



PHARMALAB PVT. LIMITED

Formerly Known as Symbiotec Pharmalab Ltd.
385/2, Pigdamber, Rau,
Indore - 453 331 (M.P.) INDIA
Tel. :+91-731-6676405-406
Fax :+91-731-4201222
ID : symbiotec@symbiotec.in
http : \\ www.symbiotec.in
CIN:U24232MP2002PTC015293

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **20th Annual General Meeting (AGM) of the members of Symbiotec Pharmalab Private Limited** will be held at a short notice on Thursday, September 22, 2022, at 4:00 P.M. at the Registered Office of the Company at 385/2, Pigdamber, Rau, Indore – 453331, both through physical mode and through Video Conferencing ('VC') facility or Other Audio-Visual Means ('OAVM') adhering to the provisions of MCA Circulars issued time to time to transact the following business (es):

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. the audited financial statements of the Company for the financial year ended March 31, 2022 along with the report of the Auditors and the report of Board of Directors thereon.
 - b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2022 and Report of the Auditors thereon.
2. To re-appoint M/s. S R B C & Co. LLP, Chartered Accountants as statutory auditors of the Company and to fix their remuneration.

*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 139 and 142 of the Companies Act, 2013 read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. S R B C & CO. LLP, Chartered Accountants (Firm reg. No. 324982E) be and are hereby re-appointed as the Statutory Auditors of the Company for term of five consecutive years, who shall hold office from the conclusion of this 20th Annual General Meeting till the conclusion of the 25th Annual General Meeting to be held in the year 2027 on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company."

SPECIAL BUSINESS:

3. To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:**

TO APPROVE AND RATIFY THE REMUNERATION OF THE COST AUDITORS FOR CONDUCTING THE COST AUDIT FOR THE FINANCIAL YEAR ENDING ON 31ST MARCH, 2023:

"**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the remuneration payable to M/s M.P. Turakhia & Associates, Indore, Cost Accountants having Firm Registration Number 000417, appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2023, amounting to Rs. 65,000 (Rupees Sixty-Five Thousand only) (excluding all taxes and reimbursement of out-of-pocket expenses) be ratified and confirmed;

RESOLVED FURTHER THAT the Board of Directors or Company Secretary of the Company of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be required or considered necessary or incidental to implement this resolution."

By Order of the Board of Directors
For **Symbiotec Pharmed Private Limited**

Date: August 30, 2022
Place: Indore

Sd/-
Salil Jain
Company Secretary
Membership No.
A41610

Registered Office:

P.O.: 385/2, Pigdambar, Near Hotel Mashal, Rau, Indore – 453331 (M.P.)
CIN: U24232MP2002PTC015293, Tele No.: (0731) 6676405.
Fax No.: (0731) 4201222
Email: salil.jain@symbiotec.in
Website: www.symbiotec.in

NOTES:

1. In view of continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA'), Government of India, permitted conduct of Annual General Meeting ('AGM') through video conferencing (VC) or other audio visual means (OAVM) pursuant to General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020, respectively, read with General Circular No.02/2021 dated January 13, 2021, General Circular No. 19/2021, 21/2021, 2/ 2022 dated 08/12/2021, 14/12/2021 and 05/05/2022, respectively (collectively referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs prescribed the specified procedures to be followed for conducting the AGM through VC/OAVM. This AGM will be held both through physical mode and through Video Conferencing ('VC'). The venue for the meeting shall be at 385/2, Pigdamber, Rau, Indore – 453331.
2. A member entitled to attend and vote at the annual general meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. Members who are attending the meeting through video conference shall not be allowed to appoint proxies.
3. Corporate Members intending to send their authorised representatives to attend the Meeting, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorised under the said resolution to attend and vote on their behalf at the Meeting.
4. Members/proxies/authorized representatives are requested to submit the attendance slips duly filled in for attending the meeting. Members holding shares in physical form are requested to write their folio number in the attendance slip for attending the meeting.
5. In compliance with the aforesaid requirements of the MCA Circulars, electronic copy of the Notice along with the Annual Report for the financial year ended 31st March, 2022 consisting of financial statements including Board's Report, Auditors' Report and other documents required to be attached therewith (Collectively referred to as Notice) have been sent only by email to the members at their e- mail ids registered with the Company.
6. Those Shareholders whose email IDs are not registered, are requested to register their email ID with Registrar & Share Transfer Agent (R&STA) Ankit Consultancy Private Limited at rtaindore@gmail.com by providing their Name as registered with the R&STA, Address, email ID, PAN, DPID/Client ID or Folio Number and Number of shares held by them or by email at salil.jain@symbiotec.in.
7. The Members can join the AGM through VC/OAVM, 15 minutes before and scheduled time of the commencement of the Meeting by following the procedure as mentioned in the Notice.
8. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

9. The Members will be allowed to pose questions during the course of the Meeting. The queries can also be given in advance at salil.jain@symbiotec.in
10. Members who hold shares in physical form are requested to notify immediately any change in their addresses to the Company.
11. Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.
12. Only those shareholders of the Company who are holding shares either in physical form or in dematerialized form, as on the cut-off date (i.e., Wednesday, September 21, 2022), shall be entitled to cast their vote through VC/OAVM at the AGM. Any person who is not a member as on the cut-off date should treat this Notice for information purposes only.
13. The Directors of the Company have not proposed any dividend for the FY 2021-22.
14. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013, setting out material facts in respect of the item no. 1 is annexed hereto.

VOTING PROCESS AND OTHER INSTRUCTIONS REGARDING REMOTE E-VOTING:

1. Members whose email IDs are already registered with the Company and who are desirous to attend the AGM through VC/OAVM can apply at salil.jain@symbiotec.in requesting for participation in the AGM, by giving their name as registered in the records of the Company, DPID/Client ID or Folio Number and the Registered email ID.
2. Members who are desirous of attending the AGM through VC/OAVM and whose email IDs are not registered with the company, may get their email IDs registered with the Company by sending an email to salil.jain@symbiotec.in with the following credentials:
 - Name registered as per the records of the company
 - DPID-Client ID/ Folio Number
 - Email ID to be registered for attending the Meeting
3. Members may send the above-mentioned request at point no (2) latest by, September 21, 2022. In case of joint holding, the credentials of the first named holder shall be accepted.
4. Corporate Shareholders are required to send the Board Resolution/Authorization Letter to the Company Secretary at salil.jain@symbiotec.in authorizing its representatives to attend the AGM through VC/OAVM.

5. The invitation/link to join the AGM through VC will be provided by the Company to the Members on their registered email IDs closure to the date of meeting.
6. Members may attend the AGM, by following the invitation link sent to their registered email ID. Members will be able to locate Meeting ID/ Password/ and **JOIN MEETING tab** through Microsoft Teams. By Clicking on JOIN MEETING they will be redirected to Meeting Room via browser or by running Temporary Application. In order to join the Meeting, follow the step and provide the required details (mentioned above – Meeting Id/Password/Email Address) and Join the Meeting. Members are encouraged to join the Meeting through Laptops for better experience.
7. The General Circular 14/2020 dated April 8, 2020 does not provide for polling by members at any time before the meeting. Thus, e-voting will be conducted during the meeting. ***The Voting would be by show of hands.*** In case poll is demanded, **members can vote by sending email from their registered email to Company Secretary of the Company at salil.jain@symbiotec.in**
8. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid internet/ technical glitches.
9. Any grievances relating to participation in the meeting shall be reported to:
Ph: 9630009591 Email ID salil.jain@symbiotec.in
This facility shall be available throughout the meeting.

By Order of the Board of Directors
For **Symbiotec Pharmalab Private Limited**

Date: August 30, 2022
Place: Indore

Sd/-
Salil Jain
Company Secretary
Membership No.
A41610

Registered Office:

P.O.: 385/2, Pigdamber, Near Hotel Mashal, Rau, Indore – 453331 (M.P.)
CIN: U24232MP2002PTC015293, Tele No.: (0731) 6676405.
Fax No.: (0731) 4201222
Email: salil.jain@symbiotec.in
Website: www.symbiotec.in

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

ITEM NO. 2: TO RE-APPOINT M/S. S R B C & CO. LLP, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY AND TO FIX THEIR REMUNERATION

M/s. S R B C & Co. LLP, Chartered Accountants, were appointed as Statutory Auditors of the Company at the 15th Annual General Meeting ('AGM') held on October 10, 2017, for a period of 5 years, up to the conclusion of 20th AGM. M/s. S R B C & Co. LLP are eligible for re-appointment for a further period of 5 years. M/s. S R B C & Co. LLP have given their consent for their re-appointment as Statutory Auditors of the Company and has issued certificate confirming that their re-appointment, if made, will be within the limits prescribed under the provisions of Section 139 of the Companies Act, 2013 ('the Act') and the rules made thereunder. M/s. S R B C & Co. LLP have confirmed that they are eligible for the proposed appointment under the Act, the Chartered Accountants Act, 1949 and the rules or regulations made thereunder. The Board of Directors, it is hereby proposed to re-appoint M/s. S R B C & Co. LLP, Chartered Accountants, having registration No. 324982E, as the Statutory Auditors of the Company for the further term of five consecutive years, who shall hold office from the conclusion of this 20th AGM till the conclusion of the 25th AGM of the Company. The Board of Directors has approved a remuneration of Rs. 3.8 Mn for conducting the audit for the financial year 2021-22, excluding applicable taxes and reimbursement of out-of-pocket expenses on actuals. The remuneration proposed to be paid to the Statutory Auditors during the further term would be in line with the existing remuneration and shall be commensurate with the services to be rendered by them during the said tenure. The Board of Directors may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

The Board recommends the resolution set out at Item No. 2 of the Notice for approval by the Members by way of an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives are interested or concerned, financially or otherwise, in the resolution.

ITEM NO. 3: TO APPROVE AND RATIFY THE REMUNERATION OF THE COST AUDITORS FOR CONDUCTING THE COST AUDIT FOR THE FINANCIAL YEAR ENDING ON 31ST MARCH, 2023:

The Company is directed under Section 148 of the Act to have the audit of its cost records conducted by a Cost Accountant in Practice. The Board of your Company has approved the re-appointment of M/s. M.P. Turakhia & Associates, Cost Accountants, Indore as the Cost Auditors of the Company to conduct audit of cost accounting records maintained by the Company for bulk drugs manufactured by the Company for the year ending on 31st March, 2023 at a remuneration of Rs. 65,000/- plus applicable tax and out-of-pocket expenses.

M/s. M.P. Turakhia & Associates have furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company. M/s. M.P. Turakhia & Associates, Indore, have vast experience in the field of cost audit and have conducted the audit of the cost records of the Company for the past several years under the provisions of the erstwhile Companies Act, 1956 and also under the Companies Act, 2013.

In terms of Section 148 (3) of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014, the remuneration of the Cost Auditor is required to be ratified by the Members of the Company. The Board has approved the remuneration of Rs. 65,000 plus out-of-pocket expenses to M/s. M.P. Turakhia & Associates, Indore as the Cost Auditors and the ratification by the members is sought for the same by an Ordinary Resolution.

The Board of Directors of your Company recommends the resolution for the approval of the Members as an ***Ordinary Resolution***.

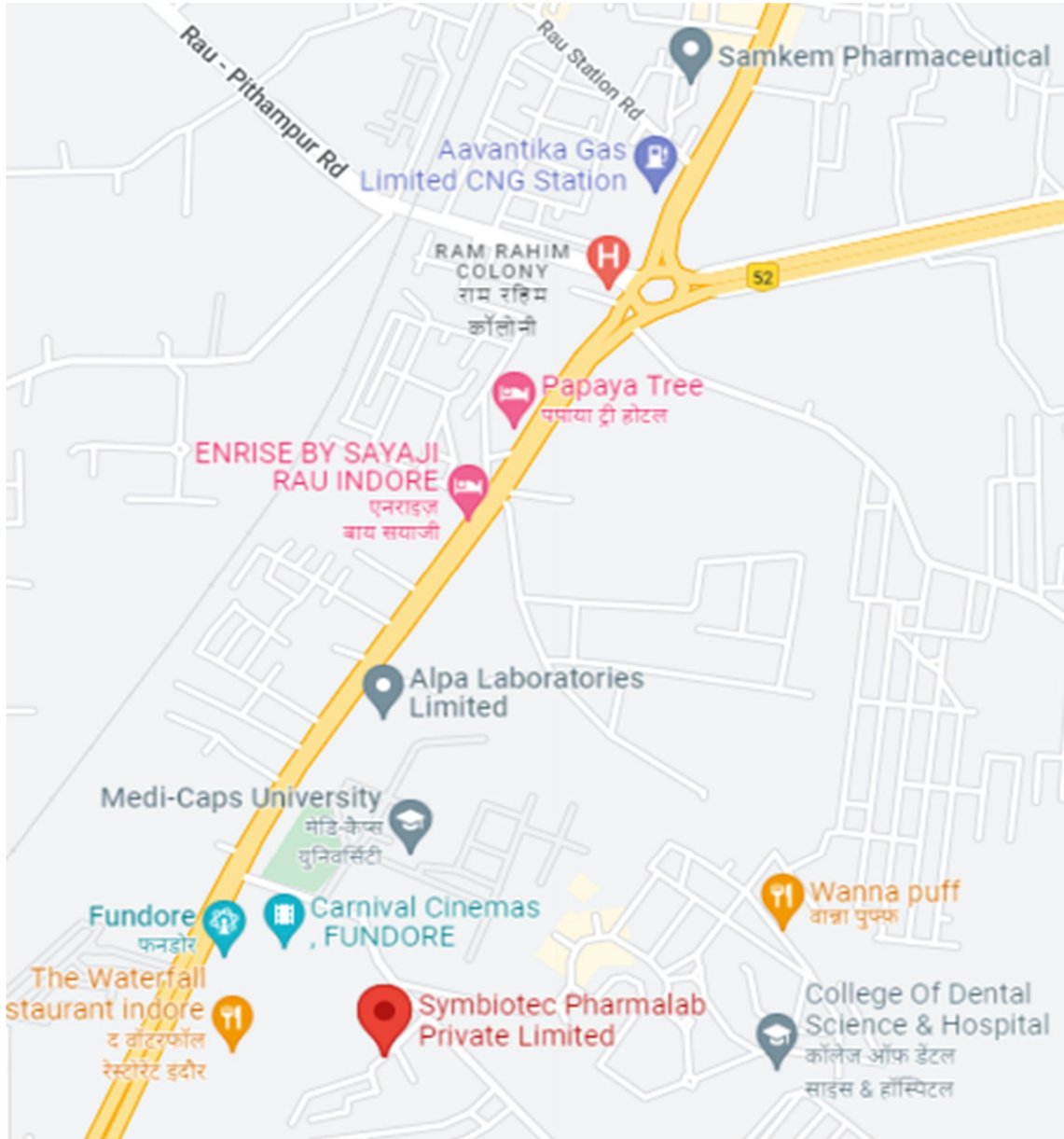
None of the Directors and Key Managerial Personnel of the Company or their relatives is in any way concerned or interested in the said resolution.

By Order of the Board of Directors
For **Symbiotec Pharmed Private Limited**

Date: August 30, 2022
Place: Indore

Sd/-
Salil Jain
Company Secretary
Membership No.
A41610

ROUTE MAP



ATTENDANCE SLIP

(Please complete this attendance slip and hand over at the entrance of the Meeting Hall)

ANNUAL GENERAL MEETING 2022

I/We hereby record my/our presence at the 20th Annual General meeting of Symbiotec Pharmalab Private Limited held on Thursday, 22nd September, 2022 at 385/2, Pigdamber, Near Mashal Hotel, Rau, Indore, India at 4.00 P.M.

Name	
Address	
Email ID	
Folio No. /DPID	
No. of shares held	

I/We certify that I/We am/are registered shareholder / proxy for the registered shareholder of the company.

(If signed by proxy, his name should be
Written in block letters)

(Shareholders/proxy's Signature)

Note:

1. Shareholders / proxy holders are requested to bring the attendance Slips with them when they come to the meeting and hand over them at the entrance after affixing their signatures on them.
2. If it is intended to appoint a proxy, the form of proxy should be completed and deposited to the Company before the commencement of meeting.

FORM NO.MGT- 11
PROXY FORM

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3)
of the Companies (Management and Administration) Rules, 2014]*

CIN: U24232MP2002PTC015293

Name of company: **SYMBIOTEC PHARMALAB PRIVATE LIMITED**

Registered office: 385/2, Pigdamber, Near Mashal Hotel, Rau, Indore, Madhya Pradesh

Name of the member (s) :
Registered address :
E-mail Id :
Folio No/ Client Id :
DP ID :

I/We, being the member (s) of shares of the above-named company, hereby appoint

1. Name :
Address :
E-mail Id :
Signature :....., or failing him

2. Name :
Address :
E-mail Id :
Signature :....., or failing him

3. Name :
Address :
E-mail Id :
Signature :.....

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the annual general meeting of the company, to be held on Thursday, 22nd September, 2022 at 385/2, Pigdamber, Near Mashal Hotel, Rau, Indore, India at 4.00 P.M., or / and at any adjournment thereof, in respect of such resolutions as are indicated below:

Sl. No.	Resolutions	Voted for	Voted against
1.	Receive, Consider and adopt audited financial statements of the Company for the financial year ended March 31, 2022 along with the report of the Auditors and the report of Board of Directors thereon. And the audited consolidated financial statements of the Company for the financial year ended March 31, 2022 and Report of the Auditors thereon.		
2.	To re-appoint M/s. S R B C & Co. LLP, Chartered Accountants as statutory auditors of the Company and to fix their remuneration		
3.	To approve and ratify the remuneration of the cost auditor(s) for the financial year ending on 31st March, 2023		

Signed this..... day of..... .2022
Signature of shareholder

Affix One Rupee Revenue

Signature of Proxy holder(s)

Notes:

- A Proxy need not be a member of the Company.
- In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.
- The Proxy-holder shall prove his/her identity at the time of attending the Extra Ordinary General Meeting.
- Please put a “X” in the appropriate column against the Resolutions indicated in the Box. If you leave the “For” or “Against” column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he / she may deem appropriate.