



IND-SWIFT LABORATORIES LIMITED

Regd. Office : S.C.O. 850, Shivalik Enclave, NAC, Manimajra, Chandigarh - 160 101
Phones : ++ 91 - 172-2730503, 2730920, 5061850, 5061853
E-mail : info@indswiftlabs.com Website : www.indswiftlabs.com
CIN No. L24232CH1995PLC015553



Ref: ISLL:CH:2025

Date: 5th September, 2025

**The President
Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai 400 001**

**The Vice President,
Listing Compliance Department,
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor
Plot No. C/2, G-Block,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051**

BSE Scrip Code: 532305

NSE Symbol: INDSWFTLAB

Subject: Notice of 30th Annual General Meeting and Annual Report.

Dear Sir/Ma'am,

Notice convening the 30th Annual General Meeting (AGM) ("Notice") and the Annual Report of the Company, for the financial year 2024-25, are being sent through electronic mode to all the members whose e-mail address is registered with the Company / Company's Registrar and Transfer Agent / Depository Participants / Depositories.

Notice and Annual Report are attached and the same are also available on the Company's website at:

Weblink for Notice	https://indswiftlabs.com/wp-content/uploads/2025/09/Notice_of_AGM_Sept-29-2025.pdf
Weblink for Annual Report	https://indswiftlabs.com/wp-content/uploads/2025/09/Annual_Report_2024-25.pdf
Exact path of Annual Report 2024-25:	https://www.indswiftlabs.com/investor/

Further, pursuant to Regulation 36(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a letter providing the web-link of the Annual Report, being sent to those members who have not registered their e-mail address, is also attached and available on the Company's website at www.indswiftlabs.com.

This is for information and records.

Thanking you
For **IND-SWIFT LABORATORIES LTD.**

**PARDEEP VERMA
VP-CORPORATE AFFAIRS &
COMPANY SECRETARY
Encl.: as above**





IND SWIFT LABORATORIES LIMITED

CIN: L24232CH1995PLC015553

Registered Office: SCO 850, Shivalik Enclave, NAC, Manimajra, Chandigarh 160101

Email: investor@indswiftlabs.com , Website: www.indswiftlabs.com

NOTICE

Notice is hereby given that the 30th Annual General Meeting of the members of Ind-Swift Laboratories Limited will be held on Monday, the 29th September, 2025 at 11:30 A.M. through Video Conference ("VC")/Other Audio Visual means ("OAVM") to transact the following business:

ORDINARY BUSINESS

1. To receive, consider, approve and adopt the Audited Financial Statements (including Consolidated Financial Statements) for the financial year ended 31st March, 2025 together with the Directors' and Auditors' Reports thereupon.
2. To appoint a director in place of Mr. Rishav Mehta, Executive Director (DIN: 03028663) who retires by rotation under the provisions of Companies Act, 2013 and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. RATIFICATION OF REMUNERATION TO THE COST AUDITORS FOR THE FINANCIAL YEAR 2025-26:

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

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. V. Kumar & Associates, Cost Accountants, having Firm Registration No. 100137, appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2025-26, at a remuneration of up to ₹ 2,00,000/- (Rupees Two Lakhs only) per annum plus applicable taxes and reimbursement of out-of-pocket expenses incurred by them in connection with the aforesaid audit, as recommended by the Audit Committee and approved by the Board of Directors of the Company, be and is hereby ratified, confirmed and approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, things and deeds and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. TO APPOINT SECRETARIAL AUDITOR FOR SECRETARIAL AUDIT OF THE COMPANY.

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

"RESOLVED THAT in accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) and based on the recommendation of the Audit Committee and Board of Directors of the Company, Mr. Vishal Arora, Practicing Company Secretary be and is hereby appointed as Secretarial Auditor of the Company for a term of 5 (five) consecutive financial years commencing from the financial year 2025-26 to the financial year 2029-30, on such remuneration as may be as may be mutually agreed upon between the Board and the Secretarial Auditors."

5. TO APPOINT SH. SUBODH GUPTA (DIN:01393423) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass with or without modifications, the following resolution as **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 ("Act") read with the Rules framed thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR Regulations") (including any statutory modification or re-enactment thereof for the time being in force), the Articles of Association of the Company, approvals and recommendation of the Nomination and

Remuneration Committee and that of the Board of Directors, Sh. Subodh Gupta (DIN: 01393423), who was appointed as an Additional Director in the capacity of an Independent Director with effect from July 05, 2025, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of five years till July 04, 2030, and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper, or expedient to give effect to this resolution."

6. TO APPOINT SH. PRABHAT KHURANA (DIN:03289193) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass with or without modifications, the following resolution as **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 ("Act") read with the Rules framed thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR Regulations") (including any statutory modification or re-enactment thereof for the time being in force), the Articles of Association of the Company, approvals and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Sh. Prabhath Khurana (DIN: 03289193), who was appointed as an Additional Director in the capacity of an Independent Director with effect from July 05, 2025, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of five years till July 04, 2030, and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper, or expedient to give effect to this resolution."

7. TO APPROVE RELATED PARTY TRANSACTION UNDER SECTION 188 (1) (f) OF THE COMPANIES ACT 2013.

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

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 read with rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any (including any statutory modification or enactment thereof for the time being in force) consent of the Members of the Company be and is hereby accorded to Dr. Gopal Munjal , to hold and continue to hold an office or place of profit in the Company as 'Member Marketing Advisory Board ' on a total remuneration exceeding ₹2.50 Lakhs per month subject to maximum remuneration of up to ₹20 Lakhs per month.

RESOLVED FURTHER THAT the Board of Directors ('the Board') be and is hereby authorised to review and determine, from time to time, the term of holding of the said office or place of profit by Dr. Gopal Munjal as 'Member Marketing Advisory Board ' or at such designation including his remuneration as the Board at its discretion think fit and proper and to take such steps as may be necessary, proper or expedient to give effect to this resolution."

8. TO APPROVE RELATED PARTY TRANSACTION UNDER SECTION 188 (1) (f) OF THE COMPANIES ACT 2013.

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

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 read with rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any (including any statutory modification or enactment thereof for the time being in force) consent of the Members of the Company be and is hereby accorded to Mr. S.R.Mehta , to hold and continue to hold an office or place of profit in the Company as 'Member Marketing Advisory Board ' on a total remuneration exceeding ₹2.50 Lakhs per month subject to maximum remuneration up to ₹20 Lakhs per month.

RESOLVED FURTHER THAT the Board of Directors ('the Board') be and is hereby authorised to review and determine, from time to time, the term of holding of the said office or place of profit by Mr. S.R.Mehta as 'Member Marketing Advisory Board ' or at such designation including his remuneration as the Board at its discretion think fit and proper and to take such steps as may be necessary, proper or expedient to give effect to this resolution."

9. TO APPROVE RELATED PARTY TRANSACTION UNDER SECTION 188 (1) (f) OF THE COMPANIES ACT 2013.

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

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 read with rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any (including any statutory modification or enactment thereof for the time being in force) consent of the Members of the Company be and is hereby accorded to Dr. V.R.Mehta , to hold and continue to hold an office or place of profit in the Company as ‘Member Marketing Advisory Board ’ on a total remuneration exceeding ₹2.50 Lakhs per month subject to maximum remuneration up to ` 20 Lakhs per month.

RESOLVED FURTHER THAT the Board of Directors (‘the Board’) be and is hereby authorised to review and determine, from time to time, the term of holding of the said office or place of profit by Dr. V.R.Mehta as ‘Member Marketing Advisory Board ’ or at such designation including his remuneration as the Board at its discretion think fit and proper and to take such steps as may be necessary, proper or expedient to give effect to this resolution.”

By order of the Board

Sd/-

Pardeep Verma

VP-Corporate Affairs &

Company Secretary

Place: Chandigarh

Date: 25.08.2025

NOTES

1. In compliance with General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and Circular issued by SEBI vide Circular No. SEBI/HO/CFD/ CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 (“SEBI Circular”), other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof) for the time being in force and as amended from time to time and the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the 30th Annual General Meeting (“AGM”) of the Company is being held through VC/OAVM without the physical presence of Members at a common venue. The deemed venue for the 30th AGM shall be the Registered Office of the Company, i.e. SCO 850, Shivalik Enclave, NAC, Manimajra, Chandigarh – 160101.
2. The relevant details, pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards-2 issued by ICSI, in respect of Directors seeking appointment/re-appointment at this AGM is annexed to this Notice.
3. Pursuant to the provisions of the act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the company. Since this AGM is being held pursuant to the MCA circulars through VC or OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the MCA circulars and the SEBI circulars, the facility for the appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this notice. However, in pursuance of section 112 and section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
4. In case of joint holders attending the Meeting, only such joint holders whose name is higher in the order of names will be entitled to vote at the Meeting.
5. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, 2015 and in terms of SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 in relation to e-Voting facility provided by Listed Companies, the Company is pleased to provide its members the facility of casting votes electronically viz. “remote e-voting” (e-Voting from a place other than venue of the AGM). For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL. Members of the Company holding shares as on cut-off date i.e., Monday, 22nd September, 2025 may cast their vote either by remote e-voting or e-voting system as on date of AGM. A person who is not a member as on the cut-off date should treat this notice for information purposes only.

The information w.r.t. voting process and other instructions regarding e-voting are detailed in Notes.

6. In compliance with the aforesaid Circulars, the Notice calling the AGM inter-alia indicating the process and manner of e-voting along with the Annual Report 2024-25 containing Board's Report, Auditor's Report, Audited Financial Statements and other documents is being sent only through electronic mode to those members whose e-mail addresses are registered with Company/ Depositories.

Members may note that the notice calling the AGM along with the Annual Report for FY 2024-25 has been uploaded on the website of the Company at www.indswiflabs.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. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e., www.evotingindia.com.

7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
8. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts in respect Item No. 3 - 6, is annexed hereto and forms part of this notice. In respect of item no. 2, 5 & 6 the relevant details of the Directors seeking appointment/ re-appointment at this AGM as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('Secretarial Standard') are annexed hereto. Requisite declarations have been received from the Directors seeking appointment/re-appointment.
9. All documents referred to in the Notice will also be available electronically for inspection during business hours, 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 a request from their registered Email Id mentioning their name, DP ID and Client ID / Folio No., PAN and Mobile No. to the Company at investor@indswiflabs.com
10. The Register of Members and Share Transfer Books of the Company will remain closed from 23rd September, 2025 to 29th September, 2025, both days inclusive.
11. The members are requested to inform changes, if any, in their Registered Address along with PIN Code Number to the Company Secretary at the Registered Office address.
12. Members of the Company under the category of Institutional Investors/Corporate Members (i.e., other than individuals, HUFs, NRIs, etc.) are encouraged to attend and vote at the AGM through VC. They are required to send a scanned copy (PDF/JPG format) of their respective Board or governing body Resolution, Authorization, etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-Voting on investor@indswiflabs.com
13. Attention of members is hereby invited towards provisions of Section 188 (1) of the Companies Act 2013 wherein under second proviso thereto, no member of the Company shall vote on such resolution, to approve any contract or arrangement which may be entered into by the Company, if such member is a related party.
14. In terms of section 107 and 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 the Company is providing the facility to its Members holding shares in physical and dematerialized form as on the cutoff date 22nd September, 2025 to exercise their right to vote by electronic means on any or all of the business specified in the accompanying notice. Necessary information and instructions for e-voting are also enclosed.
15. 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.
16. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
17. Pursuant to the provision of rule 18(3)(i) of the Companies (Management & Administration Rules, 2014), the Company shall provide an advance opportunity at least once in a financial year to the members to register their e-mail address and changes therein. In view of the same, members are requested to kindly update their e-mail addresses with Depository Participants in case of holding shares in Demat form. If holding shares in physical form, members are requested to inform their e-mail id to the Company.

18. Members are hereby informed that there is no unpaid dividend for earlier years which is due to be transferred to the Investor Education and Protection Fund (IEPF) under the provisions of Section 124 and 125 of the Act. The claimant of shares transferred to IEPF shall be entitled to claim the shares from IEPF by submitting an online application in form IEPF-5, send the same duly signed by him/her along with the requisite documents as enumerated in form IEPF-5 to the Company at the registered office for verification of his/her claim.
19. Pursuant to SEBI Circular No. SEBI/HO/ MIRSD/POD-1/P/CIR/2024/37 dated 7th May, 2024, the Company shall issue the securities in dematerialized form only while processing the service request(s) in the form(s) prescribed therein. The form(s) are available on the website of the Company at <https://www.indswiftlabs.com/investor/shareholder-services/> and on the website of Registrar & Share Transfer Agent, Alankit Assignments Ltd. at www.alankit.com.
20. Process for registration/update, pertaining to the name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc:
 - i) In case shares are held in physical mode, members are requested to submit their service requests in the prescribed format. The form(s) are available on the website of the Company at <https://www.indswiftlabs.com/investor/shareholder-services/> and on the website of Company's Registrar & Share Transfer Agent, Alankit Assignments Ltd. at www.alankit.com.
 - ii) In case shares are held in electronic mode, members are requested to update the details with their respective Depository Participants.
21. All the work related to share registry in terms of both physical and electronic, are being conducted by Alankit Assignments Ltd at 4E/2, Anarkali Market , Jhandewalan Extension, New Delhi-110055 Tel. : 011 - 2354 234 / 42541234, Fax. : 011 - 42541201, E-mail: vijayps1@alankit.com. The members are requested to send their communication to the aforesaid address.
22. Members may kindly note that in accordance with SEBI Master Circular for Online Resolution of Disputes in the Indian Securities Market bearing no. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated 31st July, 2023 (as amended from time to time), the Company has registered on the SMART ODR Portal (Securities Market Approach for Resolution through Online Disputes Resolution Portal). SEBI has specified that a shareholder shall first take up his/ her/their grievance with the listed entity by lodging a complaint directly with the concerned listed entity or its RTA and if the grievance is not redressed satisfactorily, the shareholder may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the shareholder is not satisfied with the outcome, he/she/ they can initiate dispute resolution through the SMART ODR Portal. This platform aims to enhance investor grievance resolution by providing access to Online Dispute Resolution Institutions for addressing complaints. Members may feel free to utilize this online conciliation and/or arbitration facility, as outlined in the circular, to resolve any outstanding disputes between Members and the Company (including RTA). Members can access the SMART ODR Portal via the following link: <https://smartodr.in/login> and the same can be accessed through Company's Website at [Shareholder Services | Ind-Swift Laboratories Ltd. \(indswiftlabs.com\)](http://Shareholder Services | Ind-Swift Laboratories Ltd. (indswiftlabs.com)).
23. Members desirous of seeking any information relating to the accounts of the Company may write to the Company at Registered Office address for the attention of Mr. Pardeep Verma, VP-Corporate Affairs & Company Secretary at least 7 days in advance of the meeting so that requisite information can be made available at the meeting.

24. The Instructions of Shareholders for E-Voting and Joining Virtual Meetings are as under:

The e-voting facilities will be provided in the following manners: -

- (i) The voting period commences at 9:00 A.M on 26th September, 2025 and ends at 5:00 P.M on 28th September, 2025. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 22nd September, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, read with Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.













Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of various circulars of SEBI 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 to access e-Voting facility.

(A) Login method for Individual shareholders holding securities in de-mat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasitoken/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by the company. By clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-voting Service Providers i.e., CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/home/login. 4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a e-voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. 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 able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.

Type of shareholders	Login Method				
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <table border="1" data-bbox="501 1011 1078 1265"> <tr> <td data-bbox="501 1011 783 1065">  App Store </td> <td data-bbox="783 1011 1078 1065">  Google Play </td> </tr> <tr> <td data-bbox="501 1065 783 1265">  </td> <td data-bbox="783 1065 1078 1265">  </td> </tr> </table>	 App Store	 Google Play		
 App Store	 Google Play				
					
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.				

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or call at toll free no.: 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022-4886 7000 and 022-2499 7000.

Note: In case you have any queries or issues regarding attending Meeting & e-voting from the e-voting system, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under "HELP" section. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai-400013 or send an e-mail to helpdesk.evoting@cdslindia.com or call at toll free no.: 1800 21 09911.

(B) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the **EVSN (250830030)** for **IND SWIFT LABORATORIES LIMITED** to vote on the resolutions.
- (ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the

option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.
- (xv) Shareholders can also cast their vote using CDSL's mobile app CDSL Myeasi. The CDSL Myeasi app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address csteamva@gmail.com and to the Company at the email address viz; investor@indswiflabs.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the **EVSN (250830030)** of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through remote e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance **at least 10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at investor@indswiflabs.com. These queries will be replied to by the company suitably by email.



8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are 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 available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 Company email id i.e. investor@indswiflabs.com.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
4. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
5. Mr. Vishal Arora, Company Secretary (Membership No. 4566) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the entire e- voting process in a fair and transparent manner.
6. The Scrutinizer shall after the conclusion of AGM, shall unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two working days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
7. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.indswiflabs.com and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited.

SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members are requested to submit PAN, or intimate all changes pertaining to their bank details, mandates, nominations, power of attorney, change of address, change of name, email address, contact numbers, specimen signature (as applicable) etc., to their DP in case of holding in demat form.

In case of holding in physical form all changes shall be intimated to Company’s RTA Alankit Assignments Limited through form ISR-1, form ISR-2 and form ISR-3 (as applicable) available on the company’s website at Shareholder Services | Ind-Swift Laboratories Ltd. and on the website of Alankit Assignment Limited at www.alankit.com .

By order of the Board

Sd/-

Pardeep Verma

**VP-Corporate Affairs &
Company Secretary**

Place: Chandigarh

Date: 25.08.2025

Registered Office:

IND-SWIFT LABORATORIES LIMITED
SCO 850, Shivalik Enclave,
NAC, Manimajra
Chandigarh-160101
investor@indswiflabs.com
www.indswiflabs.com

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013 READ TOGETHER WITH REGULATION 17(11) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015.**Item No. 3**

The Board of Directors of the Company on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s V. Kumar & Associates, Cost Accountants, to conduct the Cost audit of the cost records of the Company for the financial year ended 31st March, 2025.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company. Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditors for audit of cost records of the Company for the financial year 2025-26 as set out in the resolution for the aforesaid services to be rendered by them.

None of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) are in any way, whether financially or otherwise, concerned or interested, in the said resolution.

The Board of Directors recommends the Ordinary Resolution as set out in Item No. 3 of the Notice for approval by the members.

Item No. 4

Pursuant to recent amendments to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), a listed entity is required to appoint a Secretarial Audit firm for up to two terms of five consecutive years, subject to Members approval at the Annual General Meeting. In this regard, based on the recommendation of the Audit Committee of Directors, the Board of Directors, at its meeting on August 25, 2025, approved the appointment of Mr. Vishal Arora, Practicing Company Secretary (FCS: 4566, CP No. 3645), as the Company's Secretarial Auditor for five years commencing from FY 2025-26 to FY2029-30, subject to Members' approval, after taking into account the eligibility of the firm's qualification, experience, independent assessment, competency and Company's previous experience based on the evaluation of the quality of audit work done by them in the past. The Company has received a consent letter from Mr. Vishal Arora, confirming his willingness to undertake the Secretarial Audit and issue the Secretarial Audit Report in accordance with Section 204 of the Act along with other applicable provisions, if any, under the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended. Mr. Arora hereby affirms its compliance with Regulation 24A(1B) of the Listing Regulations in providing services to the Company. Further, Mr. Arora confirms that he holds a valid peer review certificate issued by ICSI (Peer Review No. 1219/2021) and it fulfills all eligibility criteria and has not incurred any disqualifications for appointment, as outlined in the SEBI circular dated December 31, 2024. Mr. Arora is an experienced practicing Company Secretary with over 25 years of experience in delivering comprehensive professional services across Corporate Laws, SEBI Regulations and FEMA Regulations. His expertise includes conducting Secretarial Audits, Due Diligence Audits, Compliance Audits etc. He shall be paid such fees and out-of-pocket expenses for FY2025-26 and for subsequent years of the term, as may be determined by the Board on recommendation of Audit Committee in consultation with Mr. Arora. Besides the audit services, the Company would also obtain permitted services which are to be mandatorily received from the Secretarial Auditor under various statutory regulations from time to time, for which Mr. Arora will be remunerated separately on mutually agreed terms. The Board of Directors may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Secretarial Auditor. None of the Directors, Key Managerial Personnel (KMP) and their relatives are, in any way, concerned or interested in the resolution at Item No. 4 of the accompanying Notice. The Board recommends the Ordinary Resolution at Item No. 4 of the accompanying Notice for approval by the Members of the Company.

Item No. 5

Based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board of Directors, had appointed Mr. Subodh Gupta (DIN: 01393423) as an Additional (Non-Executive, Independent) Director of the Company by passing a resolution through circulation, for a term of 5 years commencing from July 5, 2025 to July 4, 2030, not being liable to retire by rotation, subject to approval of the Members by way of Special Resolution.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act"), Mr. Subodh Gupta holds office as an Additional Director till the date of the ensuing Annual General Meeting (AGM) of the company. Further, pursuant to the provisions of Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company is required

to obtain approval of shareholders for the appointment of an Independent Director at the next general meeting or within a period of 3 (three) months from the date of appointment, whichever is earlier.

The Company has received a notice under Section 160 of the Act from a member, proposing the appointment of Mr. Subodh Gupta as an Independent Director of the Company. Mr. Gupta has confirmed that (i) he meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1) of the SEBI Listing Regulations; (ii) he is not disqualified from being appointed as an Independent Director.

Mr. Gupta possesses the requisite skills and capabilities required for the role of Independent Director of the Company and in the opinion of the Board, fulfils the conditions of independence as specified in the Act, the rules made thereunder and the SEBI Listing Regulations to the extent applicable to the Company and is independent of the management of the Company.

Details as required under Regulation 36(3) of the SEBI Listing Regulations and the Secretarial Standard – 2 and other provisions of the applicable laws is detailed below and forms part of the explanatory statement. A copy of the letter of appointment setting out the terms and conditions of the appointment is available to the members for electronic inspection without any fee.

Considering his expertise and knowledge, the Board considers that the appointment of Mr. Gupta as an Independent Director of the Company will be in the interest of the Company, and hence, it recommends appointment of Mr. Gupta as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 consecutive years commencing from July 5, 2025 to July 4, 2030.

Except Sh. Subodh Gupta and his relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this resolution.

Item No. 6

Based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board of Directors, had appointed Mr. Prabhat Khurana (DIN: 03289193) as an Additional (Non-Executive, Independent) Director of the Company by passing a resolution through circulation, for a term of 5 years commencing from July 5, 2025 to July 4, 2030, not being liable to retire by rotation, subject to approval of the Members by way of Special Resolution.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act"), Mr. Prabhat Khurana holds office as an Additional Director till the date of the ensuing Annual General Meeting (AGM) of the company. Further, pursuant to the provisions of Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company is required to obtain approval of shareholders for the appointment of an Independent Director at the next general meeting or within a period of 3 (three) months from the date of appointment, whichever is earlier.

The Company has received a notice under Section 160 of the Act from a member, proposing the appointment of Mr. Khurana as an Independent Director of the Company. Mr. Khurana has confirmed that (i) he meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1) of the SEBI Listing Regulations; (ii) he is not disqualified from being appointed as an Independent Director.

Mr. Khurana possesses the requisite skills and capabilities required for the role of Independent Director of the Company and, in the opinion of the Board, fulfils the conditions of independence as specified in the Act, the rules made thereunder and the SEBI Listing Regulations to the extent applicable to the Company and is independent of the management of the Company.

Details as required under Regulation 36(3) of the SEBI Listing Regulations and the Secretarial Standard – 2 and other provisions of the applicable laws is detailed below and forms part of the explanatory statement. A copy of the letter of appointment setting out the terms and conditions of the appointment is available to the members for electronic inspection without any fee.

Considering his expertise and knowledge, the Board considers that the appointment of Mr. Khurana as an Independent Director of the Company will be in the interest of the Company, and hence, it recommends appointment of Mr. Khurana as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 consecutive years commencing from July 5, 2025 to July 4, 2030.

Except Sh. Khurana and his relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this resolution.

Item No 7, 8 & 9

Dr. Gopal Munjal, Mr. S. R. Mehta and Dr. V.R.Mehta are highly accomplished and results-driven professional with over 40 years with a wealth of experience in the field of Finished dosages form manufacturing, marketing & promotion, supply chain management etc. They have played a pivotal role in driving the formulations business of Ind-Swift Ltd, the Company's marketing strategies and enhancing its overall brand presence. They have been actively involved in streamlining the supply chain management process, optimising efficiencies and ensuring seamless delivery of products to customers.

Their strategic approach has strengthened Company's position in the finished dosages space, enabling Company to tap into new markets. It is proposed to confirm their appointment in the advisory role so as to facilitate the transition of the Transferor Company business to the Transferee in a smooth manner over a period of next two to three years.

The information as required in accordance with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, as well as pursuant to Section 102 of the Act and SEBI Listing Regulations is as under:

a. Name of the Related Party	Dr. Gopal Munjal
Name of the Director or Key Managerial Personnel who is related, if any;	Mr. N.R.Munjal , Chairman and Managing Director
Nature of Relationship	Mr. N.R.Munjal and Dr. Gopal Munjal are related to each others as Brothers
Nature, material terms, monetary value and particulars of the Contract or arrangement	Dr. Gopal Munjal shall draw monthly remuneration which is more than the monthly remuneration mentioned in Section 188 of the Companies Act, 2013 read with rule 15 of Companies(Meeting of Board and its Powers) Rules, 2014 subject to maximum remuneration of ₹20 Lakhs per month.
The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Proposed transaction is 0.43% of Annual Consolidated Turnover of the Company as on March 31, 2025.
If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	Not Applicable
i) details of the source of funds in connection with the proposed transaction;	
ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments,	
<ul style="list-style-type: none"> • nature of indebtedness; • cost of funds; and • tenure; 	
iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	
the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	
Justification as to why the RPT is in the interest of the listed entity and any other information relevant or important for the members to take a decision on the proposed resolution	Dr. Gopal Munjal had been associated with the Transferor Company since 1986. He has played vital role in the field of marketing, supply chain management . Keeping in view his experience in the field of marketing and contribution made by him, it would be in the interest of the Company to appoint him as the Member Marketing Advisory Board

b. Name of the Related Party	Mr. S.R.Mehta
Name of the Director or Key Managerial Personnel who is related, if any;	Mr. Rishav Mehta, Director
Nature of Relationship	Mr. Rishav Mehta, Director is related to Sh.S.R.Mehta as paternal Uncle
Nature, material terms, monetary value and particulars of the Contract or arrangement	Sh. S.R.Mehta shall draw monthly remuneration which is more than the monthly remuneration mentioned in Section 188 of the Companies Act, 2013 read with rule 15 of Companies(Meeting of Board and its Powers) Rules, 2014 subject to maximum remuneration of ₹20 Lakhs per month.
The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Proposed transaction is 0.43% of Annual Consolidated Turnover of the Company as on March 31, 2025.
If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	Not Applicable
iv) details of the source of funds in connection with the proposed transaction;	
v) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments,	
<ul style="list-style-type: none"> • nature of indebtedness; • cost of funds; and • tenure; 	
vi) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	
the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	
Justification as to why the RPT is in the interest of the listed entity and any other information relevant or important for the members to take a decision on the proposed resolution	Mr. S.R.Mehta had been associated with the Transferor Company since 1986. He has played vital role in the field of marketing, supply chain management . Keeping in view his experience in the field of marketing and contribution made by him, it would be in the interest of the Company to appoint a continue him as the Member Marketing Advisory Board
c. Name of the Related Party	Dr. V.R.Mehta
Name of the Director or Key Managerial Personnel who is related, if any;	Mr. Rishav Mehta, Director
Nature of Relationship	Sh. Rishav Mehta, Director is related to Dr.V.R.Mehta as paternal Uncle
Nature, material terms, monetary value and particulars of the Contract or arrangement	Dr. V.R.Mehta shall draw monthly remuneration which is more than the monthly remuneration mentioned in Section 188 of the Companies Act, 2013 read with rule 15 of Companies(Meeting of Board and its Powers) Rules, 2014 subject to maximum remuneration of ₹20 Lakhs per month.
The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Proposed transaction is 0.43% of Annual Consolidated Turnover of the Company as on March 31, 2025.

If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	Not Applicable
vii) details of the source of funds in connection with the proposed transaction;	
viii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments,	
<ul style="list-style-type: none"> • nature of indebtedness; 	
<ul style="list-style-type: none"> • cost of funds; and 	
<ul style="list-style-type: none"> • tenure; 	
ix) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	
the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
Justification as to why the RPT is in the interest of the listed entity and any other information relevant or important for the members to take a decision on the proposed resolution	Dr. V.R.Mehta had been associated with the Transferor Company since 1986. He has played vital role in the field of marketing, supply chain management . Keeping in view his experience in the field of marketing and contribution made by him, it would be in the interest of the Company to appoint him as the Member Marketing Advisory Board

The Board of Directors, on the basis of recommendation of Nomination and Remuneration Committee may determine higher designation and increments including perquisites etc. from time to time or annually as may be considered appropriate subject to maximum remuneration of 20 Lakhs per month. Under the provisions of Section 188 of the Companies Act, 2013, prior approval of the Company by way of a resolution is necessary for a relative of a Director to hold and continue to hold an office of profit in the Company carrying a monthly remuneration exceeding `2.50 Lakhs. In view of the business expediency, administrative convenience and to ensure due compliance of the applicable law, it is thus proposed to obtain approval of the Company as such for provision of remuneration in the manner stated in the resolution mentioned herein above. Your Directors recommend the resolution at Item No. 7, 8 & 9 of the Notice for your approval as an Ordinary Resolution. Mr.N.R.Munjhal, Mr. Rishav Mehta being relative of Dr. Gopal Munjal and Mr. S.R.Mehta and Dr. V.R.Mehta respectively is deemed to be concerned or interested in the resolution. The other relatives of Dr. Gopal Munjal and Mr. S.R.Mehta and Dr. V.R.Mehta may be deemed to be interested in the said resolution at Item No. 7,8 & 9 of the Notice to the extent of their shareholding, if any, in the Company.

None of the other Directors, Key Managerial Personnels of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

INFORMATION REGARDING DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/ REAPPOINTMENT IN ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36 (3) OF THE LISTING REGULATIONS, 2015 AND SECRETARIAL STANDARDS-2 FOR ITEM NO. 2, 5 AND 6 ARE AS FOLLOWS –

Name of Director	Mr. Rishav Mehta	Mr. Subodh Gupta	Mr. Prabhat Khurana
Age	34 Years	68 Years	55 Years
Nationality	Indian	Indian	Indian
Date of Appointment at current designation	March 23, 2010	July 05, 2025	July 05, 2025
Designation	Executive Director	Non-Executive Independent Director	Non – Executive Independent Director
Shareholding in the company	471300 equity shares.	NIL	NIL
Qualifications, brief resume and expertise in specific Functional area	Mr. Rishav Mehta has completed his graduation. He has 15 years of experience in Project Planning, Monitoring & Control	Mr. Subodh Gupta holds a Bachelor of Engineering degree. He has a total of more than 30 years in the field of Pharmaceutical and chemical industry. He is budgeting, skilled in engineering, and project management. He is an expert in designing and setting up green Field API projects.	Mr. Prabhat Khurana holds a bachelor's degree in science. He is also a certified Chartered Financial Analyst (CFA). He has over 25 years of experience working in the field of Finance and Accounts with an extensive experience and expertise in Finance, Accounts, Administration, Purchase, and Liaisoning with various Government Department, Fund Management, Taxation, and Auditing & MIS Development
Term of re-appointment	Mr. Rishav Mehta (DIN-03028663), who is liable to retire by rotation, is proposed to be re-appointed as an Executive Director by the Shareholders of the Company in the ensuing Annual General Meeting.	5 (Five) Consecutive Years effective from July 05, 2025, not liable to retire by rotation.	5 (Five) Consecutive Years effective from July 05, 2025, not liable to retire by rotation.
Remuneration last drawn, if applicable	Remuneration for the year 2024-25: ₹ 176.95 Lakhs	NA	NA
Remuneration sought to be paid	As per resolution passed in the 27 th AGM of the Company held on 30 th September, 2022.	He will be paid sitting fees for attending meetings of the Board and committees thereof (if he is a member), and reimbursement of actual travelling and other expenses, if any will be made to him for attending meetings of the Board and Committees.	He will be paid sitting fees for attending meetings of the Board and committees thereof (if he is a member), and reimbursement of actual travelling and other expenses, if any will be made to him for attending meetings of the Board and Committees.
List of other directorships	Other than Ind Swift Laboratories Limited he is a director in the following companies: <ul style="list-style-type: none"> • Vibrant Agro Industries Limited • Essix Biosciences Limited 	No Company other than Ind Swift Laboratories Limited	Essix Biosciences Limited (Independent Director)
Names of Listed Entities in which the person also holds the directorship	No Company other than Ind Swift Laboratories Limited	No Company other than Ind Swift Laboratories Limited	No Company other than Ind Swift Laboratories Limited

Chairmanship/Membership of the Committees of the Board of Directors of Ind Swift Laboratories Limited	NIL	Membership of the following Committees: <ul style="list-style-type: none"> • Nomination & Remuneration Committee • Corporate Social Responsibility Committee • Compensation Committee 	Membership of the following Committees: <ul style="list-style-type: none"> • Audit Committee (Chairman) • Stakeholder Relationship Committee • Risk Management Committee
Chairmanship/Membership of the Committees of the Board of Directors of other Companies	NIL	NIL	a. Audit Committee-Chairman b. Nomination and Remuneration Committee-Chairman
Names of listed entities from which the person has resigned in the past three years	NIL	NIL	NIL
Skills and capabilities required for the role and the manner in which the Directors meet the requirements and Justification for Appointment and Remuneration	Mr. Rishav Mehta meets the following skills and capabilities required for the role of Executive Director. His keen involvement ensures the efficient functioning of manufacturing plants, overseeing production planning, expansion initiatives, and timely execution of critical projects.	Mr. Subodh Gupta meets the following skills and capabilities required for the role of Independent Director, as have been identified by the Board of Directors of the Company: <ul style="list-style-type: none"> • Research and innovation Skills. • Behavioural Skills. • Technological Skills. • Technical/Professional skills and specialized knowledge in relation to Company's business 	Mr. Prabhat Khurana meets the following skills and capabilities required for the role of Independent Director, as have been identified by the Board of Directors of the Company: <ul style="list-style-type: none"> • General Management • Finance and risk management. • Behavioural Skills: • Technological Skills. • Professional skills and specialized knowledge in relation to Company's business
Relationship between directors inter-se and relationship with Manager and other Key Managerial Personnel of the Company	No Director, Manager or KMP is related to Mr. Rishav Mehta.	NIL	NIL
The manner in which the proposed person meets above mentioned requirements	In the opinion of the Nomination and Remuneration committee Mr. Rishav Mehta has the requisite skill and capabilities for the role and his appointment on the Board will be advantageous to the company.	In the opinion of the Nomination and Remuneration committee Mr. Subodh Gupta has the requisite skill and capabilities for the role and his appointment on the Board will be advantageous to the company.	In the opinion of the Nomination and Remuneration committee Mr. Prabhat Khurana has the requisite skill and capabilities for the role and his appointment on the Board will be advantageous to the company.

