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February 20, 2026

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G-Block, Bandra Kurla Complex,
Bandra (E), Mumbai – 400051.

Stock Symbol: JBCHEPHARM

Dear Sir,

Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Securities and Exchange Board of India Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 November 11, 2024

Ref: Postal Ballot Notice

Attached please find the Postal Ballot Notice sent to the members of the Company today seeking their assent or dissent by remote e-voting on the Ordinary Resolutions pertaining to (i) Appointment of Mr. Aman Mehta (DIN: 08174906) as a Director of the Company, (ii) Appointment of Mr. Aman Mehta (DIN: 08174906) as Managing Director of the Company; (iii) Appointment of Mr. Amal Kelshikar (DIN: 06378987) as a Non-Executive Non-Independent Director of the Company; (iv) Appointment of Mr. Hasmukh Patel (DIN: 11486584) as a Non-Executive Non-Independent Director of the Company; and (v) appointment of Mr. Sudhir Menon (DIN: 09502215) as a Non-Executive Non-Independent Director of the Company.

The Company has sent the said Postal Ballot Notice accompanied by an explanatory statement through e-mail on February 20, 2026 to those members of the Company who had registered their e-mail address with the Company or depository participant/depository as on February 13, 2026 ("cut-off date").

The remote e-voting through e-voting platform of National Securities Depository Limited shall commence on Sunday, February 22, 2026 at 9.00 a.m. (IST) and end on Monday, March 23, 2026 at 5.00 p.m. (IST). The result of the postal ballot will be declared on or before Wednesday, March 25, 2026.

We request you to take the above on record.

Thanking you,
Yours faithfully,

For J.B. Chemicals & Pharmaceuticals Limited

**Sandeep Phadnis
Vice President – Secretarial
& Company Secretary
Encl: a/a**

Registered Office:
J. B. Chemicals & Pharmaceuticals Limited
CIN: L24390GJ1976PLC173077
302, Iscon Mall, Star India Bazar Building,
Opp. Jodhpur BRTS Satellite,
Ahmedabad- 380015, Gujarat, India
Email: secretarial@jbpharma.com

Corporate Office:
J. B. Chemicals & Pharmaceuticals Limited
CIN: L24390GJ1976PLC173077
Cnrgy IT Park, Unit A, 8th Floor, Appa Saheb Marathe Marg,
Prabhadevi, Mumbai 400 025.
Tel.:+91 22 2439 5200/5500

www.jbpharma.com



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J. B. CHEMICALS & PHARMACEUTICALS LTD.

Registered Office: "Neelam Centre", `B' Wing, 4th Floor, Hind Cycle Road, Worli, Mumbai 400 030.

Corporate Office: Cenergy IT Park, Unit A2, 3rd floor, Appa Saheb Marathe Marg, Prabhadevi, Mumbai 400 025.

CIN: L24390MH1976PLC019380, Web: www.jbpharma.com, Email: investorelations@jbpharma.com, Tel: 022 2439 5500/ 5200

POSTAL BALLOT NOTICE

Dear Member(s),

NOTICE is hereby given that pursuant to Section 108 and Section 110 of the Companies Act, 2013 ("Act") and other applicable provisions of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended (including any statutory modification or re-enactment thereof) read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, read with other related General circulars subsequently issued including General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "**MCA Circulars**") that the Resolutions as set out hereunder are proposed to be passed by voting by postal ballot and the Company accordingly seeks assent or dissent of the members through remote e-voting.

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**Listing Regulations**"), read with Securities and Exchange Board of India Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot form. Accordingly, this notice is being sent only by e-mail to the members of the Company who have registered their e-mail address with the Company or depository participant/depository as on February 13, 2026 (i.e. cut-off date). In view of enabling provisions of the MCA Circulars, hard copy of this notice, postal ballot form and postage pre-paid reply envelope are not sent to the members and the members are requested to convey their assent or dissent only through remote e-voting. The remote e-voting facility is available at <https://www.evoting.nsdl.com/> being the e-voting platform of National Securities Depository Limited (NSDL). If your e-mail address is not so registered, you are requested to follow the process specified in the notes below to receive login ID/ password for remote e-voting.

An explanatory statement pursuant to Section 102 (1) of the Act setting out detailed reasons and material facts concerning the resolutions is annexed hereto. The Board of Directors of the Company has appointed Mr. Ashish Bhatt, proprietor of Ashish Bhatt & Associates, Practising Company Secretary, as Scrutinizer to conduct the remote e-voting process in a fair and transparent manner.

The remote e-voting shall commence on **Sunday, February 22, 2026 at 9.00 a.m. (IST) and end on Monday, March 23, 2026 at 5.00 p.m. (IST)** and the voting shall not be allowed beyond the said date and time. The Scrutinizer will submit his report to the Chairman of the Company (the "Chairman") or any other person authorized by the Chairman, and the result of the voting by Postal Ballot will be announced **on or before Wednesday, March 25, 2026**. The result will also be placed on the Company's website www.jbpharma.com and website of NSDL www.evoting.nsdl.com and intimated to National Stock Exchange of India Ltd. and BSE Ltd. where equity shares of the Company are listed.

Special Business:

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

To appoint Mr. Aman Mehta as a Director of the Company.

"RESOLVED THAT Mr. Aman Mehta (DIN: 08174906), who was appointed by the Board as an Additional Director of the Company pursuant to the provisions of Section 161 of the Companies Act, 2013 and Article 130 of the Articles of Association of the Company with effect from January 21, 2026, to hold office till the conclusion of the next General Meeting of the Company or upto the period of three months from the date of appointment, whichever is earlier and for whose appointment as director, the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature to the office of Director, be and is hereby appointed as a Director of the Company, pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and Rules made there under and Regulation 17 and other applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force).

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, consider necessary, expedient and desirable in order to give effect to this resolution."



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CIN: L24390MH1976PLC019380, **Web:** www.jbpharma.com, **Email:** investorelations@jbpharma.com, **Tel:** 022 2439 5500/ 5200

Notice (Contd.)

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

To approve appointment of Mr. Aman Mehta as Managing Director of the Company.

"RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with the Schedule V of the Companies Act, 2013 and the Rules made thereunder, the approval of the members of the Company be and is hereby accorded to the appointment of Mr. Aman Mehta (DIN: 08174906) as Managing Director of the Company for a period of three (3) years with effect from January 21, 2026 without any remuneration, and that he shall exercise substantial powers subject to the superintendence, control and direction of the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby conferred authority to vary, amend, modify, revise and supplement the terms and conditions of the said appointment, without further reference to the members, as they deem fit in the best interest of the Company, subject to such approvals as are required under applicable law.

RESOLVED FURTHER THAT subject to the provisions of the mention as Companies Act, 2013, Mr. Aman Mehta shall not be liable to retire by rotation as a director during his tenure as Managing Director of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary or expedient to give effect to this resolution and is further authorized to settle any doubt, question and difficulty, if any, that may arise with respect to this resolution."

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

To appoint Mr. Amal Kelshikar as a Non-Executive Non-Independent Director of the Company.

"RESOLVED THAT Mr. Amal Kelshikar (DIN: 06378987), who was appointed as an Additional Director (Non-Executive Non-Independent) by the Board of Directors

of the Company with effect from January 21, 2026, to hold office till the conclusion of the next General Meeting of the Company or upto the period of three months from the date of appointment, whichever is earlier pursuant to the provisions of Section 161 of the Companies Act, 2013, and Article 130 of the Articles of Association of the Company, and for whose appointment as Director, the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from the member proposing his candidature to the office of Director of the Company be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation pursuant to the provisions of Sections 152 and any other applicable provisions of the Companies Act, 2013 and Rules made thereunder, and Regulation 17 and other applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force).

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, consider necessary, expedient and desirable in order to give effect to this resolution."

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

To appoint Mr. Hasmukh Patel as a Non-Executive Non-Independent Director of the Company.

"RESOLVED THAT Mr. Hasmukh Patel (DIN: 11486584), who was appointed as an Additional Director (Non-Executive Non-Independent) by the Board of Directors of the Company with effect from January 21, 2026, to hold office till the conclusion of the next General Meeting of the Company or upto the period of three months from the date of appointment, whichever is earlier pursuant to the provisions of Section 161 of the Companies Act, 2013, and Article 130 of the Articles of Association of the Company, and for whose appointment as Director, the Company has received a notice in writing under



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CIN: L24390MH1976PLC019380, **Web:** www.jbpharma.com, **Email:** investorelations@jbpharma.com, **Tel:** 022 2439 5500/ 5200

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Section 160 of the Companies Act, 2013 from the member proposing his candidature to the office of Director of the Company be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation pursuant to the provisions of Sections 152 and any other applicable provisions of the Companies Act, 2013 and Rules made thereunder, and Regulation 17 and other applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force).

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, consider necessary, expedient and desirable in order to give effect to this resolution."

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

To appoint Mr. Sudhir Menon as a Non-Executive Non-Independent Director of the Company.

"RESOLVED THAT Mr. Sudhir Menon (DIN: 09502215), who was appointed as an Additional Director (Non-Executive Non-Independent) by the Board of Directors of the Company with effect from January 21, 2026, to hold office till the conclusion of the next General Meeting of the Company or upto the period of three months from the date of appointment, whichever is earlier pursuant to the provisions of Section 161 of the Companies Act, 2013, and Article 130 of the Articles of Association of the Company, and for whose appointment as Director, the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from the member proposing his candidature to the office of Director of the Company be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation pursuant to the provisions of Sections 152 and any other applicable provisions of the Companies Act, 2013 and Rules made thereunder, and Regulation 17 and other applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force).

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, consider necessary, expedient and desirable in order to give effect to this resolution."

**By order of the Board of Directors
For J.B. Chemicals & Pharmaceuticals Limited**

Sandeep Phadnis

Company Secretary

Membership No.: A11530

NOTES:

1. An Explanatory Statement pursuant to Section 102 (1) and other applicable provisions of the Companies Act, 2013 and the rules made thereunder setting out material facts and reasons concerning the above proposed resolution is annexed hereto.
2. The Board of Directors has decided Friday, February 13, 2026 as cut-off date ("cut-off date") for ascertaining the names of the members entitled to receive this postal ballot notice and reckoning their right to vote through remote e-voting on the aforesaid resolutions. Accordingly, only the members appearing on the register of members/record of the depositories on the cut-off date shall be entitled to vote on the proposed resolutions mentioned above in proportion to the number of equity shares held on the cut-off date and hence this postal ballot notice is being sent to them through e-mail. A person who is not a member of the Company as on the cut-off date should treat the notice for information purposes only.
3. In view of the MCA Circulars, this postal ballot notice is being sent through e-mail only to those shareholders who have registered their e-mail address with the depository participant/depository or the Company. If you have not registered your e-mail address, with the depository participant/depository or the Company, then such member may register the same by following the process as under:
 - (a) In case the shares are held in physical mode, the member is requested to write to the Company at investorelations@jbpharma.com along with the copy



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CIN: L24390MH1976PLC019380, **Web:** www.jbpharma.com, **Email:** investorelations@jbpharma.com, **Tel:** 022 2439 5500/ 5200

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of signed request letter mentioning the name and address, folio number, number of shares held on cut-off date, designated e-mail ID, self-attested copy of PAN card and self-attested copy of any identity proof in support of the address.

- (b) In case the shares are held in dematerialized mode, the member is requested either to write to the Company at investorelations@jbpharma.com along with the copy of signed request letter mentioning the name and address, number of shares held on cut-off date, designated e-mail ID, self-attested copy of client master or consolidated account statement, self-attested copy of PAN card and self-attested copy of any identity proof in support of the address or alternatively, the member may update e-mail address with the depository participant/depository and provide the Company updated client master or consolidated account statement. If you are an individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for individual shareholders holding securities in demat mode.**
- (c) Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. The institutional investors are encouraged to participate and vote on this postal ballot notice.
5. This postal ballot notice is available on the website of the Company at www.jbpharma.com, on website of Stock Exchanges i.e. BSE Ltd. and National Stock Exchange of India Limited. This notice is also available on the website of NSDL at www.evoting.nsdl.com.

REMOTE E-VOTING AND STEPS TO BE FOLLOWED THEREFOR:

6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company provides facility of remote e-voting to its members in respect of the proposed resolution as set out above. For

this purpose, the Company has entered into an agreement with National Securities Depository Limited ("NSDL") for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by the members using remote e-voting system will be provided by NSDL.

7. The members holding shares of the Company as on the cut-off date shall only be entitled to cast vote on the Resolutions.
8. Members holding shares in physical form who wish to avail of e-voting facility are requested to access the e-voting facility provided by the Company through NSDL e-voting system at <https://www.evoting.nsdl.com/> to cast their votes through remote e-voting facility.
9. The process and the manner of voting through remote e-voting facility (i.e. voting from any place) and time schedule thereof including details about login ID, procedure for generating password and casting of vote in a secure manner is as under:

Time schedule for remote e-voting

The voting period begins on Sunday, February 22, 2026 at 9.00 a.m. (IST) and end on Monday, March 23, 2026 at 5.00 p.m. (IST). During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, shall only be eligible to cast their votes. The members may kindly note that the remote e-voting shall not be allowed beyond the aforesaid date and time and e-voting module shall be disabled by NSDL for voting thereafter.

Steps for e-voting:

Step 1: Access to NSDL e-Voting system

- A) **Login method for e-Voting for individual shareholders holding securities in demat mode:**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility to be 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 e-mail Id in their demat accounts in order to access e-Voting facility.

Notice (Contd.)

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>(1) 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>(2) Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-voting period.</p> <p>(3) If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>(4) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>(5) Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p>



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Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<p>(1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.</p> <p>(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. Additionally, there is also link provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>(3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>(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.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

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

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B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode:

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

- 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, your Password/OTP and a verification code as shown on the screen.

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

- Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
i) For members who hold shares in demat account with NSDL.	8 character DP ID followed by 8-digit Client ID. For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
ii) For members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID. For example if your Beneficiary ID is 12***** then your user ID is 12*****.
iii) For members holding shares in physical form.	EVEN number followed by folio number registered with the Company. For example if folio number is 001*** and EVEN is 101456, then user ID is 101456001***

- Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned in note no. 3 above.



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CIN: L24390MH1976PLC019380, **Web:** www.jbpharma.com, **Email:** investorelations@jbpharma.com, **Tel:** 022 2439 5500/ 5200

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

After you click on the "Login" button, home page of e-voting will open.

Step 2: Cast your vote electronically on NSDL e-voting system

How to cast your vote electronically on NSDL e-voting system?

- (a) After successful login following Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- (b) Select "EVEN" of the Company for which you wish to cast your vote during remote e-voting period.
- (c) Now you are ready for e-voting as the Voting page opens.
- (d) Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

- (e) Upon confirmation, the message "Vote cast successfully" will be displayed.

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

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

- (h) In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investorelations@jbpharma.com.
- (i) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investorelations@jbpharma.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.
- (j) Alternatively shareholder/members may send request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
- (k) In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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10. General Information:

- (a) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (in PDF/JPG Format) of the relevant board resolution/authority letter with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the scrutinizer by e-mail to csashishbhatt@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "e-Voting" tab in their login.
- (b) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- (c) In case of queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.com.
- (d) The members who have already cast their votes by remote e-voting shall not be allowed to change their votes subsequently or cast the vote again.
- (e) Immediately after conclusion of the remote e-voting, the Scrutinizer shall unblock the votes cast and submit his report thereon to the Chairman of the Company or any person authorized by him.

11. All the documents referred to in the accompanying explanatory statement being documents available for inspection, shall also be made available through electronic mode for inspection by any member on the basis of request received at investorelations@jbpharma.com. Upon receipt of such request, the Company would provide the link to inspect such documents. The members are requested not to forward to any other person.
12. The above notes form an integral part of this postal ballot notice.

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

Item No. 1 and 2:

The Board of Directors on the recommendation of Nomination and Remuneration Committee appointed Mr. Aman Mehta as an Additional Director of the Company with effect from January 21, 2026 to hold office till conclusion of the next General Meeting of the Company or upto the period of 3 months from the date of appointment, whichever is earlier and Managing Director of the Company for the period of 3 years with effect from January 21, 2026 without any remuneration, subject to approval of shareholders of the Company.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member of the Company proposing candidature of Mr. Aman Mehta for the office of a Director of the Company.

Mr. Aman Mehta has given his consent to act as a Director of the Company and a declaration to the effect that he is not disqualified from being appointed as a Director of the Company in terms of Section 164 of the Act and is not debarred from being appointed as a Director by the Securities and Exchange Board of India or any other Statutory authority.

Pursuant to Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a brief profile of Mr. Aman Mehta is as under:

Mr. Aman Mehta, 34, is the Managing Director of Torrent Pharmaceuticals Limited. He has been a key contributor in guiding strategic direction of Torrent Pharmaceuticals Limited, with overall accountability for driving growth, long term growth and strengthening market leadership in key territories.

With an Bachelor's degree in Economics from Boston University and MBA from Columbia University, New York, and with over a decade of experience within the Torrent Group, Mr. Aman Mehta has held several leadership roles across the Power and Pharmaceutical businesses.

He has been instrumental in accelerating the growth of Torrent Pharmaceuticals Limited through a combination of organic initiatives and strategic acquisitions. His key contributions in the India business of Torrent Pharmaceuticals Limited have been identification and integration of assets for M&A (Unichem, Curatio etc.) and driving organic growth in Torrent Pharmaceuticals Limited's India business led by field force expansion, in-licensing, and entry into new therapeutic areas.



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He emphasises on value proposition differentiation, operational and cost discipline, and people development, supporting Torrent Pharmaceutical Limited's long-term growth, sustainability, and competitiveness.

Mr. Aman Mehta is Managing Director of Torrent Pharmaceuticals Limited. He is a member of Securities Transfer and Stakeholders Relationship Committee and Committee of Directors of Torrent Pharmaceuticals Limited. Mr. Aman Mehta is also a Director of Torrent Investments Limited, Torrent Gujarat Titans Private Limited and Saat Rasta Properties Private Limited. He is a member of Group Risk Management Committee, Risk Management Committee, Asset and Liability Committee and Committee of Directors of Torrent Investments Limited. Mr. Aman Mehta has not attended any Board Meeting after his appointment was approved by the Board.

Mr. Aman Mehta is not related to any director or key managerial person of the Company. He neither holds any share in the Company nor has shareholding as a beneficial owner. The period of office of Mr. Aman Mehta as the Managing director of the Company, if appointed, would be three years with effect from January 21, 2026 and would not be liable to determination by retirement by rotation. As the Managing Director, he will exercise substantial powers of the management, subject to superintendence, control and direction of the Board of Directors of the Company.

Your Board believes that keeping in view Mr. Aman Mehta's background, qualifications, skills, experience and functional expertise, his association would be immensely beneficial to and is in the interest of the Company and would help the Board to maintain appropriate balance of skills, experience and knowledge and necessary diversity and thus help the Board to discharge its functions and duties effectively. Accordingly, your directors recommend his appointment and commend the resolutions set out at Item nos. 1 and 2 for approval of the members.

The Articles of Association of the Company and notice received from a member shall be available for inspection in electronic mode upto the last date of receipt of votes through e-voting process, basis the request being sent by Member on investorelations@jbpharma.com, mentioning their name, Folio No / DP ID and Client ID with a self-attested copy of their PAN card or Aadhar card attached to the e-mail. Upon receipt of such request, the Company would provide the link to inspect such documents.

Except Mr. Aman Mehta himself and his relatives, none of the Directors / Key Managerial Personnel of the Company / their

relatives is in any way, concerned or interested, financially or otherwise, in the Ordinary resolution set out at Item no. 1 & 2 of the Notice.

Item No. 3:

The Board of Directors on recommendation of Nomination and Remuneration Committee appointed Mr. Amal Kelshikar as an Additional Director with effect from January 21, 2026, pursuant to provisions of section 161 of the Companies Act, 2013 and Articles of Association of the Company to hold office till conclusion of the next General Meeting of the Company or within period of three months from the date of appointment, whichever is earlier. The Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member of the Company proposing candidature of Mr. Amal Kelshikar for the office of Director of the Company.

Mr. Amal Kelshikar has given his consent to act as a Director of the Company and a declaration to the effect that he is not disqualified from being appointed as a Director of the Company in terms of Section 164 of the Act and is not debarred from being appointed as a Director by the Securities and Exchange Board of India or any other Statutory authority.

Pursuant to Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a brief profile of Mr. Amal Kelshikar is as under:

Mr. Amal Kelshikar, 58, has a total experience of 32 years in Strategic Planning, Innovation and Launches, Marketing and Sales (Professional Med Rep and Trade), Channel Management (Inc Hospital), Commercial Excellence, Talent Development, Business Development & Licensing and External engagement. He is BE (Chem) from University Department of Chemical Technology, Mumbai, India and has done MBA (PGDM) from Indian Institute of Management, Ahmedabad (IIMA). He has also done his Executive Finance Program from Harvard Business School Executive Education and Executive Marketing Program from Kellogg Executive Education.

He has been overseeing India business of Torrent Pharmaceuticals Limited since 2022.

He has worked in reputed organisations like Abbott, Baxter, Novartis, Astra Zeneca in course of his career.

Mr. Amal Kelshikar does not hold directorship or committee membership in any entity. Mr. Amal Kelshikar attended the Board Meeting of the Company held on January 21, 2026, after



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his appointment was approved by the Board on the same day. Mr. Amal Kelshikar is not related to any director or key managerial person of the Company. He neither holds any shares in the Company nor has shareholding as a beneficial owner. The period of office of Mr. Amal Kelshikar as the director of the Company, if appointed, would be liable to determination by retirement by rotation.

Your Board believes that keeping in view Mr. Amal Kelshikar's background, qualifications, skills, experience and functional expertise, his association would be immensely beneficial to and is in interest of the Company and help the Board to maintain appropriate balance of skills, experience and knowledge and necessary diversity and thus help the Board to discharge its functions and duties effectively. Accordingly, your directors recommend his appointment and commend the resolution set out at Item no. 3 for approval of the members.

The Articles of Association of the Company and notice received from a member shall be available for inspection in electronic mode upto the last date of receipt of votes through e-voting process, basis the request being sent by Member on investorelations@jbpharma.com, mentioning their name, Folio No / DP ID and Client ID with a self-attested copy of their PAN card or Aadhar card attached to the e-mail. Upon receipt of such request, the Company would provide the link to inspect such documents.

Except Mr. Amal Kelshikar himself and his relatives, none of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the Ordinary resolution set out at Item no. 3 of the Notice.

Item No. 4:

The Board of Directors on recommendation of Nomination and Remuneration Committee appointed Mr. Hasmukh Patel as an Additional Director with effect from January 21, 2026, pursuant to provisions of section 161 of the Companies Act, 2013 and Articles of Association of the Company to hold office till conclusion of the next General Meeting of the Company or within period of three months from the date of appointment, whichever is earlier. The Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member of the Company proposing candidature of Mr. Hasmukh Patel for the office of Director of the Company.

Mr. Hasmukh Patel has given his consent to act as a Director of the Company and a declaration to the effect that he is not

disqualified from being appointed as a Director of the Company in terms of Section 164 of the Act and is not debarred from being appointed as a Director by the Securities and Exchange Board of India or any other Statutory authority.

Pursuant to Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a brief profile of Mr. Hasmukh Patel is as under:

Mr. Hasmukh Patel, 57, holds a Master's degree in Pharmacy and brings more than 33 years of distinguished experience in the pharmaceutical industry. He began his career with Torrent Pharmaceuticals Limited in May 1992 as a Trainee Scientist and, through a combination of strategic leadership and deep technical insight, rose steadily through the organization to his current role as Chief Operating Officer.

He has been instrumental in driving sustainable and scalable growth for Torrent Pharmaceuticals Limited. He has shaped and strengthened key functions including manufacturing operations, supply chain, API development, and product development. His comprehensive understanding of cGMP standards, operational excellence, regulatory compliance, and organizational leadership has played a pivotal role in enhancing Torrent Pharmaceuticals Limited's performance, competitiveness, and market presence.

Known for his collaborative approach and strong operational experience, he offers valuable insights toward sustainable growth, improved capability, and higher quality standards.

Mr. Hasmukh Patel does not hold directorship or committee membership in any entity. Mr. Hasmukh Patel attended the Board Meeting of the Company held on January 21, 2026, after his appointment was approved by the Board on the same day. He is not related to any director or key managerial person of the Company. He neither holds any shares in the Company nor he has shareholding as a beneficial owner. The period of office of Mr. Hasmukh Patel as the director of the Company, if appointed, would be liable to determination by retirement by rotation.

Your Board believes that keeping in view Mr. Hasmukh Patel's background, qualifications, skills, experience and functional expertise, his association would be immensely beneficial to and is in interest of the Company and help the Board to maintain appropriate balance of skills, experience and knowledge and necessary diversity and thus help the Board to discharge its functions and duties effectively. Accordingly, your directors recommend his appointment and commend the resolution set out at Item no. 4 for approval of the members.

Notice (Contd.)

The Articles of Association of the Company and notice received from a member shall be available for inspection in electronic mode upto the last date of receipt of votes through e-voting process, basis the request being sent by Member on investorelations@jbpharma.com, mentioning their name, Folio No / DP ID and Client ID with a self-attested copy of their PAN card or Aadhar card attached to the e-mail. Upon receipt of such request, the Company would provide the link to inspect such documents.

Except Mr. Hasmukh Patel himself and his relatives, none of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the Ordinary resolution set out at Item no. 4 of the Notice.

Item No. 5:

The Board of Directors on recommendation of Nomination and Remuneration Committee appointed Mr. Sudhir Menon as an Additional Director with effect from January 21, 2026, pursuant to provisions of section 161 of the Companies Act, 2013 and Articles of Association of the Company to hold office till conclusion of the next General Meeting of the Company or within period of three months from the date of appointment, whichever is earlier. The Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member of the Company proposing candidature of Mr. Sudhir Menon to the office of Director of the Company.

Mr. Sudhir Menon has given his consent to act as a Director of the Company and a declaration to the effect that he is not disqualified from being appointed as a Director of the Company in terms of Section 164 of the Act and is not debarred from being appointed as a Director by the Securities and Exchange Board of India or any other Statutory authority.

Pursuant to Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a brief profile of Mr. Sudhir Menon is as under:

Mr. Sudhir Menon, 53, is a Chartered Accountant and Cost Accountant with over 29 years of rich experience in finance and corporate management. He joined Torrent Pharmaceuticals Limited in May 2006 and has been instrumental in strengthening financial controls and governance across the organisation.

He has played a pivotal role in several strategic acquisitions, contributing to the sustained growth of Torrent Pharmaceuticals Limited. Currently as Executive Director (Finance) & Chief Financial Officer of Torrent Pharmaceuticals Limited, he is responsible for Finance & Accounts, Legal & Secretarial, Information Technology and Investor Relations.

Over the years, he has overseen multiple functions, reflecting his leadership and functional versatility.

Mr. Sudhir Menon is a Director of Torrent Gujarat Titans Private Limited and Torrent Diagnostics Limited. He is a member of IPO Committee of Torrent Gujarat Titans Private Limited and Risk Management Committee of Torrent Pharmaceuticals Limited. Mr. Sudhir Menon attended the Board Meeting of the Company held on January 21, 2026, after his appointment was approved by the Board on the same day. He is not related to any director or key managerial person of the Company. He neither holds any share in the Company nor he has shareholding as a beneficial owner. The period of office of Mr. Sudhir Menon as the director of the Company, if appointed, would be liable to determination by retirement by rotation.

Your Board believes that keeping in view Mr. Sudhir Menon's background, qualifications, skills, experience and functional expertise, his association would be immensely beneficial to and is in interest of the Company and help the Board to maintain appropriate balance of skills, experience and knowledge and necessary diversity and thus help the Board to discharge its functions and duties effectively. Accordingly, your directors recommend his appointment and commend the resolution set out at Item no. 5 for approval of the members.

The Articles of Association of the Company and notice received from a member shall be available for inspection in electronic mode upto the last date of receipt of votes through e-voting process, basis the request being sent by Member on investorelations@jbpharma.com, mentioning their name, Folio No / DP ID and Client ID with a self-attested copy of their PAN card or Aadhar card attached to the e-mail. Upon receipt of such request, the Company would provide the link to inspect such documents.

Except Mr. Sudhir Menon himself and his relatives, none of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the Ordinary resolution set out at Item no. 5 of the Notice.

By Order of the Board of Directors

Sandeep Phadnis

Company Secretary

Membership No.: A11530

Date : January 21, 2026

Place : Mumbai