited

Details of his Committee Chairmanship/membership of the Indian public companies are given below:

Sr. No.	Name of Company	Name of Committee	Position Held (Chairperson/Member)
1	Jubilant Pharmova Limited	Audit Committee	Member
		Sustainability & CSR Committee	Member
		Stakeholders Relationship Committee	Member
		Risk Management Committee	Member
		Finance Committee	Member
		Fund Raising Committee	Member

Mr. Arvind Chokhany holds office of Additional Director upto the date of ensuing Annual General Meeting. In view of his appointment effective from April 1, 2021, disclosures with respect to the Board meetings attended and remuneration paid during Financial Year 2020-21 are not applicable. The terms and conditions of his appointment as Group CFO & Whole-time Director including remuneration are given in the Notice of the AGM.

Mr. Chokhany shall be liable to retire by rotation. He is not related to any Director or Key Managerial Personnel of the Company.

5. Mr. Sushil Kumar Roongta

Mr. Sushil Kumar Roongta, 71 years, holds a Bachelor's degree in Electrical Engineering from the Birla Institute of Technology & Science (BITS), Pilani, and a Post Graduate Diploma in Business Management-International Trade,

from the Indian Institute of Foreign Trade (IIFT), New Delhi. He is a Fellow of All India Management Association (AIMA) and fellow of Indian National Academy of Engineering (INAE).

Mr. Roongta was Executive Chairman of Steel Authority of India Limited (SAIL) from August 2006 to May 2010. During his tenure, ranking of SAIL among 'World Class Steel Makers' moved upto second position, as per World Steel Dynamics, USA.

Mr. Roongta headed a 'Panel of Experts on the Reforms in the Central PSEs' constituted by the Planning Commission. He has also been a member of the Committee formed by the Ministry of Corporate Affairs to formulate Policy Document on Corporate Governance. Mr. Roongta is associated with several academic institutions and has been Chairman, Board of Governors, IIT Bhubaneswar

(2012-2015) and is a member of Board of Management, JKL University.

He is also associated with Apex Chambers, being Member of Executive Committee and Mentor of Non-Ferrous Metal Committee of FICCI and Member of Managing Committee of PHD Chamber of Commerce and Industry. Mr. Roongta is Non-Executive Chairman of Bharat Aluminium Company Limited.

He also holds directorships in the following companies/ bodies corporates:

- Jubilant Ingrevia Limited
- ACC Limited
- Bharat Aluminium Company Limited
- Hero Steels Limited
- Great Eastern Energy Corporation Limited
- JK Paper Limited
- Titagarh Wagons Limited
- PHD Chamber of Commerce and Industry

Details of his Committee Chairmanship/membership of Indian public companies are given below:

Sr. No.	Name of the Company	Name of Committee	Position Held (Chairperson/ Member)
1	Jubilant Pharmova Limited	Sustainability & CSR Committee	Member
		Nomination, Remuneration & Compensation Committee	Member
		Risk Management Committee	Chairman
		Restructuring Committee	Member
2	Jubilant Ingrevia Limited	Audit Committee	Chairman
		Stakeholders and Relationship Committee	Member
		Sustainability & CSR Committee	Member
		Risk Management Committee	Member
3	Hero Steels Limited	Audit Committee	Chairman
4	ACC Limited	Audit Committee	Member
5	Great Eastern Energy Corporation Limited	Audit Committee	Member

Mr. Sushil Kumar Roongta was first appointed on the Board of Directors of the Company on May 23, 2017. During the Financial Year ended March 31, 2021, he attended 4 meetings of Board of Directors of the Company held on May 29, 2020, September 4, 2020, November 4, 2020 and February 5, 2021. The Company has paid sitting fees of ₹ 4,35,000 to Mr. Roongta during the Financial Year 2020-21. Also, commission of ₹ 10.00 Lac for the Financial Year 2019-20 has been paid to him during the Financial Year 2020-21.

He is not related to any Director or Key Managerial Personnel of the Company. He does not hold any shares of the Company by himself or for any other person on a beneficial basis.

6. Mr. Vivek Mehra

Mr. Vivek Mehra, 66 years, is a well-respected tax and regulatory professional with over 41 years of experience in tax, regulatory and M&A tax structuring and consulting space. He is a Chartered Accountant.

He has held various leadership roles in PriceWaterhouseCoopers Private Limited ('PWC'). He was Executive Director of PWC till April 2017. He is an Independent Director on the Board of Directors of various reputed companies including Chambal Fertilizers Limited, DLF Limited, HT Media Limited, Digicontent Limited,

Havells India Limited and Zee Entertainment Enterprises Limited.

He was also associated with FICCI Steering Committee and National Executive Committee.

Apart from Jubilant Pharmova Limited, he holds directorships in the following companies/ bodies corporates:

- DLF Limited
- HT Media Limited
- Chambal Fertilizers and Chemicals Limited
- Digicontent Limited
- Havells India Limited
- Zee Entertainment Enterprises Limited
- Embassy Office Parks Management Services Private Limited
- Jubilant Pharma Holdings Inc.
- DLF Assets Limited
- Jubilant Draximage Inc.
- Bharat Hotels Limited
- Hero Future Energies Private Limited (Formerly Clean Solar Power (Hiriyur) Private Limited
- Grassroot Trading Network for Women

Details of his Committee Chairmanship/membership of Indian public companies are given below:

Sr. No.	Name of the Company	Name of Committee	Position Held (Chairperson/ Member)
1	Jubilant Pharmova Limited	Audit Committee	Member
		Nomination, Remuneration & Compensation Committee	Member
		Restructuring Committee	Member
2	DLF Limited	Audit Committee	Member
3	HT Media Limited	Audit Committee	Chairman
		Risk Management Committee	Chairman
		Nomination and Remuneration Committee	Member
4	Chambal Fertilizers and Chemicals Limited	Audit Committee	Member
		Risk Management Committee	Chairman
		Banking and Finance Committee	Member
5	Digicontent Limited	Audit Committee	Chairman
6	Havells India Limited	Nomination and Remuneration Committee	Member
7	Zee Entertainment Enterprises Limited	Audit Committee	Chairman
		Finance Sub Committee	Member
8	DLF Assets Limited	Corporate Social Responsibility Committee	Chairman
9	Bharat Hotels Limited	Audit Committee	Member
10	Grassroot Trading Network for Women	Finance Committee	Member

Mr. Vivek Mehra was first appointed on the Board of Directors of the Company on May 23, 2017. During the Financial Year ended March 31, 2021, he attended 4 meetings of Board of Directors of the Company held on May 29, 2020, September 4, 2020, November 4, 2020 and February 5, 2021. The Company has paid sitting fees of ₹ 4,55,000 to Mr. Mehra during the Financial Year 2020-21. Also, commission of ₹ 10.00 Lac for the Financial Year 2019-20 has been paid to him during the Financial Year 2020-21.

He is not related to any Director or Key Managerial Personnel of the Company. He does not hold any shares of the Company by himself or for any other person on a beneficial basis.

7. Dr. Ashok Misra

Dr. Ashok Misra, 73 years, is B. Tech. in Chemical Engineering from the Indian Institute of Technology, Kanpur and M.S. in Chemical Engineering from Tufts University, Medford, MA, USA. He was conferred a Doctorate Degree in Polymer Science & Engineering by the University of Massachusetts, Amherst, USA in 1974.

He is awarded with the position of "NASI Platinum Jubilee Chair Distinguished Professor" by the National Academy of Sciences, India. He is also a Fellow of the Indian

National Academy of Engineering (INAE) and a Fellow as well as past President of the National Academy of Sciences, India (NASI).

He is the Founder President of the Polymer Processing Academy and past President of the Society of Polymer Science, India. He has rich experience in the field of Polymer Science and Engineering.

Dr. Misra has been conferred with many awards of National and International importance for his contribution to education and the society. He is also the Founder President of the IIT Alumni Centre, Bengaluru.

He was the Chairman, Board of Governors of IIT Roorkee from 2014-17 and the Chairman of the Standing Committee of the IIT Council from 2015-17.

He also holds directorships in the following companies/bodies corporates:

- Jubilant Pharma Limited, Singapore
- SKG Terra Promenade Private Limited
- KELBUZZ Trading Private Limited
- Kirloskar Electric Company Limited
- Higher Education Financing Agency

Details of his Committee Chairmanship/membership of Indian public companies are given below:

Sr. No.	Name of the Company	Name of Committee	Position Held (Chairperson/ Member)
1	Jubilant Pharmova Limited	Audit Committee	Member
		Stakeholders Relationship Committee	Member
		Sustainability & CSR Committee	Chairman

Dr. Ashok Misra was first appointed on the Board of Directors of the Company on September 15, 2014. During the Financial Year ended March 31, 2021, he attended 4 meetings of Board of Directors of the Company held on May 29, 2020, September 4, 2020, November 4, 2020 and February 5, 2021. The Company has paid sitting fees of ₹ 3,95,000 to Dr. Misra during the Financial Year 2020-21. Also, commission of ₹ 10.00 Lac for the Financial Year 2019-20 has been paid to him during the Financial Year 2020-21.

He is not related to any Director or Key Managerial Personnel of the Company. He does not hold any shares of the Company by himself or for any other person on a beneficial basis.

By Order of the Board
For **Jubilant Pharmova Limited**

Noida
June 4, 2021

Rajiv Shah
Company Secretary