

NOTICE

Notice is hereby given that the **22nd (Twenty Second) Annual General Meeting** of the members of **Infinium Pharmachem Limited** will be held on Thursday, 17th September, 2026 at 11:00 a.m. IST at the registered office of the Company situated at 38 G I D C Sojitra Taluka: Sojitra Dist: Anand Na Sojitra, Gujarat 387240 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited (Standalone and Consolidated) Financial Statements for the year ended on March 31, 2026, together with the reports of the Directors' and Auditors' thereon.
2. To appoint a director in place of Mr. Mitesh Lavjibhai Chikhaliya (DIN: 03342934), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To ratify the remuneration of the Cost Auditors of the Company for the Financial Year 2026-27 and in this regard, to consider and, if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of Rs. 85,000/- (Rupees Eighty five Thousand only) plus applicable taxes and reimbursement of out of pocket expenses, as approved by the Board of Directors, to be paid to M/s. B R S & Associates, Cost & Management Accountants having Firm Registration No. 000730 who have been appointed by the Board of Directors to conduct audit of cost records for the Financial Year 2026-27 be and is hereby ratified.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

4. To approve Material Related Party Transactions of the Company and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Company, to enter into the related party transaction(s) / contract(s) / arrangement(s) / agreement(s) (in terms of Regulation 2(1)(zc)(i) of the Listing Regulations) on arm's length basis between the Company and the related party as more specifically set out in Table no. A1 in the explanatory statement to this resolution on the respective material terms & conditions set out in each of Table nos. A1 to A5;

RESOLVED FURTHER THAT the Board be and is hereby authorised to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts/arrangements/ transactions, settle all questions, difficulties or doubts that may arise in this regard."

5. Revision in remuneration of Mr. Sanjaykumar Viththalbhai Patel, Managing Director of the Company and in this regard, to consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule V to the Act and the rules made thereunder, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded for revision in the remuneration of Mr. Sanjaykumar Viththalbhai Patel, Managing Director (DIN: 00370715) of the Company, who was appointed as Managing Director for a period of five (5) years with effect from 14th October, 2022 and whose tenure shall expire on 13th October, 2027, from his existing remuneration to a monthly remuneration upto Rs. 5,00,000/- (Rupees Five Lakh only), together with incentives, perquisites and other applicable benefits upto Rs. 30,00,000/- per annum, w.e.f. 01st April, 2026, till the remaining period of his tenure, provided that the aggregate remuneration payable to him, in any financial year, shall not exceed Rs. 90,00,000/- (Rupees Ninety Lakh only).

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, Mr. Sanjaykumar Viththalbhai Patel (DIN: 00370715) will be paid the Remuneration as specified above, subject to the provisions of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to execute such documents and make such filings as may be necessary, desirable or expedient to give effect to this resolution."

6. Revision in remuneration of Mr. Pravin Bhadabhai Madhani, Director of the Company and in this regard, to consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule V to the Act and the rules made thereunder, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded for revision in the remuneration of Mr. Pravin Bhadabhai Madhani, Director (Executive) (DIN: 00370791), of the Company, who was appointed as Director for a period of five (5) years with effect from 30th November, 2022 and whose tenure shall expire on 29th November, 2027, from his existing remuneration to a monthly remuneration upto Rs. 5,00,000/- (Rupees Five Lakh only), together with incentives, perquisites and other applicable benefits upto Rs. 30,00,000/- per annum, w.e.f. 01st April, 2026, till the remaining period of his tenure, provided that the aggregate remuneration payable to him, in any financial year, shall not exceed Rs. 90,00,000/- (Rupees Ninety Lakh only).

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, Mr. Pravin Bhadabhai Madhani, Director (Executive) (DIN: 00370791) will be paid the Remuneration as specified above, subject to the provisions of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to execute such documents and make such filings as may be necessary, desirable or expedient to give effect to this resolution."

7. Revision in remuneration of Mr. Mitesh Lavjibhai Chikhaliya, Director of the Company and in this regard, to consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule V to the Act and the rules made thereunder, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded for revision in the remuneration of Mr. Mitesh Lavjibhai Chikhaliya, Director (Executive) (DIN: 03342934), of the Company, who was appointed as Director for a period of five (5) years with effect from 30th November, 2022 and whose tenure shall expire on 29th November, 2027, from his existing remuneration to a monthly remuneration upto Rs. 5,00,000/- (Rupees Five Lakh only), together with incentives, perquisites and other applicable benefits upto Rs. 30,00,000/- per annum, w.e.f. 01st April, 2026, till the remaining period of his tenure, provided that the aggregate remuneration payable to him, in any financial year, shall not exceed Rs. 90,00,000/- (Rupees Ninety Lakh only).

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, Mitesh Lavjibhai Chikhaliya, Director (Executive) (DIN: 03342934) will be paid the Remuneration as specified above, subject to the provisions of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to execute such documents and make such filings as may be necessary, desirable or expedient to give effect to this resolution."

Place: Anand
Date: 22nd August, 2026

By Order of the Board of Directors,
For, Infinium Pharmachem Limited

Sd/-
Sanjaykumar Patel
Managing Director
DIN: 00370715

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member.
2. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT HOURS before the meeting. Proxies submitted on behalf of Limited Companies, Societies etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of shareholders not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

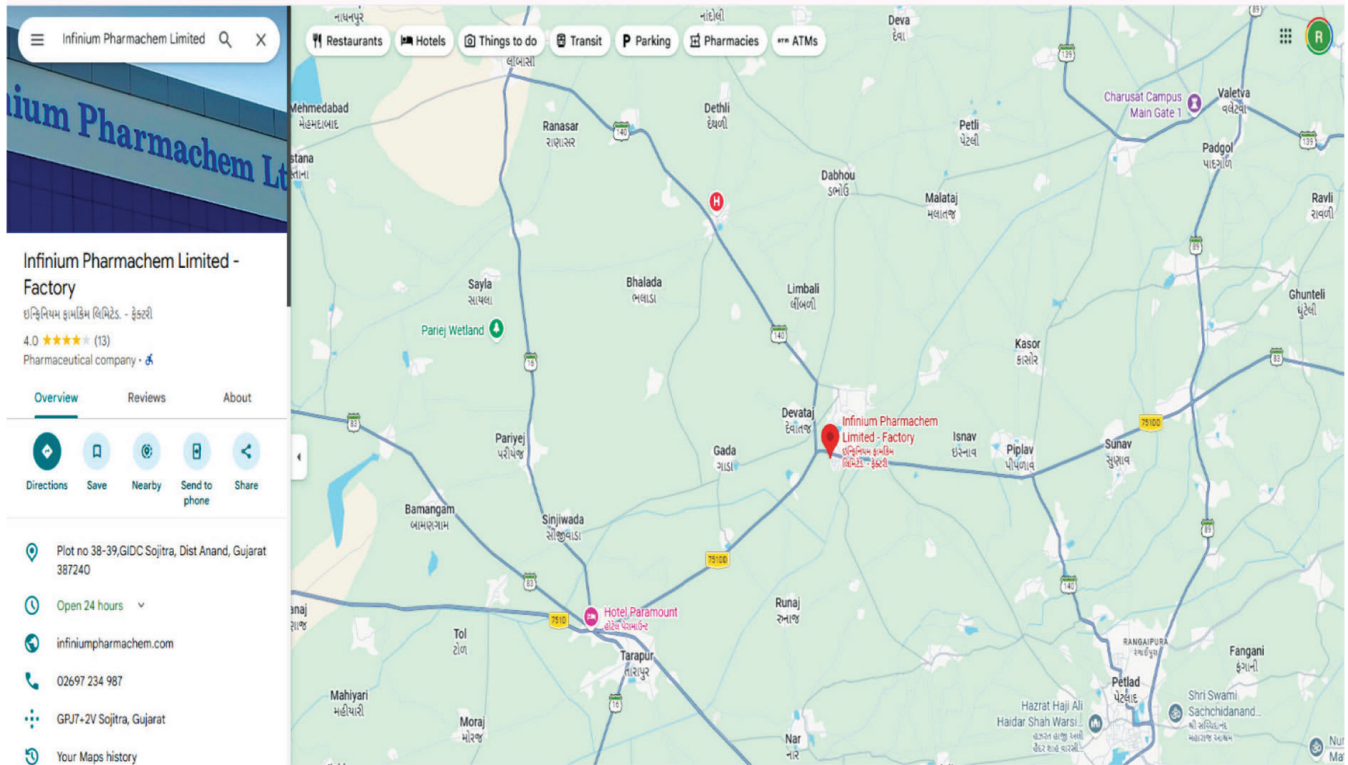
Every shareholder entitled to vote at a meeting of the Company or any resolution to be moved thereat, shall be entitled during the period beginning twenty-four hours prior the time fixed for the commencement of meeting and ending with the conclusion of the meeting, to inspect the proxies lodged at any time during the business hours of the Company, provided that the notice regarding the same should be submitted in writing three days before the meeting date, mentioning the intention to inspect the proxies of the Company.
3. Corporate Members intending to appoint their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company or the Registrar and Share Transfer Agent **M/s. Bigshare Services Private Limited**, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
4. In case of joint holders attending the meeting, 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.
5. Members attending the meeting are requested to bring with them the Attendance Slip attached to the Notice duly filled in and signed and handover the same at the entrance of place of the meeting. Proxy/representative of a member should mark on the Attendance Slip as "Proxy" or "Representative" as the case may be.
6. In accordance with the amendments to Regulation 40 of the Securities and Exchange Board of India (SEBI) has revised the provisions relating to transfer of listed securities and has decided that transfer of listed securities shall not be processed unless the securities are held in dematerialized form with a Depository (National Securities Depository Limited and Central Depository Services (India) Limited). This measure is aimed at curbing fraud and manipulation risk in physical transfer of securities by unscrupulous entities. Transfer of securities only in Demat form will improve ease; facilitate convenience and safety of transactions for investors.
7. SEBI has mandated the submission of PAN by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their PAN to their concerned Depository Participants. Members holding shares in physical form can submit their PAN to the Company/Registrar and Share Transfer Agent, **Bigshare Service Private Limited (RTA)**
8. The voting period begins on **14th September, 2026** (11.00 A.M.) and ends on **16th September, 2026** (5.00 P.M.). During this period Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **10th September, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
9. Shareholders are informed that voting shall be done by the means of polling paper at the Meeting's Venue. The Company will make the arrangements of polling papers in this regard at the Meeting's Venue.
10. The Company has appointed **M/s. RTBR & Associates, Company Secretaries** to act as the Scrutinizer for conducting the electronic voting process and poll paper voting process in a fair and transparent manner.
11. The resolution will be taken as passed effectively on the date of announcement of the result by the Chairman of the Company, if the result of the poll paper voting indicates that the requisite majority of the Shareholders had assented to the resolution. However, Unsigned or incomplete and improperly or incorrectly ticked Voting Poll Papers shall be rejected.
12. The Scrutinizer shall after the completion of the voting, count the votes cast in favor or against and mention them in his report to the Chairman or a person authorized by him in writing who shall countersign the same and declare the result of voting forthwith. After declaration, the voting result will be declared on the Company's website:

<https://infiniumpharmachem.com/> besides communicating the same to CDSL and also to National Stock Exchange, SME Emerge Platform where the shares of the Company are listed.

13. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020, the Notice of AGM along with Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Member may note that Notice and Annual Report 2025-26 has been uploaded on the website of the Company at <https://infiniumpharmachem.com/> and the Notice can also be accessed from the websites of the Stock Exchange i.e. NSE Limited at <https://www.nseindia.com/> and the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.
14. Members seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.
15. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in the Notice will be available for inspection in electronic mode.
16. All correspondence pertaining to Equity Shares should be forwarded to the Company's Registrar and Share Transfer Agent, **M/s. Bigshare Services Private Limited**, A-802, Samudra Complex, Girish Cold Drinks, Off C.G.Road, Navrangpura, Ahmedabad – 380009, Tel. NO. 079 40024135, Email: bssahd@bigshareonline.com and are also requested to immediately inform their change of address, e-mail address or consolidation of folios, if any, to the Company's said Share Transfer Agent.
17. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address with the Registrar and Share Transfer Agents (RTA) of the Company for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
18. The Notice is being sent to all the Members, whose names appeared in the Register of Members as on **21st August, 2026**. The Notice for Annual Ordinary General Meeting and the related documents will be available for inspection at the Registered Office of the Company on all working days between 10:00 A.M. to 12:00 Noon upto the date of Annual General Meeting. The Notice of the Meeting is also displayed/posted on the websites of the Company <https://infiniumpharmachem.com/> and that of Central Depository Services (India) Limited ("CDSL") www.evotingindia.com.
19. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI Listing Regulations and the Circulars, the Company is pleased to offer the facility of voting through electronic means for the businesses set out in the Notice. For this purpose, the Company has appointed CDSL for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by members using remote e-Voting will be provided by CDSL and Electronic Voting Sequence Number (EVSN) is 260817036.
20. As an austerity measure, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting.
21. Members are requested to bring their client ID and DP ID numbers and PAN No. for easy identification of attendance at the meeting.
22. A statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special business to be transacted at the meeting is annexed hereto.
23. A Route map showing directions to reach the venue of the Annual General Meeting is given at the end of this AGM Notice as per the requirement of the Secretarial Standards-2 on "General Meeting".

ADDRESS OF AGM VENUE:

38 G I D C Sojitra Taluka: Sojitra Dist: Anand, Sojitra-387240, Gujarat, India.



DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT:

Name of Director	Mr. Mitesh Lavjibhai Chikhaliya
DIN	03342934
Age	41 years
Date of first appointment on the Board	November 27, 2010
Qualification & experience	Mr. Mitesh Chikhaliya holds a master's degree in International Business from Savitribai Phule Pune University, Maharashtra. He is involved in the international business of the Company as well as Finance & Accounting affairs of the Company. He is having rich experience in global pharmaceutical industry. Collectively, he has more than 14 years of rich experience.
Terms & conditions of appointment	Appointment as a Director liable to retire by rotation.
Directorship held in other Companies	1. Infinium Healthcare Private Limited
Resignations, if any, from listed entities (in India) in past three years	None
Chairmanship/ Membership of Committees in other Companies	Nil
No. of meetings attended & details of remuneration	4 meetings (Present in all Meetings) and remuneration of Rs. 42,00,000/- for 2025-26.
Shareholding in the Company	7,44,360 Equity Shares
Relationship with any Director / Manager/ Key Managerial Personnel of the Company	He is a cousin brother of Mr. Sanjaykumar Viththalbhai Patel, Managing Director.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 14th September, 2026 at 11:00 a.m. and ends on 16th September, 2026 at 5:00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Thursday, 10th September, 2026 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 Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under 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.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.
	2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
	3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.

Type of shareholders	Login Method
	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. 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	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.nsdl.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. 2) If the user is 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 3) 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or 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.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	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.

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 contact 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.com or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting 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 the "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 Participants 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.

- (vi) After entering these details appropriately, click on the "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach the '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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on the “Click here to print” option on the Voting page.
- (xv) 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 & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to the scrutinizer for verification.
- (xvii) 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 will be mapped automatically & can be delinked in case of any wrong mapping.
 - It is mandatory that 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 mandatory 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 and to the Company at the email address viz; **cs@infiniumpharmachem.com**, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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/RTA email id.
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.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to **helpdesk.evoting@cdslindia.com** or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (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 email to **helpdesk.evoting@cdslindia.com** or call at toll free no. 1800 21 09911.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

THE FOLLOWING STATEMENT SETS OUT ALL MATERIAL FACTS RELATING TO SPECIAL BUSINESS MENTIONED IN THE ACCOMPANYING NOTICE:

ITEM NO. 3:

RATIFICATION OF REMUNERATION TO THE COST AUDITORS FOR THE FINANCIAL YEAR 2026-27:

In accordance with the provisions of Companies (Cost Records and Audit) Rules, 2014, the Company is required to get its cost records audited from a qualified Cost Accountant. The Board of Directors at its meeting held on August 22, 2026, approved the appointment and remuneration of M/s. B R S & Associates, Cost & Management Accountants, to conduct the audit of the cost records of the Company for the financial year 2026-27.

In terms of the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditors 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 of the Company for the financial year 2026-27 as set out in the resolution for aforesaid services to be rendered by them.

None of the Directors or any key managerial personnel or any relative of any of the Directors of the Company or the relatives of any key managerial personnel is, in any way, concerned or interested in the Item No. 3 of this Notice.

The Board recommends the resolution set out at Item No. 3 for your approval.

ITEM NO. 4:

TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY:

The provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Companies Act, 2013 and the rules made thereunder, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

With a recent amendment in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from April 01, 2025, in case of a listed entity which has listed its specified securities on the SME Exchange, a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Rupees fifty crore or ten per cent. of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

During the financial year 2026-27, the Company propose to enter into material related party transaction(s) with Shanghai Tajilin Industrial Co. Ltd (STICL), Foreign Subsidiary (Joint Venture with Shanghai Witofly Industrial Co. Ltd) of the Company, details of which are given in the explanatory statement, on mutually agreed terms and conditions, and the aggregate of such transaction(s), is expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, prior approval of the Members is being sought for all such arrangements/transactions.

All the said transactions shall be in the ordinary course of business and on an arm's length basis.

The Audit Committee of the Company has reviewed and approved the said transaction(s), subject to approval of the members, while noting that such transaction shall be on arm's length basis and in the ordinary course of business.

None of the Directors or any key managerial personnel or any relative of any of the Directors of the Company or the relatives of any key managerial personnel is, in any way, concerned or interested in the Item No. 4 of this Notice.

The Board recommends the resolution set out at Item No. 4 for your approval.

A1. Basic details of the related party

Sr. No.	Particulars of the information	Information provided by the management
1	Name of the related party	Shanghai Tajilin Industrial Co. Ltd (STICL)
2	Country of incorporation of the related party	China
3	Nature of business of the related party	International Trade of Chemicals, Pharmaceuticals and other products.

A2. Relationship and ownership of the related party

Sr. No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary and the related party – including nature of its concern and the following: - Shareholding of the listed entity, whether direct or indirect, in the related party. - Shareholding of the related party, whether direct or indirect, in the listed entity	Foreign Subsidiary (Joint Venture with Shanghai Witofly Industrial Co. Ltd). The Company holds 51% of share capital of STICL. STICL does not hold, directly or indirectly, any shareholding in the Company

A3. Details of previous transactions with the related party

Sr. No.	Particulars of the information	Information provided by the management						
1	Total amount of all the transactions undertaken by the listed entity with the related party during the last financial year. <table border="1"> <thead> <tr> <th>Sr. No.</th><th>Nature of Transactions</th><th>FY 2025-26 (INR)</th></tr> </thead> <tbody> <tr> <td>1</td><td>Sale</td><td>21.13 Crores</td></tr> </tbody> </table>	Sr. No.	Nature of Transactions	FY 2025-26 (INR)	1	Sale	21.13 Crores	No
Sr. No.	Nature of Transactions	FY 2025-26 (INR)						
1	Sale	21.13 Crores						
2	Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Rs. 3.34 Crores						
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity during the last financial year.	No						

A4. Amount of the proposed transaction(s)

Sr. No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	Rs. 30 Crores
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	15.8201 %
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	--
5	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year	81.8383 %
6	Financial performance of the related party for the immediately preceding financial year:	
	Particulars	FY 2025-26 (INR)
	Turnover	36.66 Crores
	Profit After Tax	3.86 Crores
	Net worth	7.17 Crores

A5. Basic details of the proposed transaction

Sr. No.	Particulars of the information the management	Information provided by
1	Specific type of the proposed transaction	Sale of Goods
2	Details of each type of the proposed transaction	Sale of intermediate and, pharmaceuticals drug and other allied products.
3	Tenure of the proposed transaction	1 Year
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Rs. 30 Crores
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	STICL is holding a license to sell the intermediates in China. The sale of pharmaceutical products and intermediate drugs to STICL enables the Company to enhance its export revenues, improve capacity utilisation, and diversify its customer base.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	None of the promoter(s)/ director(s) / key managerial personnel of the Company is interested in the transaction, whether directly or indirectly
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	N.A.
9	Other information relevant for decision making.	--

ITEM NO. 5:
REVISION IN REMUNERATION OF MR. SANJAYKUMAR VITHTHALBHAI PATEL, MANAGING DIRECTOR OF THE COMPANY:

The members are hereby informed that Mr. Sanjaykumar Viththalbhai Patel (DIN: 00370715) was appointed as the Managing Director of the Company for a period of five (5) years with effect from 14th October, 2022, and his tenure shall expire on 13th October, 2027.

He has actively contributed to the strategic decision-making and management of the Company, improving its operational efficiency, business performance and long-term growth. The Company has significantly benefitted from his association, guidance and active involvement.

The Nomination and Remuneration Committee, after considering his experience, responsibilities, performance and contribution towards the affairs and growth of the Company, has recommended the revision in his remuneration to the Board of Directors for the balance tenure of his term of appointment.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has approved and recommended to the members the revision in the remuneration of Mr. Sanjaykumar Viththalbhai Patel for their approval.

The proposed revised remuneration shall be as follows:

Monthly Remuneration: upto Rs. 5,00,000/- (Rupees Five Lakh only) per month; and

Annual Incentives, Perquisites and applicable benefits: Up to Rs. 30,00,000/- (Rupees Thirty Lakh only) per annum.

The aforesaid revised remuneration shall be applicable from 01st April, 2026 till the remaining period of his tenure, i.e. up to 13th October, 2027.

Except Mr. Sanjaykumar Viththalbhai Patel, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution

The Board recommends the resolution set out at Item No. 5 for your approval.

Information regarding Managing Director, whose remuneration is being revised.

Name & Designation:	Mr. Sanjaykumar Viththalbhai Patel, Managing Director (MD)	
DIN	00370715	
Date of Birth & Age:	26-11-1979, 46 Years	
Qualification & Experience:	Mr. Sanjay Patel holds a master's degree from Gujarat University, Ahmedabad, Gujarat, with a thorough understanding of the pharmaceutical industry. He has been on the Board of Directors of the Company since its incorporation and is appointed as Managing Director of the Company with effect from October 14, 2022. He is primarily involved in the sales & marketing activities of the Company in global and domestic markets apart from being responsible for overall management of the Company as MD, with sound business acumen during the last almost 22 years.	
Date of first appointment on the Board	21-11-2003	
Shareholding in the Company	Mr. Sanjay Patel is holding 15,98,000 equity shares in the Company.	
Relationship with any Director/Manager/Key Managerial Personnel of the Company	He is a cousin brother of Mr. Mitesh Chikhaliya who is Director (Executive) of the Company.	
No. of Board Meetings attended (F.Y. 2026-27)	No. Meetings Held	Attended
	2	2
Last Drawn Remuneration (F.Y. 2025-26)	Remuneration Rs. 36,00,000 per annum + Incentives Rs. 6,00,000 per annum	

ITEM NO. 6:

REVISION IN REMUNERATION OF MR. PRAVIN BHADABHAI MADHANI, DIRECTOR OF THE COMPANY:

The members are hereby informed that Mr. Pravin Bhadabhai Madhani (DIN: 00370791) was appointed as the Director (Executive) of the Company for a period of five (5) years with effect from 30th November, 2022, and his tenure shall expire on 29th November, 2027.

He has actively contributed to the strategic decision-making and management of the Company, improving its operational efficiency, business performance and long-term growth. The Company has significantly benefitted from his association, guidance and active involvement.

The Nomination and Remuneration Committee, after considering his experience, responsibilities, performance and contribution towards the affairs and growth of the Company, has recommended the revision in his remuneration to the Board of Directors for the balance tenure of his term of appointment.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has approved and recommended to the members the revision in the remuneration of Mr. Pravin Bhadabhai Madhani for their approval.

The proposed revised remuneration shall be as follows:

Monthly Remuneration: Rs. 5,00,000/- (Rupees Five Lakh only) per month; and

Annual Incentives/Perquisites and applicable benefits: Up to Rs. 30,00,000/- (Rupees Thirty Lakh only) per annum.

The aforesaid revised remuneration shall be applicable from 01st April, 2026 till the remaining period of his tenure, i.e. up to 29th November, 2027.

Except Mr. Pravin Bhadabhai Madhani, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the resolution set out at Item No. 6 for your approval.

Information regarding Director, whose remuneration is being revised:

Name & Designation:	Mr. Pravin Bhadabhai Madhani, Director (Executive)	
DIN	00370791	
Date of Birth & Age:	14-07-1975, 51 Years	
Qualification & Experience:	Mr. Pravin Madhani is a graduate from Saurashtra University, Rajkot, Post Graduate from M S University, Vadodara and LL. B from Gujarat University, Ahmedabad. He has been associated with the Company as a Director since its incorporation until November 27, 2010, and was re-appointed to the Board from December 01, 2013. He looks after all the production related activities & other operational matters of the Company. He has a total experience of more than 20 years. He has earned credit of star performer during his three & a half year tenure with Government of Gujarat as a Mamlatdar.	
Date of first appointment on the Board	21-11-2003	
Shareholding in the Company	Mr. Pravin Madhani is holding 33,74,560 equity shares in the Company.	
Relationship with any Director/Manager/ Key Managerial Personnel of the Company	Not applicable	
No. of Board Meetings attended (F.Y. 2026-27)	No. Meetings Held	Attended
	2	2
Last Drawn Remuneration (F.Y. 2025-26)	Remuneration Rs. 36,00,000 per annum + Incentives Rs. 6,00,000 per annum	

ITEM NO.7

REVISION IN REMUNERATION OF MR. MITESH LAVJIBHAI CHIKHALIYA, DIRECTOR OF THE COMPANY:

The members are hereby informed that Mr. Mitesh Lavjibhai Chikhaliya (DIN: 03342934), was appointed as the Director (Executive) of the Company for a period of five (5) years with effect from 30th November, 2022, and his tenure shall expire on 29th November, 2027.

He has actively contributed to the strategic decision-making and management of the Company, improving its operational efficiency, business performance and long-term growth. The Company has significantly benefitted from his association, guidance and active involvement.

The Nomination and Remuneration Committee, after considering his experience, responsibilities, performance and contribution towards the affairs and growth of the Company, has recommended the revision in his remuneration to the Board of Directors for the balance tenure of his term of appointment.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has approved and recommended to the members the revision in the remuneration of Mr. Mitesh Lavjibhai Chikhaliya, Director (Executive) for their approval.

The proposed revised remuneration shall be as follows:

Monthly Remuneration: Rs. 5,00,000/- (Rupees Five Lakh only) per month; and

Annual Incentives/Perquisites and applicable benefits: Up to Rs. 30,00,000/- (Rupees Thirty Lakh only) per annum.

The aforesaid revised remuneration shall be applicable from 01st April, 2026 till the remaining period of his tenure, i.e. up to 29th November, 2027.

Except Mr. Mitesh Lavjibhai Chikhaliya, Director, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the resolution set out at Item No. 7 for your approval.

Information regarding Director, whose remuneration is being revised:

Name & Designation:	Mr. Mitesh Lavjibhai Chikhaliya, Director (Executive)	
DIN	03342934	
Date of Birth & Age:	01-04-1985, 41 Years	
Qualification & Experience:	Mr. Mitesh Chikhaliya holds a master's degree in International Business from Savitribai Phule Pune University, Maharashtra. He is involved in the international business of the Company as well as Finance & Accounting affairs of the Company. He is having rich experience in global pharmaceutical industry. Collectively, he has more than 14 years of rich experience.	
Date of first appointment on the Board	27-11-2010	
Shareholding in the Company	Mr. Mitesh Lavjibhai Chikhaliya is holding 7,44,360 equity shares in the Company.	
Relationship with any Director/Manager/Key Managerial Personnel of the Company	He is a cousin brother of Mr. Sanjaykumar Viththalbhai Patel, Managing Director.	
No. of Board Meetings attended (F.Y. 2026-27)	No. Meetings Held	Attended
	2	2
Last Drawn Remuneration (F.Y. 2025-26)	Remuneration Rs. 36,00,000 per annum + Incentives Rs. 6,00,000 per annum	

**By Order of the Board of Directors,
For, Infinium Pharmachem limited**

Sanjaykumar Patel
Managing Director
DIN: 00370715
Place: Anand
Date: 22nd August, 2026