

# KABRA DRUGS LIMITED

(CIN: L02423MP1989PLC005438)

Registered Office: 208, Swadesh Bhavan, 2 Press Complex, AB Road, Indore, Madhya Pradesh - 452011, India.

Mobile: +91 9884624100, Email: [kabradrugs@gmail.com](mailto:kabradrugs@gmail.com), [www.kabradrugs.com](http://www.kabradrugs.com)

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## NOTICE

Notice is hereby given that the Extra Ordinary General Meeting of the Members of KABRA DRUGS LIMITED (CIN: L02423MP1989PLC005438) will be held on Thursday, January 02, 2025, at 11.00 A.M. at its Registered office at 208, Swadesh Bhavan, 2 Press Complex, AB Road, Indore, Madhya Pradesh, India, 452011, to transact the following business.

### **SPECIAL BUSINESS:**

#### **1. TO APPROVE INCREASE IN THE AUTHORIZED SHARE CAPITAL AND ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY**

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

“RESOLVED THAT pursuant to Section 61(1)(a), 13 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the Authorized Share Capital of the Company be and is hereby increased from Rs. 20,00,00,000/- (Twenty Crore Only) divided into 2,00,00,000 (Two Crore) equity shares of Rs.10/- (Rupees Ten Only) each to Rs.40,00,00,000/- (Rupees Forty Crores Only) divided into 4,00,00,000 (Four Crore) equity shares of Rs.10/- (Rupees Ten Only) each.”

“**Clause V. The Authorized Capital of the Company is INR 40,00,00,000/- (Indian Rupees Forty Crores only) divided into 4,00,00,000 (Four Crore) Equity Shares of INR 10 (Indian Rupees Ten only) each.**”

**RESOLVED FURTHER THAT** approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company 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 and to file any forms/ documents to be filed with the Registrar of Companies as may be necessary and incidental to give effect to the aforesaid Resolution(s), and to settle any questions, difficulties or doubts that may arise in this regard.”

“**RESOLVED FURTHER THAT** any of the Directors of the Company of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

#### **2. To Offer, Issue and Allot Equity Shares on Preferential Basis to Non-Promoters.**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 42 and 62(1)(c), and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 (collectively, the “CA 2013”); and in accordance with the provisions of the Memorandum and Articles

of Association of the Company (ii) the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018, as amended (“ICDR Regulations”); iii) and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation 2015, (iv) any other rules / regulations/ guidelines, if any, prescribed by the Securities and Exchange Board of India, Reserve Bank of India, stock exchange and/or any other statutory / regulatory authority; (v) the Listing Agreement entered into by the Company with the stock exchange, and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the consent of the members of the Company be and is hereby accorded to create, issue, offer and allot up to **2,64,14,300** (Two Crore Sixty four Lakhs Fourteen Thousand Three Hundred) equity shares having face value of Rs. 10/- (Rupee Ten) each fully paid-up (“Equity Shares”) of the Company to Non-Promoter on preferential basis at a price of Rs. 16/- (Rupees Sixteen Only) per share (including premium of Rs. 6/-) as determined by the Board in accordance with the pricing guidelines prescribed under Regulation 165 and 166A of the Chapter V of the SBEI ICDR Regulations and on such other terms and conditions as may be determined in accordance with the SBEI ICDR Regulations or other applicable provisions of the law as may be prevailing at the time, to the following:

<b>Sr. No.</b>	<b>Name of the proposed allottee</b>	<b>No. of Equity Shares</b>
1	Arun Gupta	50,000
2	Atul Gupta	50,000
3	Varun Verma	50,000
4	Divick Kishore	50,000
5	Pankaj Gupta	1,00,000
6	Subhi Soni	50,000
7	Milan Maganlal Rathod	50,000
8	Pooja Jain	1,00,000
9	Mangal Shaileshbhai Shah	1,00,000
10	Hargovindbhai Pranjivan Kotecha	1,00,000
11	Anupam Gupta	62,500
12	Triveni Sangam Realcon Private Limited	1,00,000
13	Arjun Kumar Pandit	62,500
14	Jasmita Hiten Shah	50,000
15	Nilesh Nanubhai Baldha	2,00,000
16	Vimal Nandkishore Malu	1,00,000
17	Jayesh Jivrajbhai Prajapati	1,50,000
18	Dheeraj Shah (HUF)	1,00,000
19	Divakar Konathala	6,50,000
20	Arun Kumar Konathala	1,00,000
21	Hemant Manubhai Chhabaria	50,000
22	Meghna Narayan	80,000
23	Ronak Patel	1,00,000
24	Saya Healthcare Private Limited	50,000

25	Veeramatha Gudipudi	1,00,000
26	Suchit Mohan Lal	50,000
27	Shah Kailashben K	1,00,000
28	Sheetal Shah	2,00,000
29	Sachin Mandhare (HUF)	1,00,000
30	Himanshu Rajendra Kumar Jain	5,00,000
31	Pushpa Lata Rathi	2,00,000
32	Prachi Jain	1,90,000
33	Shubham Jain	2,00,000
34	Sanjay Jain	1,00,000
35	Vijay Pokharna	50,000
36	Pooja Khator	1,00,000
37	Tara Chand Kothari	1,00,000
38	Manoharben Jamnalal Kabra	8,00,000
39	Drisyia KP	50,000
40	Karthika Kizhakkayil Manoharan	2,50,000
41	Nithin N Nair	2,00,000
42	Geetha PG	1,25,000
43	Neha Rahul Velani	1,60,000
44	Kripa Mehta	1,60,000
45	Ramaswamy Anand	1,50,000
46	Gayathri Ramakrishnan	1,50,000
47	Muthu Manickam HUF	1,00,000
48	B Rakesh Chordia	1,00,000
49	Vivek Kumar Bhauka	1,00,000
50	P Vasantha Sethia	1,00,000
51	Rajkumari Bhawarlal	1,00,000
52	Srinivasa Ravi Pathapati	1,00,000
53	Ahalya Panda	1,25,000
54	Kruti Sevanti Doshi	5,00,000
55	Nilesh Shantilal Jain	75,000
56	Chandrakant Jain	50,000
57	Kirtibala Urvish Kothari	93,750
58	Shubham Umesh Patekar	1,25,000
59	Shreem Advisors	2,00,000
60	Ankita Goel	1,62,500
61	Deepak Kumar Agarwal	1,25,000
62	Amit Kumar Saraogi	1,00,000
63	Akansha Gupta	1,32,500
64	Priyam Sachdeva	1,82,500
65	Akriti Goel	1,32,500
66	Karan Aroura	1,00,000
67	Yakkala Venkata Durga Prasad	75,000
68	Sri Parasara Rekha Bhattar	75,000

69	Sateesh Mahadev	75,000
70	Kurmala Venkata Naga Sailaja	75,000
71	CH Padma	1,00,000
72	JNV Suresh Kumar	75,000
73	Sangai Bandana	2,00,000
74	Ashwin Kumar Reddy Donuri	50,000
75	Sharadanandu Konuthula	2,00,000
76	Gada Mallikarjun	1,00,000
77	Dokuparthi Roja Rani	75,000
78	Suresh Babu Sannareddy	1,00,000
79	K V Sudhir	75,000
80	Dr S Muni Bala Krishna	50,000
81	Dr Subba Reddy G V	75,000
82	Dornadula Srinivasulu Ram (HUF)	1,00,000
83	Upendra Reddy Desireddy	1,00,000
84	Rama Devi Desireddy	1,00,000
85	S Rambabu	4,00,000
86	G Sri Hari	1,00,000
87	Giddaluru Bharathi	1,00,000
88	Gajulapalle Rajasekhar	1,00,000
89	Kavuturu Venkata Siva Kumar Chowdary	2,00,000
90	Adepu Shiva Kumar	50,000
91	Katpally Ram Reddy	50,000
92	Veeramreddy Vijay Kumar Reddy	8,00,000
93	Jeevitha Veeramreddy	2,00,000
94	Polineni Shailaja	90,000
95	Thota Rajya Lakshmi	75,000
96	Shailender Jadi	75,000
97	Chennojwala Vani	75,000
98	Rangu Shyam Sunder	75,000
99	Gudivaka Navajyothi	2,00,000
100	Adusumilli Sai Raghava Prathap	2,00,000
101	Giridhar Gupta Somisetty	2,00,000
102	Somisetty Malathi Latha	3,00,000
103	Bhongir Sohan Bapu	75,000
104	Rangu Ramakrishna	75,000
105	R Lakshmi Sobha	2,00,000
106	Puvvadi Sarath Babu	1,00,000
107	Narendra Chetty Gadhamsetty	75,000
108	Vemareddy Vikram Srinivas Reddy	2,00,000
109	Bhuma Mani Sahithi	1,00,000
110	Srilatha Bhuma	50,000
111	Pasupuleti Murali Madhav	1,00,000
112	Vineeta Jain	60,000

113	Lakshmi Nagamalleswari Doradla	75,000
114	D Naveen Kumar Reddy	1,00,000
115	Ratna Kishore Gorla	50,000
116	Naveen Kumar Daggupati	1,00,000
117	Arvind Gupta Satrasala	1,00,000
118	Rohan Gupta	28,00,000
119	Sharon Gupta	12,00,000
120	Pritesh Pravinchandra Vora	2,00,000
121	N Aravind	6,00,000
122	S Sneha	2,00,000
123	Neha Rajen Gada	1,60,000
124	Sagar Praful Shah	2,50,000
125	Neha Sagar Shah	2,50,000
126	Puvvadi Uma Devi	1,00,000
127	Surisetty Saritha	75,000
128	Medo Capital Services Private Limited	2,35,550
129	Priyam Samir Shah	3,00,000
130	Farahan Karim Amalani	1,50,000
131	Koushik M	1,00,000
132	Anuj Jain	6,25,000
133	Rohit Jain	6,25,000
134	Harshit Singhal	6,25,000
135	Nishant Sahu	6,25,000
136	Noopur Vyas	6,25,000
137	Divya Aggarwal	1,50,000
138	Swati Goel	1,50,000
139	Jitendra Agarwal	1,25,000
140	Nandan P Ganatra	1,00,000
141	Chetan Vinod Mistry	1,00,000
142	Agarwal Megha	1,00,000
143	Nishad Shaik	1,00,000
144	Gobindsingh Dhawda HUF	1,00,000
	Grand Total	2,64,14,300

**RESOLVED FURTHER THAT** in accordance with SEBI (ICDR) Regulations, the ‘Relevant Date’ for determination of the issue price of Equity Shares, shall be, Tuesday, December 03, 2024, the date 30 (Thirty) days prior to the date of the Extra Ordinary General Meeting (“Relevant Date”) on which this special resolution is proposed to be passed.

**RESOLVED FURTHER THAT** the Equity Shares to be offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu (including as to entitlement to voting powers and dividend) in all respects with the existing equity shares of the Company and the shares so issued, offered and allotted be in dematerialized form.

**RESOLVED FURTHER THAT** the Equity Shares allotted on preferential basis shall be locked-in for such period as prescribed in SEBI (ICDR) Regulations.

**RESOLVED FURTHER THAT** the Board (including any committee thereof) be and is hereby authorized to decide and approve the other terms and conditions of the issue and also to vary, alter or modify any of the terms and conditions in the proposal as may be required by the agencies/authorities involved in such issues but subject to such conditions as stock exchange and other appropriate authority may impose at the time of their approval and as agreed to by the Board.

**RESOLVED FURTHER THAT** the equity shares shall be issued and allotted by the Company within a period of 15 (Fifteen) days from the date of passing of this resolution, provided that where the allotment of the said equity shares is pending on account of pendency of any approval for such allotment by any regulatory authority, the allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of last of such approvals.

**RESOLVED FURTHER THAT** the Company hereby takes note of the certificate from CS Jay Arvind Jain, Practicing Company Secretary (Membership No. 55129 CP No. 23109) certifying that the above issue of equity shares of the Company is being made in accordance with the SEBI (ICDR) Regulations.

**FURTHER RESOLVED THAT** for the purpose of giving effect to the aforesaid special resolution under Sections 42 and 62 of the Companies Act, 2013, the Board of Directors (which term shall include any duly constituted and authorized Committee thereof) of the Company be and is hereby authorized to take such steps and to do all such other acts, deeds, matters and things and accept any alteration(s) or amendment(s) or correction(s) or modification(s) and to execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution including intimating the concerned authorities or such other regulatory body and for matters connected therewith or incidental thereto and also to seek listing of such equity shares on BSE where the shares of the Company are listed.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officer(s) of the Company and to generally do all such acts, deeds and things as may be required in connection with the aforesaid resolution, including issue of offer letter, making necessary filings with the stock exchange and regulatory authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint any merchant bankers or other professional advisors, consultants and legal advisors to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to agree and accept all such terms, condition(s), modification (s) and alteration(s) as may be stipulated by any relevant authorities while according approval or consent to the issue as may be considered necessary, proper or expedient and give effect to modification (s) and to resolve and settle all questions, difficulties or doubts that may arise in this regard in the implementation of this resolution for issue and allotment of equity shares on preferential basis and to do all acts, deeds and things in connection therewith and incidental thereto without being required to seek any further consent or approval of the members of the Company to the intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

### **3. To Shift Registered Office from The State Of Madhya Pradesh To the State Of Tamil Nadu**

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

**“RESOLVED THAT** pursuant to the provisions of Section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 30 of the Companies (Incorporation) Rules, 2014 and other relevant rules applicable, if any, (inducing any statutory modification(s) or re-enactments thereof, for the time being in force), and subject to approval of Regional Director or the Central Government, stock exchanges and such other approvals, permissions and sanction, as may be required under the provisions of the said Act or under any other law for the time being in force or any statutory modification or amendment thereof, consent of the members be and is hereby accorded to shift the Registered Office of the Company from Shop 208, Swadesh Bhavan, 2 Press Complex, AB Road, Indore, Madhya Pradesh – 452011 to No.3, 1st Floor, Swaminathan Street, West Mambalam, Chennai - 600033 the State of Tamil Nadu and that Clause-II of the Memorandum of Association of the Company be substituted by the following clause:

II. The registered office of the Company will be situated in the State of Tamil Nadu.”

**“RESOLVED FURTHER THAT** the aforesaid resolution on becoming effective, the Registered Office of the Company be shifted from the State of Madhya Pradesh to such place in the State of Tamil Nadu as may be determined by the Board of Directors of the Company.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter called the “Board”), which term shall be deemed to include any person (s) authorized and / or Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) be and is hereby authorised to agree to and make and accept such conditions, modifications and alterations stipulated by any one of the authorities, statutory or otherwise, while according approval, consent as may be considered necessary and to appoint counsels and advisors, file applications/ petitions, issue notice, advertisements, obtain orders of shifting of Registered Office from the concerned authorities and take such steps and to do such acts, deeds and things as they may deem necessary and proper in this matter.”

**Registered Office:**

208 Swadesh Bhavan, 2 Press Complex, AB  
Road, Indore, Madhya Pradesh, India, 452011

By order of the Board of Directors  
**For, KABRA DRUGS LIMITED**

Place: Indore, Madhya Pradesh  
Date: 04/12/2024

Sd/-  
**N.ARAVIND**  
**MANAGING DIRECTOR**

**Notes:**

1. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 (“the Act”), in respect of Item No. 1 set out in the Notice is annexed hereto and forms part of this Notice.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY. DULY COMPLETED INSTRUMENT OF PROXIES IN ORDER TO BE EFFECTIVE MUST BE REACHED THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING.
3. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY, PROVIDED A **MEMBER HOLDING MORE THAN 10%, OF THE TOTAL SHARE CAPITAL MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER SHAREHOLDER.**
4. Corporate members intending to send their authorised representative to attend the Extra Ordinary General Meeting (EGM) are requested to ensure that the authorised representative carries a certified copy of the Board resolution, Power of Attorney or such other valid authorisations, authorising them to attend and vote on their behalf at the meeting.
5. In case of Joint Holders attending the Meeting, only such Joint Holder who is higher in the order of names will be entitled to vote.
6. For the convenience of the Members and for proper conduct of the Meeting, entry to the place of the Meeting will be regulated by the Attendance Slip, annexed to the Proxy Form. Members/Proxies are requested to bring the attendance slip duly filled in and to affix their signature at the place provided on the Attendance Slip and hand it over at the counters at the venue. Copies of the Notice or Attendance Slips will not be made available at the Extra Ordinary General Meeting venue.
7. Members who hold the shares in the dematerialized form are requested to incorporate their DP ID Number and Client ID Number in the Attendance Slip/Proxy Form, for easier identification of attendance at the Meeting.

**GREEN INITIATIVE:** SEBI & the Ministry of Corporate Affairs encourage paperless communication as a contribution to greener environment.

Members holding shares in physical mode are requested to register their e-mail ID's with M/s. **Skyline Financial Services Pvt. Ltd**, the Registrars & Share Transfer Agents of the Company and Members holding shares in demat mode are requested to register their e-mail ID's with their respective Depository Participants in case the same is still not registered.

If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Registrars & Share Transfer Agents of the Company in respect of shares held in physical form and to their respective depository participants in respect of shares held in electronic form.

Members who wish to register their email ID can download the 'Green Initiative' form from the Company's website viz. [www.kabradrugs.com](http://www.kabradrugs.com)

8. Notice of this Extra Ordinary General Meeting is available on the website of the Company [www.kabradrugs.com](http://www.kabradrugs.com).



9. The Company is having agreements with NSDL and CDSL to enable Members to have the option of dealing and holding the shares of the Company in electronic form. Any member desirous to dematerialise his holding may do so through any of the depository participants. The ISIN of the equity shares of the Company is INE323K01017.
10. SEBI has mandated the submission of Permanent Account Number by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their respective Depository Participants. Members holding shares in physical form can submit their PAN to the Company/RTA. SEBI has also mandated the submission of copy of the PAN card to the Company/RTA by the transferee(s) as well as transferor(s) for registration of transfer of securities.
11. The Shareholders are requested to update the contact address and are requested to notify immediately any change in their address, exclusively on separate letter without clubbing it with any other request, for quicker attention directly to the Company's Share Transfer Agent.
12. Members who are holding shares in the same name or in the same order of names, under different folios, are requested to notify the same to the Registrar and Share Transfer Agent for consolidation of their shareholding into a single folio.
13. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form are advised to file nomination in the prescribed Form SH-13 with the Company's share transfer agent. In respect of shares held in electronic/ demat form, the members may please contact their respective depository participant.
14. The Board of Directors has appointed CS Jay Arvind Jain & Associates, Practicing Company Secretary (Membership No. 55129 CP No. 23109) as Scrutinizer for conducting the voting process in a fair and transparent manner.

Members are requested to send all communications relating to shares, change of address etc. to the Registrar and Share Transfer Agents at the following address:

M/s. Skyline Financial Services Pvt. Ltd,  
A/505, Dattani Plaza,  
Andheri-Kurla Road, Safeed Pool,  
Andheri (East), Mumbai,  
Maharashtra – 400 072.  
Email: [subhashdhingreja@skylinerta.com](mailto:subhashdhingreja@skylinerta.com)

If the shares are held in electronic form, then change of address and change in the Bank Accounts etc. should be furnished to their respective Depository Participants (DPs).

15. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant provisions of Companies (Management and Administration) Rules, 2014, companies can serve annual reports and other communications through electronic mode to those members who have registered their e-mail address either with the company or with the depository. Hence, members are requested to provide their email address to the Company/the Registrar and Transfer Agent or update the same with their depositories to enable the Company to send the documents in electronic form.
16. In terms of Section 101 and 136 of the Companies Act, 2013 read with the relevant Rules made there under, the copy of the Annual Report including Financial statements, Board's report etc. and this Notice are being sent by electronic mode, to those members who have registered their email ids with their respective Depository Participants or with the share transfer agents of the Company, unless any member has requested for a physical copy of the same. In case you wish to get a physical copy of the Annual Report, you may send your request to [kabradrugs@gmail.com](mailto:kabradrugs@gmail.com) mentioning your Folio/DP ID & Client ID.

17. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM/EGM will be provided by CDSL.
18. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at 6<sup>th</sup> September 2023. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
19. In continuation of this Ministry's **General Circular No. 20/2020** before, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose EGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their EGMs on or 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January, 13, 2021.

#### **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.

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>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 &amp; 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.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> 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.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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.</p>

- (i) The voting period begins on 30th December 2024 AT 09.00 A.M and ends on 1st January 2025 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 26th December 2024 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:

**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**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**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](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://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:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
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. <ul style="list-style-type: none"> <li>• 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.</li> </ul>

- (vi) After entering these details appropriately, click on “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 ‘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 “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 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](http://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](mailto: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 delink 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@kingsinfra.com](mailto:cs@kingsinfra.com) (designated email address by company), 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](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33.

By order of Board of Directors  
For KABRA DRUGS LIMITED

Sd/-  
N.ARAVIND  
Managing Director

**Place:** Indore  
**Date:** 04/12/2024

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013**

The following statement sets out all material facts relating to Special Business mentioned in the accompanying Notice:

### **Item No. 1: To Increase In The Authorised Share Capital Of The Company And Amend The Capital Clause In The Memorandum Of Association:**

**Increase in authorized capital from Rs. 20,00,00,000 (Twenty Crore Only) divided into 2,00,00,000 (Two Crore) Equity shares of Re. 10/- each (Rupees Ten Only) to Rs. 40,00,00,000 (Forty Crore) divided into 4,00,00,000 (Four Crore) Equity Share of Rs. 10/- each (Rupees Ten Only)**

In line with the long-term business plan of the Company, additional capital would be required in order to fund the overall business growth, future expansion and the operational needs of the Company. Hence to accommodate any fund raising by way of issuance of equity shares, the Board of Directors in their meeting duly held on December 04, 2024, decided, subject to members approval, to increase the Authorized Share Capital as per applicable provisions of the Companies Act, 2013 and rules made there under from Rs. 20,00,00,000 (Rupees Twenty Crores Only) divided into 2,00,00,000 (Two Crore) Equity shares of Rs. 10/- each (Rupees Ten Only) to Rs. 40,00,00,000 (Rupees Forty Crores Only) divided into 4,00,00,000 (Four Crores) Equity Share of Rs. 10/- each (Rupees Ten), ranking pari-passu in all respect with the existing Equity Shares of the Company.

Consequently, the existing clause V of the Memorandum of Association of the Company needs to be altered accordingly for deletion of the previous authorized share capital and substitution of the proposed increased Authorized Share Capital.

The aforesaid increase in Authorized Share Capital and subsequent alteration of clause V of Memorandum of Association will require approval of the Members through Ordinary Resolution.

The proposed resolution is in the interest of the Company and your Directors recommend the resolution set out in the Notice as Item No. 1 for your approval.

None of the Directors and Key Managerial Personnel of the Company or their relatives are directly or indirectly concerned or interested in the Resolutions.

### **Item No. 02: To Offer, Issue and Allot Equity Shares on Preferential Basis to Non-Promoters.**

To expand the business operations and to meet the increased fund requirements of the Company, the Board of Directors at their meeting held on December 04, 2024, had considered and approved (subject to the approval of the members of the Company and such other approvals as may be required) the proposal for raising funds by way of issuance of Equity Shares on a preferential basis to Non-Promoters as mentioned in the Resolution No.2.

Since the Company is a listed Company, the proposed Preferential Issue is in terms of the provisions of the SEBI (ICDR) Regulations 2018 (as amended), the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 (as amended), and other applicable provisions, if any, and Sections 42 and 62(1) of the Companies Act, 2013, read with Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014.



The information as required under SEBI (ICDR) Regulations 2018 and as per the provisions of the Companies Act, 2013 read with Rule 13(2) of the Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are given below:

**1. Objects of the Preferential issue:**

To meet general business requirements addressing Working Capital needs as well as expansion through marketing activities, creation of company's own brand and other business expenses.

**2. Maximum number of specified securities to be issued:**

The Company intends to issue **2,64,14,300** equity shares of face value Rs. 16/- per equity share of the Company to non-promoters for cash consideration at par as determined under Regulation 165 read with Regulation 166A of SEBI (ICDR) Regulations, 2018.

**3. Amount which the company intends to raise by way of such securities.**

The company intends to raise Rs. 42,26,28,800 /- (Rupees Forty-Two Crore Twenty-Six Lakhs Twenty-Eight Thousand Eight Hundred Only) by way of issue of **2,64,14,300** equity shares of the Company on preferential basis to non-promoters.

**4. Intention of promoters / directors / senior management / key managerial personnel of the Company to subscribe to the offer; Contribution being made by the promoters or directors either as part of the preferential allotment or separately in furtherance of the object:**

Except Managing Director Mr. N Aravind who proposes to subscribe 6,00,000 equity shares in the proposed preferential issue, none of the other promoters or Directors / Senior Management / Key Management Personnel have the intention to subscribe to the offer.

**5. Shareholding Pattern before and after the proposed preferential issue:**

SR.NO	CATEGORY	No. of Shares Held	% of Share Holding	No. of Shares Held	% of Share Holding
<b>A</b>	<b>Promoters' holding:</b>				
<b>1</b>	<b>Indian</b>				
	Individual	0	00.00	0	00.00
	Bodies Corporate	0	00.00	0	00.00
	<b>Sub Total</b>	0	00.00	0	00.00
	<b>Foreign Promoters</b>	0	00.00	0	00.00
	<b>Sub Total (A)</b>	<b>0</b>	<b>00.00</b>	<b>0</b>	<b>00.00</b>
<b>B</b>	<b>Non-Promoters' holding:</b>				
<b>1</b>	<b>Institutional Investors</b>	0	00.00	0	00.00

<b>2</b>	<b>Non-Institutional Investors</b>				
	Private corporate bodies	1,20,822	1.20	5,06,372	1.39
	Directors and relatives	6,58,500	6.53	12,58,500	3.45
	Indian public	90,36,371	89.65	3,37,65,121	92.52
	Others [including HUF, NRI, IEPF Authorities, etc.]	2,63,407	2.62	9,63,407	2.64
	<b>Sub Total (B)</b>	1,00,79,100	<b>100.00</b>	<b>3,64,93,400</b>	<b>100.00</b>
	<b>GRAND TOTAL (A+B)</b>	<b>1,00,79,100</b>	<b>100.00</b>	<b>3,64,93,400</b>	<b>100.00</b>

\*The above shareholding pattern has been prepared on the basis of shareholding as on September 30, 2024 as provided by the Registrar and Share Transfer Agent.

#The post issue shareholding percentage is arrived after considering all the preferential allotments of equity shares proposed to be made under this notice.

**6. Proposed time within which the preferential issue shall be completed:**

As required under the ICDR Regulations, the Company shall complete the allotment of equity shares as foresaid on or before the expiry of 15 days from the date of passing of the special resolution by the shareholders granting consent for preferential issue or in the event allotment of equity shares would require any approval(s) from any regulatory authority or the Central Government, within 15 days from the date of such approval(s), as the case may be, whichever is later.

**7. Principle terms of assets charged as securities - None.**

**8. The name of the proposed allottees, the identities of the persons who are the ultimate beneficial owners of the shares and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them:**

**Table A: The name of the proposed allottees, the percentage of post preferential issue capital that may be held by them and their pre and post issue shareholding category:**

Sr.No.	Name of the proposed allottee	Pre-Issue			Proposed Allotment (Nos. Eq Sh)	Post- issue		
		Category	Holding	%		Category	Holding	%
1	Arun Gupta	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
2	Atul Gupta	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
3	Varun Verma	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
4	Divick Kishore	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
5	Pankaj Gupta	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27

6	Subhi Soni	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
7	Milan Maganlal Rathod	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
8	Pooja Jain	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
9	Mangal Shaileshbhai Shah	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
10	Hargovindbhai Pranjivan Kotecha	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
11	Anupam Gupta	Non-promoter	0	0	62,500	Non-promoter	62,500	0.17
12	Triveni Sangam Realcon Private Limited	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
13	Arjun Kumar Pandit	Non-promoter	0	0	62,500	Non-promoter	62,500	0.17
14	Jasmita Hiten Shah	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
15	Nilesh Nanubhai Balaha	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
16	Vimal Nandkishore Malu	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
17	Jayesh Jivrajbhai Prajapati	Non-promoter	0	0	1,50,000	Non-promoter	1,50,000	0.41
18	Dheeraj Shah (HUF)	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
19	Divakar Konathala	Non-promoter	0	0	6,50,000	Non-promoter	6,50,000	1.78
20	Arun Kumar Konathala	Non-promoter	0	0	1,00,000	Non-promoter	100,000	0.27
21	Hemant Manubhai Chhabaria	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
22	Meghna Narayan	Non-promoter	0	0	80,000	Non-promoter	80,000	0.22
23	Ronak Patel	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
24	Saya HealthCare Private Limited	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
25	Veeramatha Gudipudi	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
26	Suchit Mohan Lal	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
27	Shah Kailashben K	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
28	Sheetal Shah	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
29	Sachin Mandhare (HUF)	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27

30	Himanshu Rajendra Kumar Jain	Non-promoter	0	0	5,00,000	Non-promoter	5,00,000	1.37
31	Pushpa Lata Rathi	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
32	Prachi Jain	Non-promoter	0	0	1,90,000	Non-promoter	1,90,000	0.52
33	Shubham Jain	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
34	Sanjay Jain	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
35	Vijay Pokharna	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
36	Pooja Khator	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
37	Tara Chand Kothari	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
38	Manoharben Jamnalal Kabra	Non-promoter	0	0	8,00,000	Non-promoter	8,00,000	2.19
39	Drisyia KP	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
40	Karthika Kizhakkayil Manoharan	Non-promoter	0	0	2,50,000	Non-promoter	2,50,000	0.69
41	Nithin N Nair	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
42	Geetha PG	Non-promoter	0	0	1,25,000	Non-promoter	1,25,000	0.34
43	Neha Rahul Velani	Non-promoter	0	0	1,60,000	Non-promoter	1,60,000	0.44
44	Kripa Mehta	Non-promoter	0	0	1,60,000	Non-promoter	1,60,000	0.44
45	Ramaswamy Anand	Non-promoter	0	0	1,50,000	Non-promoter	1,50,000	0.41
46	Gayathri Ramakrishnan	Non-promoter	0	0	1,50,000	Non-promoter	1,50,000	0.41
47	Muthu Manickam HUF	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
48	B Rakesh Chordia	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
49	Vivek Kumar Bhauka	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
50	P Vasantha Sethia	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
51	Rajkumari Bhawarlal	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
52	Srinivasa Ravi Pathapati	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
53	Ahalya Panda	Non-promoter	0	0	1,25,000	Non-promoter	1,25,000	0.34

54	Kruti Sevanti Doshi	Non-promoter	0	0	5,00,000	Non-promoter	5,00,000	1.37
55	Nilesh Shantilal Jain	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
56	Chandrakant Jain	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
57	Kirtibala Urvish Kothari	Non-promoter	0	0	93,750	Non-promoter	93,750	0.26
58	Shubham Umesh Patkar	Non-promoter	0	0	1,25,000	Non-promoter	1,25,000	0.34
59	Shreem Advisors	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
60	Ankita Goel	Non-promoter	0	0	1,62,500	Non-promoter	1,62,500	0.45
61	Deepak Kumar Agarwal	Non-promoter	0	0	1,25,000	Non-promoter	1,25,000	0.34
62	Amit Kumar Saraogi	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
63	Akansha Gupta	Non-promoter	0	0	1,32,500	Non-promoter	1,32,500	0.36
64	Priyam Sachdeva	Non-promoter	0	0	1,82,500	Non-promoter	1,82,500	0.50
65	Akriti Goel	Non-promoter	0	0	1,32,500	Non-promoter	1,32,500	0.36
66	Karan Aroura	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
67	Yakkala Venkata Durga Prasad	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
68	Sri Parasara Rekha Bhattar	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
69	Sateesh Mahadev	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
70	Kurmala Venkata Naga Sailaja	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
71	CH Padma	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
72	JNV Suresh Kumar	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
73	Sangai Bandana	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
74	Ashwin Kumar Reddy Donuri	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
75	Sharadanandu Konuthula	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
76	Gada Mallikarjun	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
77	Dokuparthi Roja Rani	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21

78	Suresh Babu Sannareddy	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
79	K V Sudhir	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
80	Dr S Muni Bala Krishna	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
81	Dr Subba Reddy G V	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
82	Dornadula Srinivasulu Ram (HUF)	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
83	Upendra Reddy Desireddy	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
84	Rama Devi Desireddy	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
85	S Rambabu	Non-promoter	0	0	4,00,000	Non-promoter	4,00,000	1.10
86	G Sri Hari	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
87	Giddaluru Bharathi	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
88	Gajulapalle Rajasekhar	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
89	Kavuturu Venkata Siva Kumar Chowdary	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
90	Adepu Shiva Kumar	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
91	Katpally Ram Reddy	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
92	Veeramreddy Vijay Kumar Reddy	Non-promoter	0	0	8,00,000	Non-promoter	8,00,000	2.19
93	Jeevitha Veeramreddy	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
94	Polineni Shailaja	Non-promoter	0	0	90,000	Non-promoter	90,000	0.25
95	Thota Rajya Lakshmi	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
96	Shailender Jadi	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
97	Chennojwala Vani	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
98	Rangu Shyam Sunder	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
99	Gudivaka Navajyothi	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
100	Adusumilli Sai Raghava Prathap	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
101	Giridhar Gupta Somisetty	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55

102	Somisetty Malathi Latha	Non-promoter	0	0	3,00,000	Non-promoter	3,00,000	0.82
103	Bhongir Sohan Babu	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
104	Rangu Ramakrishna	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
105	R Lakshmi Sobha	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
106	Puvvadi Sarath Babu	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
107	Narendra Chetty Gadhamsetty	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
108	Vemareddy Vikram Srinivas Reddy	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
109	Bhuma Mani Sahithi	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
110	Srilatha Bhuma	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
111	Pasupuleti Murali Madhav	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
112	Vineeta Jain	Non-promoter	0	0	60,000	Non-promoter	60,000	0.16
113	Lakshmi Nagamalleswari Doradla	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
114	D Naveen Kumar Reddy	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
115	Ratna Kishore Gorla	Non-promoter	0	0	50,000	Non-promoter	50,000	0.14
116	Naveen Kumar Daggupati	Non-promoter	0	0	1,00,000	Non-promoter	100,000	0.27
117	Arvind Gupta Satrasala	Non-promoter	0	0	1,00,000	Non-promoter	100,000	0.27
118	Rohan Gupta	Non-promoter	0	0	28,00,000	Non-promoter	28,00,000	7.67
119	Sharon Gupta	Non-promoter	0	0	12,00,000	Non-promoter	12,00,000	3.29
120	Pritesh Pravinchandra Vora	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
121	N Aravind	Non-promoter	0	0	6,00,000	Non-promoter	6,00,000	1.64
122	S Sneha	Non-promoter	0	0	2,00,000	Non-promoter	2,00,000	0.55
123	Neha Rajen Gada	Non-promoter	0	0	1,60,000	Non-promoter	1,60,000	0.44
124	Sagar Praful Shah	Non-promoter	0	0	2,50,000	Non-promoter	2,50,000	0.69
125	Neha Sagar Shah	Non-promoter	0	0	2,50,000	Non-promoter	2,50,000	0.69

126	Puvvadi Uma Devi	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
127	Surisetty Saritha	Non-promoter	0	0	75,000	Non-promoter	75,000	0.21
128	Medo Capital Services Private Limited	Non-promoter	0	0	2,35,550	Non-promoter	2,35,550	0.65
129	Priyam Samir Shah	Non-promoter	3,50,000	3.47	3,00,000	Non-promoter	6,50,000	1.78
130	Farahan Karim Amalani	Non-promoter	2,00,000	1.98	1,50,000	Non-promoter	3,50,000	0.96
131	Koushik M	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
132	Anuj Jain	Non-promoter	0	0	6,25,000	Non-promoter	6,25,000	1.71
133	Rohit Jain	Non-promoter	0	0	6,25,000	Non-promoter	6,25,000	1.71
134	Harshit Singhal	Non-promoter	0	0	6,25,000	Non-promoter	6,25,000	1.71
135	Nishant Sahu	Non-promoter	0	0	6,25,000	Non-promoter	6,25,000	1.71
136	Noopur Vyas	Non-promoter	0	0	6,25,000	Non-promoter	6,25,000	1.71
137	Divya Aggarwal	Non-promoter	0	0	1,50,000	Non-promoter	1,50,000	0.41
138	Swati Goel	Non-promoter	0	0	1,50,000	Non-promoter	1,50,000	0.41
139	Jitendra Agarwal	Non-promoter	0	0	1,25,000	Non-promoter	1,25,000	0.34
140	Nandan P Ganatra	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
141	Chetan Vinod Mistry	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
142	Megha Agarwal	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
143	Nishad Shaik	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
144	Gobindsingh Dhawda HUF	Non-promoter	0	0	1,00,000	Non-promoter	1,00,000	0.27
	<b>Grand Total</b>		<b>5,50,000</b>	<b>5.45</b>	<b>2,64,14,300</b>		<b>2,69,64,300</b>	<b>73.89</b>



**Table B: Details of Ultimate Beneficial Owners**

<b>Sr. No.</b>	<b>Name of the proposed allottee</b>	<b>Details of Ultimate beneficial Owners</b>
1	Arun Gupta	Individual
2	Atul Gupta	Individual
3	Varun Verma	Individual
4	Divick Kishore	Individual
5	Pankaj Gupta	Individual
6	Subhi Soni	Individual
7	Milan Maganlal Rathod	Individual
8	Pooja Jain	Individual
9	Mangal Shaileshbhai Shah	Individual
10	Hargovindbhai Pranjivan Kotecha	Individual
11	Anupam Gupta	Individual
12	Triveni Sangam Realcon Private Limited	Shareholder 1. Gaurav Pansari 2. Amit Kumar Pansari
13	Arjun Kumar Pandit	Individual
14	Jasmita Hiten Shah	Individual
15	Nilesh Nanubhai Baldha	Individual
16	Vimal Nandkishore Malu	Individual
17	Jayesh Jivrajbhai Prajapati	Individual
18	Dheeraj Shah (HUF)	Karta: Dheeraj Shah Sheetal Dheeraj Shah (Coparceners) Yuyutsu Dheeraj Shah (Coparceners)
19	Divakar Konathala	Individual
20	Arun Kumar Konathala	Individual
21	Hemant Manubhai Chhabaria	Individual
22	Meghna Narayan	Individual
23	Ronak Patel	Individual
24	Saya Healthcare Private Limited	Shareholder 1. Suchit Mohan Lal 2. Ankita Mathur
25	Veeramatha Gudipudi	Individual
26	Suchit Mohan Lal	Individual
27	Shah Kailashben K	Individual
28	Sheetal Shah	Individual
29	Sachin Mandhare (HUF)	Karta: Sachin Mandhare Jyothi Sachin Mandhare (Coparceners) Sae Sachin Mandhare (Coparceners) Samit Sachin Mandhare (Coparceners)

30	Himanshu Rajendra Kumar Jain	Individual
31	Pushpa Lata Rathi	Individual
32	Prachi Jain	Individual
33	Shubham Jain	Individual
34	Sanjay Jain	Individual
35	Vijay Pokharna	Individual
36	Pooja Khator	Individual
37	Tara Chand Kothari	Individual
38	Manoharben Jamnalal Kabra	Individual
39	Drisyia KP	Individual
40	Karthika Kizhakkayil Manoharan	Individual
41	Nithin N Nair	Individual
42	Geetha PG	Individual
43	Neha Rahul Velani	Individual
44	Kripa Mehta	Individual
45	Ramaswamy Anand	Individual
46	Gayathri Ramakrishnan	Individual
47	Muthu Manickam HUF	Karta: Muthu Manickam M Kaveri (Coparceners) Ramnathan (Coparceners) Somasundharam M (Coparceners)
48	B Rakesh Chordia	Individual
49	Vivek Kumar Bhauka	Individual
50	P Vasantha Sethia	Individual
51	Rajkumari Bhawarlal	Individual
52	Srinivasa Ravi Pathapati	Individual
53	Ahalya Panda	Individual
54	Kruti Sevanti Doshi	Individual
55	Nilesh Shantilal Jain	Individual
56	Chandrakant Jain	Individual
57	Kirtibala Urvish Kothari	Individual
58	Shubham Umesh Patekar	Individual
59	Shreem Advisors	Partners 1. Amit Gupta 2. Richa Gupta
60	Ankita Goel	Individual
61	Deepak Kumar Agarwal	Individual
62	Amit Kumar Saraogi	Individual
63	Akansha Gupta	Individual
64	Priyam Sachdeva	Individual
65	Akriti Goel	Individual
66	Karan Aroura	Individual
67	Yakkala Venkata Durga Prasad	Individual
68	Sri Parasara Rekha Bhattar	Individual
69	Sateesh Mahadev	Individual

70	Kurmala Venkata Naga Sailaja	Individual
71	CH Padma	Individual
72	JNV Suresh Kumar	Individual
73	Sangai Bandana	Individual
74	Ashwin Kumar Reddy Donuri	Individual
75	Sharadanandu Konuthula	Individual
76	Gada Mallikarjun	Individual
77	Dokuparthi Roja Rani	Individual
78	Suresh Babu Sannareddy	Individual
79	K V Sudhir	Individual
80	Dr S Muni Bala Krishna	Individual
81	Dr Subba Reddy G V	Individual
82	Dornadula Srinivasulu Ram (HUF)	Karta: Dornadula Srinivasulu Ram Dornadula Gayathri (Coparceners) Dornadula Ashika (Coparceners) D.Aniruddh (Coparceners)
83	Upendra Reddy Desireddy	Individual
84	Rama Devi Desireddy	Individual
85	S Rambabu	Individual
86	G Sri Hari	Individual
87	Giddaluru Bharathi	Individual
88	Gajulapalle Rajasekhar	Individual
89	Kavuturu Venkata Siva Kumar Chowdary	Individual
90	Adepu Shiva Kumar	Individual
91	Katpally Ram Reddy	Individual
92	Veeramreddy Vijay Kumar Reddy	Individual
93	Jeevitha Veeramreddy	Individual
94	Polineni Shailaja	Individual
95	Thota Rajya Lakshmi	Individual
96	Shailender Jadi	Individual
97	Chennojwala Vani	Individual
98	Rangu Shyam Sunder	Individual
99	Gudivaka Navajyothi	Individual
100	Adusumilli Sai Raghava Prathap	Individual
101	Giridhar Gupta Somisetty	Individual
102	Somisetty Malathi Latha	Individual
103	Bhongir Sohan Babu	Individual
104	Rangu Ramakrishna	Individual
105	R Lakshmi Sobha	Individual
106	Puvvadi Sarath Babu	Individual
107	Narendra Chetty Gadhamsetty	Individual
108	Vemareddy Vikram Srinivas Reddy	Individual

109	Bhuma Mani Sahithi	Individual
110	Srilatha Bhuma	Individual
111	Pasupuleti Murali Madhav	Individual
112	Vineeta Jain	Individual
113	Lakshmi Nagamalleswari Doradla	Individual
114	D Naveen Kumar Reddy	Individual
115	Ratna Kishore Gorla	Individual
116	Naveen Kumar Daggupati	Individual
117	Arvind Gupta Satrasala	Individual
118	Rohan Gupta	Individual
119	Sharon Gupta	Individual
120	Pritesh Pravinchandra Vora	Individual
121	N Aravind	Individual
122	S Sneha	Individual
123	Neha Rajen Gada	Individual
124	Sagar Praful Shah	Individual
125	Neha Sagar Shah	Individual
126	Puvvadi Uma Devi	Individual
127	Surisetty Saritha	Individual
128	Medo Capital Services Private Limited	Shareholder 1. Satyavani Meduri 2. Radhakrishna Doradla
129	Priyam Samir Shah	Individual
130	Farahan Karim Amalani	Individual
131	Koushik M	Individual
132	Anuj Jain	Individual
133	Rohit Jain	Individual
134	Harshit Singhal	Individual
135	Nishant Sahu	Individual
136	Noopur Vyas	Individual
137	Divya Aggarwal	Individual
138	Swati Goel	Individual
139	Jitendra Agarwal	Individual
140	Nandan P Ganatra	Individual
141	Chetan Vinod Mistry	Individual
142	Megha Agarwal	Individual
143	Nishad Shaik	Individual
144	Gobindsingh Dhawda HUF	Karta: Gobindsingh Dhawda Ashakaur Dhawda (Coparceners) Jasbir Singh Dhawda (Coparceners) Baljinder Kaur Dhawda (Coparceners)

**9. In terms of SEBI (ICDR) Regulations, 2018, the Company hereby undertakes that:**

- a. It shall re-compute the price of the Equity Shares issued in terms of the provisions of SEBI (ICDR) Regulations, where it is required to do so.
- b. If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, the underlying Equity Shares shall continue to be locked-in till the time such amount is paid by the proposed allottees.

As the Equity Shares have been listed for a period of more than 26 (twenty-six) weeks as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable.

**10. Terms of Issue of the Equity Shares, if any.**

The Equity Shares allotted in terms of this resolution shall rank pari-passu with existing equity shares of the Company in all respects.

**11. Pricing of Preferential Issue:**

The Board has fixed the price of Rs. 16/- (Rupees Sixteen Only) per equity share in terms of Regulation 165 read with 166A of the ICDR Regulations based on the certificate issued by CS Jay Arvind Jain, Practicing Company Secretary (Membership No. 55129 CP No. 23109) having his office at Jay Arvind Jain & Associates/ Company Secretaries, 159, First Floor, Raghuleela Mega Mall, Poisar Gymkhana Road, Behind Poisar Depot, Kandivali (West), Mumbai 400067 and the valuation report is issued by IBBI Registered Valuer M/s V. S. Jadon & Co. Valuers LLP (IBBI Regn No. IBBI/RVE/02/2023/191) having its office at J-1031, 1St floor, Akshar Business Park, Plot No. 03, Sector 25, Vashi, near APMC Market, Navi Mumbai-400703. The said certificate is available on website of the Company at [www.kabradrugs.com](http://www.kabradrugs.com). The said certificate shall also be available for inspection at the registered office of the Company on all working days (excluding Saturdays and Sundays) during 10:00 A.M. to 5:00 P.M. up to the date of Extra Ordinary General Meeting and all also be available during the Annual General Meeting.

**12. Basis on which the price would be arrived at**

The Equity Shares of the Company are listed on BSE Limited ("Stock Exchanges"). The Equity Shares are infrequently traded in terms of the SEBI ICDR Regulations.

In terms of the provisions of the Regulation 165 read with Regulation 166A of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 the Company has obtained valuation report from the IBBI Registered Valuer M/s V. S. Jadon & Co. Valuers LLP (IBBI Regn No. IBBI/RVE/02/2023/191) having its office at J-1031, 1St floor, Akshar Business Park, Plot No. 03, Sector 25, Vashi, near APMC Market, Navi Mumbai -400703 who has determined the value per equity share of the company at Rs.10/-.

The Board has fixed the floor price as Rs.16/- (Rupees Sixteen only) per equity share and the said price fixed by the Board is higher than the price determined by the IBBI Registered Valuer in terms of the ICDR Regulation and other applicable provisions.

**13. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:**

Not Applicable.

**14. Relevant Date**

In terms of the provisions of Chapter V of the ICDR Regulations, relevant date for determining the floor price for this Preferential Allotment of equity shares is Tuesday December 03, 2024 being the 30 days prior to the date of Extra Ordinary General Meeting.

**15. Change in control if any consequent to preferential issue**

There will neither be any change in the composition of the Board nor any change in the control of the company on account of the proposed preferential allotment. However, there will be corresponding changes in the shareholding pattern as well as voting rights consequent to issue of equity shares on preferential allotment.

**16. No. of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities:**

Sr. No.	Name of allottees	No. of equity shares allotted	Category
1	Udit Aggarwal	50,000	Non-Promoter
2	Bosco Armando Menezes	75,000	Non-Promoter
3	Emily Bosco Menezes	75,000	Non-Promoter
4	Joaquina Azavedo	50,000	Non-Promoter
5	Rahul Aggarwal (HUF)	50,000	Non-Promoter
6	Kartik Bathla	1,00,000	Non-Promoter
7	Vandana Sachdeva	50,000	Non-Promoter
8	Ranjana Kanda	2,00,000	Non-Promoter
9	Some Nath Paul (HUF)	50,000	Non-Promoter
10	Santosh Kumari Gupta Jointly With Dwarka Dass Gupta	50,000	Non-Promoter
11	Vishal Sanjay Mehta	75,000	Non-Promoter
12	Rahul Ishwarlal Velani	75,000	Non-Promoter
13	Madhvi Ashvinbhai Varsani	50,000	Non-Promoter
14	Miral Hemantbhai Bhoot	2,00,000	Non-Promoter
15	Hemant Kadvabhai Bhoot	1,00,000	Non-Promoter
16	Bhuva Nikunj Ramjibhai	1,00,000	Non-Promoter
17	Bhuva Jalpaben Nikunjibhai	50,000	Non-Promoter
18	Ghetiya Hansaben Dhirajlal	50,000	Non-Promoter
19	Shraddhabahen Sagarkumar Ghetia	1,00,000	Non-Promoter
20	Sumit Gogia	50,000	Non-Promoter
21	Rishabh Kothari	50,000	Non-Promoter
22	Divyansh Rungta	50,000	Non-Promoter
23	Neeraj Gupta	50,000	Non-Promoter
24	Sonika Aggarwal	50,000	Non-Promoter
25	Gladis Menezes	2,00,000	Non-Promoter
26	Farahan Karim Amalani	2,00,000	Non-Promoter
27	Priyam Samir Shah	3,50,000	Non-Promoter
28	Neethu Josemon	50,000	Non-Promoter
29	Beena Gupta	50,000	Non-Promoter
30	Shanker Narayan	20,000	Non-Promoter
31	Asha Gupta	50,000	Non-Promoter
32	Sagar Punn	50,000	Non-Promoter

33	Neha Khanna	50,000	Non-Promoter
34	Anwar Abdullah	50,000	Non-Promoter
35	Ritu Gulati	50,000	Non-Promoter
36	Akhil Agarwal	50,000	Non-Promoter
37	Ghansham Das Gilada	1,00,000	Non-Promoter
38	Anju Kabra	50,000	Non-Promoter
39	Marakkannu Marakkannu	50,000	Non-Promoter
40	Naresh Ramgopal Shah	50,000	Non-Promoter
41	Bhavik A Vihoti	1,00,000	Non-Promoter
42	Suresh Mangilal Somani	50,000	Non-Promoter
43	Chandraprakash Jammalal Kabra	4,00,000	Non-Promoter
44	Jasvindarkaur Makhija	1,00,000	Non-Promoter
45	Makhija Arpitsingh Raghuvirsingh	50,000	Non-Promoter
46	Praveen Kumar Saboo	1,05,000	Non-Promoter
47	Meeraben B Shah	50,000	Non-Promoter
48	Hemant Manubhai Chhabaria	50,000	Non-Promoter
49	Madhusudan Loya	50,000	Non-Promoter
50	Srinarayan Attal	1,00,000	Non-Promoter
51	Rajendrakumar S Jain	2,00,000	Non-Promoter
52	Hardik Mahendrakumar Shah (HUF)	1,00,000	Non-Promoter
53	Muralidharan R	4,57,000	Non-Promoter
54	K N Anand	6,58,500	Non-Promoter
	<b>Total</b>	<b>56,90,500</b>	

#### 17. Lock-in period

The Shares to be offered, issued and allotted shall be subject to Lock-in as provided under the provisions of ICDR Regulations. The entire pre preferential shareholding of the above allottees, if any, shall be locked-in from the relevant date up to the period of 90 trading days from the date of trading approval as per Regulation 167 of the ICDR Regulations.

#### 18. Compliance Certificate from CS Jay Arvind Jain

A copy of the certificate, from CS Jay Arvind Jain, Practicing Company Secretary (Membership No. 55129 CP No. 23109) having his office at Jay Arvind Jain & Associates | Company Secretaries, 159, First Floor, Raghuleela Mega Mall, Poisar Gymkhana Road, Behind Poisar Depot, Kandivali (West), Mumbai 400067 certifying that the issue of equity shares on preferential basis is being made in accordance with requirements of Chapter V of the SEBI ICDR Regulations, 2018 shall be available for inspection at the Registered office of the Company on all working days. (excluding Saturdays and Sundays) during 10:00 A.M. to 5:00 P.M. up to the date of Extra Ordinary General Meeting. The said Certificate will be uploaded on the website of the Company at [www.kabradrugs.com](http://www.kabradrugs.com).

**19. Details of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.**

N Aravind is interested in Resolution No. 2 relating to approval for issue of equity shares of the Company on preferential basis. Other than Aravind, none of the other Directors of the Company are interested in any of the resolutions proposed above.

**20. Other disclosures**

In accordance with SEBI ICDR Regulations,

- i. Neither the Company nor any of its Promoters and Directors has been declared as a willful defaulter or a fraudulent borrower or a fugitive economic offender.
- ii. The pre- preferential holding of the proposed allottees are in dematerialized form.
- iii. The issue of Equity Shares shall be made in accordance with the provisions of the Memorandum and Articles of Association of the Company, the Companies Act, 2013 and relevant regulations of SEBI (ICDR) Regulations and shall be made in a dematerialized form only.

The Board of Directors of the Company believes that the proposed preferential issue is in the best interest of the Company and its members. The Board of Directors recommends the passing of the resolution as set out in Item No. 1 as special resolution for your approval. None of the other directors are considered as interested in the above resolution.

**Item No. 3: Shifting Of Registered Office from The State Of Madhya Pradesh To The State Of Tamil Nadu**

The Registered Office of the Company is presently situated in the 208, Swadesh Bhavan, 2 Press Complex, AB Road, Indore, Madhya Pradesh -452011.

As majority of the Directors reside in Tamil Nadu, in the state of Tamil Nadu, for administrative convenience, it is proposed to shift the registered office of the company from the 208, Swadesh Bhavan, 2 Press Complex, AB Road, Indore, Madhya Pradesh 452011 to No.3, 1st Floor, Swaminathan Street, West Mambalam, Chennai– 600033 Tamil Nadu under the Registrar of Companies, Chennai. The Board is further of the view that the proposed shifting of the registered office would improve the access to new managerial talent and resources and facilitate carrying on the business of the Company more advantageously, efficiently, economically and conveniently. It was therefore felt prudently that the operations of the company can be better managed if the registered office of the company is shifted from the State of Madhya Pradesh To the State of Tamil Nadu.

Pursuant to the provisions of Sections 12 and 13 of the Act and rules made thereunder, as the shifting of registered office is from one state to another, prior approval of the shareholders of the Company by way of Special Resolution and the approval of Regional Director (Central Government) and Registrar of Companies are required to be obtained. Further, consequent to the change of registered office of the Company, it is also proposed to alter the Clause II of the Memorandum of Association as follows:

II. The registered office of the Company will be situated in the State of Tamil Nadu.”

Accordingly, in view of the above, the approval of the members is sought for shifting the registered office of the Company from Indore, Madhya Pradesh to Chennai, Tamil Nadu and alteration of Clause II of the Memorandum of Association of the Company.

The proposed change is not prejudicial to the interest of the Members, public at large, employees and other business associates of the company.



The Board of Directors recommends the resolution set out at item no. 2 of the Notice for the approval of the members.

None of the Directors, manager and / or Key Managerial Person is in any way concerned interested in the said resolution.

**Registered Office:**

208 Swadesh Bhavan, 2 Press Complex, AB  
Road, Indore, Madhya Pradesh, India, 452011

By order of the Board of Directors  
**For, KABRA DRUGS LIMITED**

**Place:** Indore

**Date:** 04/12/2024

Sd/-  
**N.ARAVIND**  
**Managing Director**

**ATTENDANCE SLIP**

DP ID/Client ID/Folio No	
No. of shares held	

I certify that I am a member/proxy for the member of the Company.

I hereby record my presence at the **Extra Ordinary General Meeting of the Company held on Thursday of January 02, 2025, at 11:00 A.M.** at its Registered office 208 Swadesh Bhavan, 2 Press Complex, AB Road, Indore, Madhya Pradesh - 452011, India.

Name of the Member .....

Name of the Proxy .....

Signature .....

**Note:** *Please complete this Attendance Slip and hand it over at the Attendance Verification Counter at the entrance of the meeting hall. Members are requested to bring their copy of the Annual Report for reference at the meeting.*

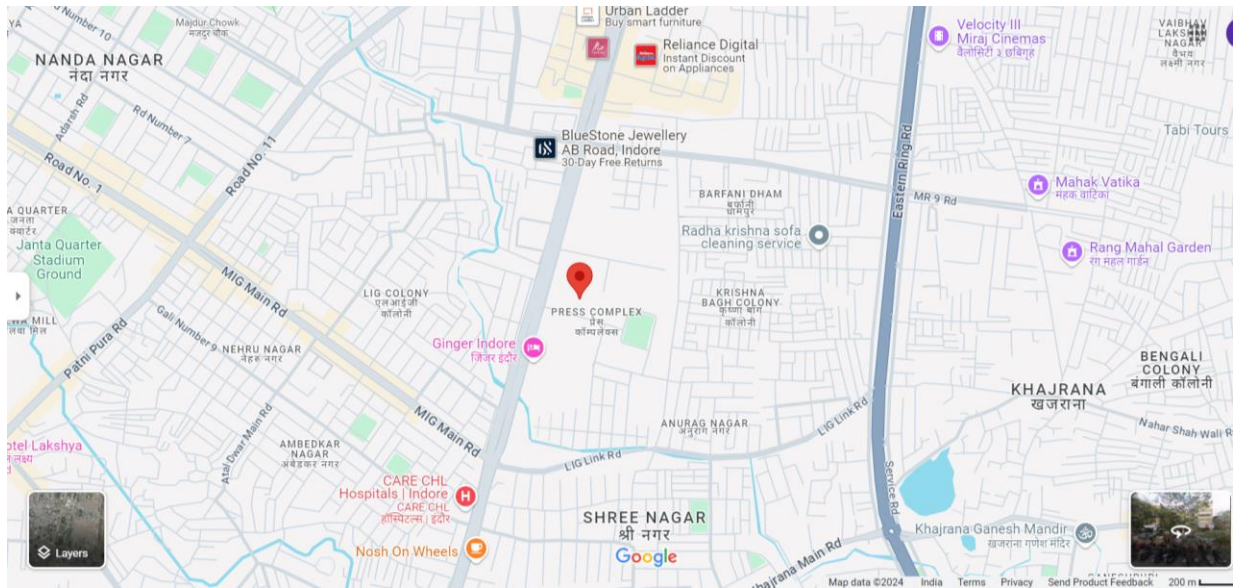
## ROUTE MAP FOR EXTRA ORDINARY GENERAL MEETING OF KABRA DRUGS LIMITED

Date: 02<sup>nd</sup> January 2025

Time: 11:00 A.M.

Venue: 208 Swadesh Bhavan, 2 Press Complex, AB Road, Indore, Madhya Pradesh - 452011, India.

### MAP LOCATION SCREEN SHOT



**PROXY FORM**

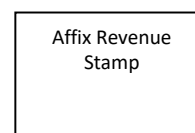
**[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]**

Name of the Member(s):	
Registered Address:	
Folio No./Client Id:	DP ID:
E-mail Id:	

I/We, being the member(s) of the above named Company hold ..... Shares hereby appoint:

1	Name:	Address:
	E-mail Id:	Signature:
or failing him/her		
2	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 **Extra Ordinary General Meeting of the Company to be held on 02<sup>nd</sup> January 2025** and any adjournment thereof in respect of such resolution as indicated in ballot paper.



**Note:**

1. This form of proxy, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Extra Ordinary General Meeting.
2. A proxy need not be a member of the Company.
3. It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.
4. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.
6. For the resolutions, explanatory statements and notes please refer Notice of Extra Ordinary General Meeting.

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**Form No. MGT 12**  
**BALLOT PAPER/ POLLING PAPER**

<b>Name(s) of Member(s) (in BLOCK/ CAPITAL Letters)</b>	
<b>Registered Address</b>	
<b>DP ID / Client ID or Folio No</b>	
<b>No. of equity shares held</b>	

I/ We hereby exercise my/ our vote in respect of the following resolution(s) as set out in the Notice of Extra Ordinary General Meeting (EGM) of Company held on **Thursday, the 02<sup>nd</sup> January, 2025, at 11:00 A.M.** at 208 Swadesh Bhavan, 2 Press Complex, AB Road, Indore, Madhya Pradesh - 452011, India, which is proposed to be placed for consideration of members at the aforesaid Extra Ordinary General Meeting of the Company, by recording my/ our assent and/ or dissent to the said Resolution(s) in the following manner:

Res. No.	Resolution	Optional		
		For	Against	Abstain
	<b>Special Business</b>			
1	To Approve Increase In The Authorized Share Capital And Alteration Of The Capital Clause Of The Memorandum Of Association Of The Company			
2	To Offer, Issue and Allot Equity Shares on Preferential Basis to Non-Promoters			
3	To Shift Registered Office from The State Of Madhya Pradesh To the State Of Tamil Nadu			

**\*Please put a tick mark in appropriate column against the resolution(s) indicated above. In case the shareholder/ proxy wishes his/ her vote**

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2025

Signature of Shareholder .....

Signature of Proxy holder(s) .....