



Abbott India Limited  
Godrej BKC, Plot C-68, "G"Block,  
15-16th Floor, Bandra-Kurla Complex,  
Near MCA Club, Bandra (E),  
Mumbai - 400 051. India

Registered Office:  
3, Corporate Park,  
Sion Trombay Road,  
Mumbai - 400 071.India

Tel: (91-22) 5046 1000/2000  
Fax : (91-22) 5016 9400  
E-mail : webmasterindia@abbott.com  
Website : www.abbott.co.in  
CIN: L24239MH1944PLC007330

July 18, 2025

To,  
BSE Limited  
Corporate Relationship Department  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001

**Scrip Code: 500488**

Dear Sirs,

**Subject: Notice of the 81<sup>st</sup> Annual General Meeting ("AGM") of the Company for the Financial Year 2024-25**

Pursuant to Regulation 30 read with Schedule III Part A Para A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the Notice of the 81<sup>st</sup> AGM of the Company scheduled to be held on Wednesday, August 13, 2025 at 10:00 a.m. (IST) through Video Conference / Other Audio-Visual Means.

The Notice is also available on the Company's website at <https://www.abbott.co.in/investor-relations/agm-documents.html>

You are requested to take the same on record.

For **Abbott India Limited**

**Sangeeta Shetty**  
**Company Secretary**  
**Membership No.: ACS 18865**

**Encl: a/a**



## NOTICE

Notice is hereby given that the Eighty-first Annual General Meeting of Abbott India Limited will be held through Video-Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) on Wednesday, August 13, 2025 at 10.00 a.m. to transact the following business:

### ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and Auditors thereon.
- To declare a final dividend of ₹ 475/- per Equity Share for the financial year ended March 31, 2025.
- To appoint a Director in place of Ms. Alison Davies (DIN: 10658884), who retires by rotation and being eligible, offers herself for re-appointment.
- To appoint a Director in place of Mr. Kaiyomarz Marfatia (DIN: 03449627), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

#### 5. Appointment of M/s. BNP & Associates as the Secretarial Auditors of the Company

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

**RESOLVED That** pursuant to the provisions of Section 204 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and upon recommendation of the Audit Committee, M/s. BNP & Associates, Company Secretaries (Firm Registration No. P2014MH037400), be and are hereby appointed as the Secretarial Auditors of the Company for a term of 5 (five) consecutive financial years i.e., from financial year 2025-26 to financial year 2029-30, at such remuneration as may be approved by the Audit Committee and the Board of Directors of the Company from time to time.

**RESOLVED Further That** the Audit Committee and the Board of Directors of the Company, be and are hereby authorized to revise/ alter/ modify/ amend the terms and conditions and/ or remuneration, from time to time, as may be mutually agreed with the Secretarial Auditors, during the tenure of their appointment.

#### 6. Ratification of remuneration payable to M/s. Joshi Apte & Associates, Cost Auditors, for the financial year 2025-26

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

**RESOLVED That** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and as approved by the Audit Committee and the Board of Directors of the Company, remuneration of ₹ 0.09 Crores plus taxes as applicable and reimbursement of out-of-pocket expenses, payable to M/s. Joshi Apte & Associates, Cost Accountants (Firm Registration No. 000240), for conducting the Cost Audit of the Company for the financial year 2025-26, be and is hereby ratified.

#### 7. Appointment of Mr. Kartik Rajendran (DIN: 09527717) as a Director of the Company

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

**RESOLVED That** in accordance with the provisions of Section 152 and all other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Kartik Rajendran (DIN: 09527717), who was appointed as an Additional Director of the Company by the Board of Directors with effect from June 14, 2025 in accordance with the provisions of Section 161 of the Act and in respect of whom the Company has received a Notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

**RESOLVED Further That** the Board of Directors be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

#### 8. Appointment of Mr. Kartik Rajendran (DIN: 09527717) as the Managing Director of the Company

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

**RESOLVED That** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, subject to approval of the Central Government and such other approvals, as may be necessary, approval of the Members be and is hereby accorded for appointment of Mr. Kartik Rajendran (DIN: 09527717) as Managing Director of the Company, for a period of 5 (five) years, with effect from June 14, 2025 to June 13, 2030, not liable to retire by rotation, on the terms and conditions including remuneration and perquisites, as set out hereunder, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter, modify or revise from time to time, the terms and conditions of the said appointment and/ or remuneration in such manner as may be considered appropriate and in the best interests of the Company and as may be permissible by law:

#### Remuneration:

- Salary, Allowances and Perquisites: ₹ 4.50 Crores per annum to be paid monthly and/ or annually, with such increments as per the Company’s policy and as may be decided by the Board of Directors from time to time, subject to a ceiling of ₹ 10 Crores per annum.
- Performance Linked Incentive/ Commission: Performance Linked Incentive/ Commission paid in addition to salary, allowances and perquisites as stated above, according to the Company’s policy and as may be decided by the Board of Directors from time to time but shall not exceed an amount equal to 100% of the salary for the relevant period.

- In addition to above, Mr. Kartik Rajendran shall be entitled to Company car/ car allowance, club fees, telephone, medical benefits, group insurance, provident fund, gratuity and such other perquisites/ benefits in accordance with the Company’s policies and rules.
- Mr. Kartik Rajendran shall be entitled for Abbott Laboratories, USA stocks under Abbott global “Long Term Incentive Plan” in the form of Restricted Stock Units, as per his eligibility. He will also be eligible to purchase shares of Abbott Laboratories, USA, under Abbott global “Affiliate Employee Stock Purchase Plan”.

**RESOLVED Further That** notwithstanding anything herein above stated, where in any financial year, during the period of his appointment, the Company has no profits or its profits are inadequate, the remuneration including the perquisites and benefits, as aforesaid, payable to Mr. Kartik Rajendran shall be subject to the provisions of Section 197 and Schedule V of the Act, or any other law or enactment for the time being or from time to time in force.

**RESOLVED Further That** the Board be and is hereby authorized to do all the acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution

**By Order of the Board**

**Sangeeta Shetty**

Company Secretary

Membership No.: ACS 18865

Colombo  
May 15, 2025

#### Registered Office:

Abbott India Limited

CIN: L24239MH1944PLC007330

3, Corporate Park, Sion-Trombay Road, Mumbai - 400 071

Telephone No.: +91-22-5046 1000/ 2000

E-mail: [investorrelations.india@abbott.com](mailto:investorrelations.india@abbott.com)

Website: [www.abbott.co.in](http://www.abbott.co.in)

#### NOTES:

- In accordance with the Ministry of Corporate Affairs, (“MCA”) General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and 20/2020 dated May 5, 2020 read with other relevant circulars, including General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (“MCA Circulars”), the Annual General Meeting



## Notice (Contd.)

("AGM") will be held without the physical presence of the Members at a common venue and Members can attend and participate in the AGM through VC/ OAVM.

- ii. Pursuant to the provisions of the Companies Act, 2013 ("the Act"), a Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on his/ her behalf and the proxy need not be a Member of the Company. Since this Meeting will be held through VC/ OAVM, in accordance with the MCA Circulars and Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Meeting and hence the Proxy Form and Attendance Slip are not annexed to this Notice. The attendance of the Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- iii. Members can join the AGM in the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility for participation at the AGM through VC/ OAVM will be made available for 1,000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more Shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit, Nomination and Remuneration and Stakeholders Relationship Committees, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- iv. Corporate Members intending to have their representatives attend the Meeting through VC/ OAVM pursuant to Section 113 of the Act, are requested to send to the Company, a certified copy of the relevant Board Resolution together with the specimen signature of the representative(s) authorized to attend and vote on their behalf at the Meeting.
- v. A statement pursuant to Section 102(1) of the Act, relating to the Businesses to be transacted at Item Nos. 5 to 8 is annexed hereto.
- vi. The additional details of Directors retiring by rotation/ seeking re-appointment, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from

time to time ("the SEBI Listing Regulations") and the Secretarial Standards issued by the Institute of Company Secretaries of India, is annexed as Annexure I and forms part of this Notice.

**Dividend**

- vii. Final dividend of ₹ 475/- per Equity Share of ₹ 10/- each, as recommended by the Board of Directors, if approved by the Members at the AGM, will be paid on or after August 18, 2025 to the Members whose names appear on the Register of Members and to the Beneficial Owners of the Shares as on July 25, 2025 ("Record date"), as per the details furnished by the Depositories for this purpose.
- viii. In accordance with the provisions of the Income Tax Act, 1961 as amended by and read with the provisions of the Finance Act, 2020, with effect from April 1, 2020, dividend declared and paid by the Company is taxable in the hands of its Shareholders and the Company is required to deduct Tax at Source ("TDS") from dividend paid to the Shareholders at the applicable rates.  
  
A separate communication has been sent to the Members describing the detailed provisions regarding this and process to submit the documents/ declarations along with the formats, in respect of deduction of TDS on the dividend payout. The intimation is also available on the website of the Company at <https://www.abbott.co.in/investor-relations.html>.
- ix. SEBI vide its Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024 has mandated that dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature. Further, relevant FAQs published by SEBI on its website can be viewed at the following link: [https://www.sebi.gov.in/sebi\\_data/faqfiles/sep-2024/1727418250017.pdf](https://www.sebi.gov.in/sebi_data/faqfiles/sep-2024/1727418250017.pdf)
- x. The Dividend will be paid electronically in the bank accounts of the Members whose bank details are available with the Company/ Registrar and Transfer Agent ("RTA")/ Depositories. Members holding shares in electronic form are requested to intimate change, if any, in their bank details to their Depository Participants with whom they have Demat accounts. The Company or the RTA cannot act on any request

received directly from such Members. Members holding shares in physical form are requested to intimate change, if any, in their bank details by sending duly signed Form ISR-1 alongwith required documents to the RTA/ Company.

**Shareholders holding Shares in Physical Form**

- xi. SEBI, vide its Circular dated November 3, 2021, as amended from time to time, had made it mandatory for holders of physical securities to furnish PAN, KYC and Nomination/ Opt-out of Nomination details to avail any investor service. Members who are yet to update their KYC details are therefore urged to furnish PAN, KYC and Nomination/ Opt-out of Nomination by submitting the prescribed forms duly filled, by e-mail from their registered e-mail ID to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or by sending a physical copy of the prescribed forms duly filled and signed by the registered holders to KFin Technologies Limited, Registrar and Transfer Agent of the Company ("KFin"), at Selenium Building, Tower B, Plot No. 31-32, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500 032. Further effective April 1, 2024, all the holders of physical securities shall be eligible for any dividend payment in respect of their folios, only through electronic mode after updation of all the above required details.  
  
In accordance with the SEBI Circular dated March 16, 2023, the Company has sent out intimations to those Members, holding shares in physical form, whose folios are incomplete with PAN, KYC and/ or Nomination details, requesting them to update their details with the RTA/ Company.
- xii. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed Companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate share certificate; claim from unclaimed suspense account; renewal/ exchange of share certificate; endorsement; sub-division/ splitting of share certificate; consolidation of share certificates/ folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website at <https://www.abbott.co.in/investor-relations.html> and on the

website of KFin at <https://www.kfintech.com>. It may be noted that any service request can be processed only after the Folio is KYC Compliant.

- xiii. To eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or KFin for assistance in this regard.
- xiv. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to KFin, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

**Unclaimed Dividend**

- xv. In terms of requirements of Regulation 39(4) and Schedule VI of the SEBI Listing Regulations, shares which remained unclaimed in the custody of the Company are required to be transferred to the Unclaimed Suspense Account opened by the Company.

Accordingly, details of the unclaimed shares lying in the Company's Unclaimed Suspense Account are as follows:

Particular	No. of Shareholders	No. of Shares
No. of shares as on April 1, 2024	33	3,958
No. of shares claimed and transferred from the Unclaimed Suspense Account during the year	(2)	(360)
No. of shares transferred to Investor Education and Protection Fund (IEPF)	-	-
<b>No. of shares as on March 31, 2025</b>	<b>31</b>	<b>3,598</b>

All benefits accruing on such shares shall be credited to Unclaimed Suspense Account for a period of 7 (seven) years. Thereafter, the said shares including all benefits accrued thereon shall be transferred by the Company to IEPF Authority in accordance with the provisions of Section 124(5) and (6) of the Act.

- xvi. Members who have not encashed their dividend warrants from the financial year 2017-18 or thereafter, are requested to write to the RTA/ Company.



## Notice (Contd.)

Members are requested to note that the unclaimed dividends will be transferred to the IEPF after the below mentioned due dates:

Dividend and Year	Dividend per Share	Due Date for Transfer to IEPF
60 <sup>th</sup> Dividend 2017-18	55	16/08/2025
61 <sup>st</sup> Dividend 2018-19	65	20/09/2026
62 <sup>nd</sup> Dividend 2019-20	250	05/10/2027
63 <sup>rd</sup> Dividend 2020-21	275	25/08/2028
64 <sup>th</sup> Dividend 2021-22	275	08/09/2029
65 <sup>th</sup> Dividend 2022-23	325	07/09/2030
66 <sup>th</sup> Dividend 2023-24	410	06/09/2031

In terms of the IEPF (Uploading of information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012, the Company has uploaded the required information in respect of unpaid/unclaimed dividend (as on date of the last AGM held on August 8, 2024) on the Company's website under the Investor Section at <https://www.abbott.co.in/investor-relations.html>.

xvii. In terms of requirements of Section 124 and 125 of the Act, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, all shares in respect of which dividend has not been paid or claimed for 7 (seven) consecutive years or more are required to be transferred to the IEPF Authority.

The details of shares so transferred are available on the Company's website under the Investor Section at <https://www.abbott.co.in/investor-relations.html>.

The Members whose shares and unclaimed dividend have been transferred to IEPF, may claim the shares and unclaimed dividends by making an application to IEPF Authority in Form IEPF-5 (available on [www.iepf.gov.in](http://www.iepf.gov.in)) along with requisite fee as decided by the Authority from time to time. The process for claiming the shares and unclaimed dividend from IEPF is available on the website of the Company at <https://www.abbott.co.in/investor-relations.html>.

The details of shares lying in the IEPF Account are given below:

Particular	No. of Shareholders	No. of Shares
No. of shares in IEPF Account as on April 1, 2024	732	1,04,401
No. of shares transferred to IEPF Account during the year 2024-25	45	10,756
No. of shares claimed and transferred to the Shareholders from IEPF Account during the year 2024-25	(12)	(2,912)
<b>No. of shares in IEPF Account as on March 31, 2025</b>	<b>765</b>	<b>1,12,245</b>

xviii. Members seeking any information or clarifications on the Annual Report are requested to send their queries to the Company on [investorrelations.india@abbott.com](mailto:investorrelations.india@abbott.com) at least one week prior to the Meeting to enable the Company to compile the information and provide replies at the Meeting.

xix. In line with the MCA Circulars and the SEBI Circulars, Annual Report for the financial year 2024-25 along with the Notice of Eighty-first AGM inter alia, indicating the process and manner of e-voting, is being sent through electronic mode to the Members whose e-mail addresses are available with the Company/ Depositories/ Depository Participants.

The aforesaid documents are also available on the Company's website at <https://www.abbott.co.in/investor-relations.html> and on the websites of the BSE Limited at [www.bseindia.com](http://www.bseindia.com) and NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

The Members whose e-mail addresses are not registered with the Company are requested to register the same by following the instructions given under Part D of Annexure II to this Notice.

xx. The relevant documents referred to in the accompanying Notice and Explanatory Statement will be provided upon request, in electronic mode upto the date of the Meeting. The Members are required to write to [investorrelations.india@abbott.com](mailto:investorrelations.india@abbott.com) with a subject "Inspection of Documents".

**xxi. Speaker Registration/ Questions for the Meeting**

Members, who would like to express their views/ have questions are requested to send registrations along with the questions in advance mentioning their name, demat account number/ folio number, e-mail id, mobile number at [investorrelations.india@abbott.com](mailto:investorrelations.india@abbott.com) from Wednesday, July 30, 2025 to Wednesday, August 6, 2025. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the Meeting. The Company reserves the right to restrict the number of questions/ speakers depending on the availability of time for the Meeting.

**xxii. Voting through Electronic Means**

Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2015, Regulation 44 of the SEBI Listing Regulations and in line with the MCA Circulars, the Company is pleased to provide to its Members the facility to exercise their vote through electronic means i.e., "remote e-voting" on resolutions proposed to be passed at the Meeting. The Company has engaged the services of National Securities Depository Limited ("NSDL") for providing e-voting facility to enable the Members to cast their votes electronically as well as for e-voting during the AGM.

In line with the MCA Circulars, Members are required to communicate their assent or dissent through the remote e-voting system only.

In terms of SEBI Circular dated December 9, 2020 on e-voting facility provided by listed Companies, individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are required to update their Mobile No. and E-mail ID correctly in their demat account in order to access e-voting facility.

a) The facility for remote e-voting shall be provided at the Meeting. Members attending the Meeting who have not cast their vote earlier by remote e-voting shall be entitled to vote at the Meeting. A Member can participate in the Meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the Meeting.

b) The remote e-voting facility will be available during the following voting period:

Commencement of remote e-voting	From 9 a.m. (IST) on Sunday, August 10, 2025
End of remote e-voting	Upto 5 p.m. (IST) on Tuesday, August 12, 2025

c) Mr. Husain Wagh (Membership No. FCS 11268) and failing him Ms. Fatema Fatehi (Membership No. ACS 51448) of M/s. Khumri Wagh Fatehi & Associates LLP, Practicing Company Secretaries (LLPIN No. ABA-6185) has been appointed as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.

d) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e., August 6, 2025 ("Cut-off date") only shall be entitled to avail the facility of remote e-voting or voting at the Meeting, as the case may be, in proportion to the shares held by them as on the Cut-off date.

e) In case all the joint holders are attending the Meeting, the Member whose name appears as first holder in the order of names as per Register of Members of the Company will be entitled to vote at the Meeting.

f) Any person holding shares in physical form and non-individual Shareholders, who acquires shares of the Company and becomes Member of the Company after the Notice is sent through e-mail and holding shares as of the Cut-off date i.e., August 6, 2025, may obtain the login ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) or Issuer/ RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing User ID and Password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" or "Physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022 4886 7000.

In case of Individual Shareholders holding securities in demat mode who acquire shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as on the Cut-off date i.e., August 6, 2025, may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-voting system".



## Notice (Contd.)

- g) Once the Member has confirmed his voting on the resolution, he will not be allowed to modify his vote or cast the vote again.
- h) The Scrutinizer shall, after the conclusion of voting at the Meeting, first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting and shall submit, not later than forty-eight hours of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or any other person authorized by him, who shall countersign the same and declare the result of the voting forthwith.
- i) The Results shall be declared by the Chairman or any other person authorized by him within forty-eight hours from the conclusion of the Meeting. The results declared shall alongwith the consolidated Report of the Scrutinizer be placed on the website of the Company i.e., [www.abbott.co.in](http://www.abbott.co.in) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately after the declaration of results. The results shall simultaneously be forwarded to the BSE Limited, Mumbai and also be displayed on the Notice Board of the Registered Office of the Company.
- xxiii. Instructions for e-voting and attending the AGM is annexed as Annexure II and forms part of this Notice.
- xxiv. Considering the Meeting would be held through VC/OAVM, the route Map for the venue is not annexed to the Notice. The deemed venue for the AGM shall be the Corporate Office of the Company.

## STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

## Item No. 5

M/s. BNP & Associates, Company Secretaries (Firm Registration No. P2014MH037400) ("BNP"), were appointed as the Secretarial Auditors of the Company for the financial year 2024-25, by the Board of Directors of the Company.

Upon recommendation of the Audit Committee, the Board of Directors of the Company at their Meeting held on May 15, 2025, has recommended, the appointment of BNP as the Secretarial Auditors of the Company for a

period of 5 (five) consecutive financial years i.e., from the financial year 2025-26 till the financial year 2029-30, subject to the approval by the Shareholders at the AGM.

BNP is a firm of Practicing Company Secretaries registered with the Institute of Company Secretaries of India, New Delhi. Mr. B. Narasimhan is a Founder Partner whereas, Mr. Avinash Bagul and Mr. Kalidas Ramaswami are other two Senior Partners of the firm.

BNP render following professional services:

- Compliance Audit and Assurance Services (Secretarial Audit as per the Companies Act, 2013, Corporate Governance Certification as required under the extant regulations of SEBI (LODR), 2015, Attestation services under SEBI rules & regulations).
- Advisory and Representation Services (providing expert opinions and guidance/ Advisory on critical issues under Corporate Laws and Capital market Regulations, representing clients before NCLT for various matters).
- Transactional Services i.e., Merger and Amalgamations, Demergers, Hiving off business or units.

BNP has a team of competent professionals, who are supported by other team members including trainees. BNP is dedicated to render quality professional services to its esteemed clients. BNP's strong execution team comprises of committed, young and energetic professionals.

BNP has confirmed its eligibility for appointment under Section 204 of the Act and Regulation 24A of the SEBI Listing Regulations. BNP holds a valid certificate of peer review issued by the Institute of Company Secretaries of India and has not incurred any of the disqualifications as specified by SEBI.

The proposed remuneration to be paid to BNP for secretarial audit services for the financial year 2025-26, is ₹ 0.03 Crores plus applicable taxes and out-of-pocket expenses.

Besides the Secretarial Audit Report, the Company would also obtain permissible reports and certifications and avail permissible services from the Secretarial Auditors from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board of Directors in consultation with the Audit Committee.

The Audit Committee and the Board of Directors shall approve revisions to the remuneration of the Secretarial Auditors for the remaining part of the term. The Board of Directors, in consultation with the Audit Committee,

may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Secretarial Auditors.

None of the Directors and/ or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5.

The Board recommends the resolution set forth in Item No. 5 for the approval of Members as an Ordinary Resolution.

## Item No. 6

The Board, based on the recommendation of the Audit Committee at its Meeting held on May 15, 2025, approved the appointment of M/s. Joshi Apte & Associates, Cost Accountants (Firm Registration No. 000240), ("Joshi Apte"), as the Cost Auditors for conducting the Cost Audit of the Company for the financial year 2025-26 at a remuneration of ₹ 0.09 Crores plus taxes as applicable and reimbursement of reasonable out-of-pocket expenses.

The overall remuneration proposed to be paid to the Cost Auditors for the financial year 2025-26 is commensurate to the scope of the audit to be carried out by the Cost Auditors and is in line with the guidelines issued by the Institute of Cost Accountants of India. Joshi Apte, have confirmed that they hold a valid certificate of practice under Section 6(1) of the Cost and Works Accountants Act, 1959.

Joshi Apte is a leading Cost Accounting Firm in India. It has offices in Mumbai, Pune, Surat, Indore and Delhi. Joshi Apte and Associates has a total of 9 partners. It employs more than 35 employees including trainees and associates. They have varied experience in Cost Audit, Costing System Implementation, ERP implementation and reimplementation including popular ERPs like SAP, Stock Audits, Income Tax Certifications and many other regulatory affairs.

Joshi Apte has more than 100 satisfied clients all across the country and they are trend setting in various matters related to profession. They provide valuable insights to clients with their team of professionals and have a proven track record of integrity and independence.

Pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, remuneration payable to Joshi Apte, Cost Auditors, as stated above, requires ratification by the Members.

None of the Directors and/ or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 6.

The Board recommends the resolution set forth in Item No. 6 for the approval of Members as an Ordinary Resolution.

## Item No. 7 and 8

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company ("Board") at its Meeting held on May 7, 2025 appointed Mr. Kartik Rajendran (DIN: 09527717) as an Additional Director of the Company with effect from June 14, 2025 in terms of Section 161 of the Act read with Article 113 of the Articles of Association of the Company.

The Board has also, at the said Meeting, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Kartik Rajendran (DIN: 09527717) as the Managing Director, for a period of 5 (five) years with effect from June 14, 2025, on the terms and conditions as recommended by the Nomination and Remuneration Committee, subject to the approval of the Central Government and Members of the Company. On appointment as Managing Director, Mr. Kartik Rajendran shall also be the Key Managerial Personnel of the Company.

Kartik Rajendran has over 20 years of management and leadership experience. His tenure at Abbott spans more than 8 years, during which he has held several key roles, including General Manager of Abbott's Specialty Care business, a part of Abbott Healthcare Private Limited and Regional Head for the Southeast Asia Cluster for Abbott's pharmaceuticals business.

Throughout his leadership at Abbott, Kartik has been instrumental in building high-growth businesses while significantly improving profitability. In Southeast Asia, he led a transformation across multiple countries, driving growth above the market average, and enhancing market position.

As General Manager for Abbott's Specialty Care business in India, Kartik accelerated the performance trajectory of the business.

Kartik's leadership is characterized by a commitment to commercial excellence, strategic thinking, and a passion for improving patient outcomes. He brings diverse experience, having served as Commercial Director for Abbott's Hospital Business, India Head for New Products, and Commercial Excellence Head at Abbott.

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Prior to joining Abbott, Kartik had 16 years of experience across two different industries. He spent six years in McKinsey working on strategic improvement projects in India, Southeast Asia and China. He began his career in the shipping industry working in India, Hong Kong and Singapore, leading multicultural teams of different nationalities.

Kartik holds an MBA from the Indian School of Business and a Bachelor's Degree in English Literature from Delhi University.

The remuneration and other terms and conditions of appointment of Mr. Kartik Rajendran as the Managing Director of the Company as set out in the resolution and below are subject to approval of the Members. The Remuneration as proposed is in accordance with the Remuneration Policy of the Company and is commensurate with the nature of qualification and experience in similar business and the amount of remuneration drawn by his peers.

The other terms and conditions of appointment of Mr. Kartik Rajendran are as under:

1. As Managing Director, Mr. Rajendran shall perform such duties and exercise such powers as are entrusted to him from time to time by the Board of Directors (hereinafter called "the Board"), subject to the superintendence, control and directions of the Board.
2. Mr. Rajendran shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act, with regard to duties of Directors.
3. Mr. Rajendran shall in all respects comply with the Abbott Code of Business Conduct and other Abbott India Policies and Procedures.
4. During his employment, Mr. Rajendran shall devote sufficient time to enable him to discharge his duties to the Company diligently and to the best of his abilities.
5. During the period of his employment with the Company, Mr. Rajendran shall, whenever required to by the Board, undertake to travel in India and elsewhere as the Board may direct or as required to perform his duties.
6. Mr. Rajendran shall not directly or indirectly, engage himself in any other business or occupation or employment whatsoever, without the approval of the Board. Provided however, that it shall be permissible to Mr. Rajendran to hold share(s) of any other Company(ies).

7. So long as Mr. Rajendran functions as Managing Director, he shall not become interested or otherwise concerned directly or through any of his relatives, if any, in any selling agency of the Company, without the prior approval of the Board.

8. The employment of Mr. Rajendran shall forthwith be determined if he shall become insolvent or make any composition or arrangement with his creditors or if he is guilty of any misconduct or otherwise violates the Abbott Code of Business Conduct.

9. In case of the demise of Mr. Rajendran during the course of his employment hereunder, the Company will pay to his personal legal representatives, the salary and other emoluments payable hereunder for the then current month and other dues together with any such further sum as the Board of Directors may determine.

10. In case the appointment of Mr. Rajendran ceases as provided in Section 167 of the Act, his employment shall come to an end simultaneously on account of the same. In case he ceases to be an employee on account of termination of his employment by the Board or otherwise, he automatically ceases as the Managing Director of the Company.

11. Either party shall be entitled to terminate the employment by giving not less than 3 (three) months' notice in writing in that behalf to the other party without the necessity of showing any cause. However, the Company shall have the option to terminate the employment by giving 3 (three) months' remuneration including salary, allowances, benefits/perquisites in lieu of notice.

In terms of Article 136 of the Articles of Association of the Company, Mr. Kartik Rajendran, on his appointment as Managing Director, is not liable to retire by rotation.

A copy of the agreement between Mr. Kartik Rajendran and the Company containing terms of his appointment referred in this Notice will be available for inspection without any fees by the Members up to the date of passing of this resolution. The Members may write an email to [investorrelations.india@abbott.com](mailto:investorrelations.india@abbott.com) by mentioning "Request for Inspection" in the subject of the email.

Mr. Kartik Rajendran has given his consent to act as Director and Managing Director of the Company. Also, as per confirmations received from him, he is not disqualified

from being appointed as Director in terms of Section 164 of the Act and satisfies all the conditions as set out in Section 196(3) and Part I of Schedule V of the Act except clause (e) for his appointment as Managing Director. Approval of the Central Government is being sought for the same. The Company has also received declaration from him, confirming that he is not debarred from holding the office of Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

The Company has also received Notice under Section 160 of the Act from a Member proposing the candidature of Mr. Kartik Rajendran for the office of Director of the Company.

The requisite details of Mr. Kartik Rajendran pursuant to the provisions of the SEBI Listing Regulations and the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, are provided in the "Annexure I" forming part of this Notice.

In accordance with the provisions of Sections 152 and 196 of the Act and applicable provisions of the SEBI Listing Regulations, appointment of Director and Managing Director, respectively, requires approval of the Members of the Company by way of an Ordinary Resolution.

Accordingly, the approval of Members is sought for appointment of Mr. Kartik Rajendran as Director and Managing Director of the Company, not liable to retire by rotation.

None of the Directors and/ or Key Managerial Personnel of the Company nor their relatives, except Mr. Kartik Rajendran and his relatives, is concerned or interested, financially or otherwise, in the resolutions.

The Board recommends the Ordinary Resolutions set out at Item Nos. 7 and 8 of the Notice for approval by the Members.

**By Order of the Board**

**Sangeeta Shetty**

Company Secretary

Membership No.: ACS 18865

Colombo

May 15, 2025

**Registered Office:**

Abbott India Limited

CIN: L24239MH1944PLC007330

3, Corporate Park, Sion-Trombay Road, Mumbai - 400 071

Telephone No.: +91 22 5046 1000/ 2000

E-mail: [investorrelations.india@abbott.com](mailto:investorrelations.india@abbott.com)

Website: [www.abbott.co.in](http://www.abbott.co.in)



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## ANNEXURE I

**Details of Directors retiring by rotation/ seeking appointment at the Eighty-first AGM pursuant to Regulation 36(3) of the SEBI Listing Regulations, 2015 and the Secretarial Standards issued by the Institute of Company Secretaries of India**

Name of the Director	Alison Davies	Kaiyomarz Marfatia	Kartik Rajendran
Date of Birth	April 7, 1968	November 22, 1956	December 9, 1979
Age	57	68	45
Date of Appointment	June 13, 2024	March 1, 2011	June 14, 2025
Expertise in Specific Functional Area	Ms. Davies has over 26 years of rich experience in various finance leadership roles.	Mr. Marfatia has over four decades of diverse experience in the Legal and Secretarial streams, of which over 25 years have been with Abbott.	Mr. Rajendran has over 20 years of management and leadership experience.
Qualifications	Bachelor's of Science in Business Economics and Accounting from the University of Southampton and a Member of the Institute of Chartered Accountants in England and Wales	B.Com. from Lala Lajpat Rai College and Law degree from Government Law College, Mumbai.	MBA from the Indian School of Business and a Bachelor's degree in English Literature from Delhi University.
Terms and conditions of Appointment	Appointed as Non-executive Director	Appointed as Non-executive Director	Terms and conditions of appointment and proposed remuneration are specified in the resolutions set out at Item Nos. 7 and 8 of the Notice read with Explanatory Statement thereto.
Remuneration last drawn (including sitting fees, if any)	NA	₹ 0.22 Crores (Commission and sitting fees paid for the financial year 2024-25)	NA
Remuneration proposed to be paid	NA	Entitled for commission and sitting fees for attending Meetings of the Board and its Committees and reimbursement of expenses for participation in the Board/ Committees Meetings	Terms and conditions of appointment and proposed remuneration are specified in the resolutions set out at Item Nos. 7 and 8 of the Notice read with Explanatory Statement thereto.
Number of Meetings of the Board attended during the financial year 2024-25	4	5	NA
No. of shares held in the Company	NIL	NIL	NIL
Directorships in other Indian Companies	None	SNL Bearings Limited	None
Membership/ Chairmanship of Committees in other Indian Companies	None	Chairman of Stakeholders Relationship Committee and Member of Audit Committee of SNL Bearings Limited	None
Relationship between Directors <i>inter-se</i>	None	None	None

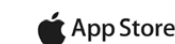
## ANNEXURE II

## Part A: Access to NSDL e-voting system

**A. Individual Shareholders holding securities in demat mode-Steps to Login for e-voting and for joining the Virtual Annual General Meeting (“the Meeting”)**

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN No., Verification code and generate OTP. Enter the OTP received on registered email ID/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on Company name or e-voting service provider i.e., NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual Meeting &amp; voting during the Meeting.</li> <li>Existing IDeAS User can visit the e-services website of NSDL viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a personal computer or on a mobile. On the e-services home page, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under value added services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. Click on Company name or e-voting service provider i.e., NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual Meeting &amp; voting during the Meeting.</li> <li>If you are not registered for IDeAS e-services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.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 i.e., NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual Meeting &amp; voting during the Meeting.</li> <li>Shareholders/ Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

NSDL Mobile App is available on





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Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi/ Easiest facility, can login through their existing User ID and Password. Option will be made available to reach e-voting page without any further authentication. The Users to login Easi/ Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi tab and then use your existing my easi Username and Password.</li> <li>After successful login the Easi/ Easiest User will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting option, the User will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual Meeting and voting during the Meeting. Additionally, there are 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>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 and New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the User can directly access e-voting page by providing Demat Account Number and PAN No. from 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 no. and email ID as recorded in the Demat Account. After successful authentication, User will be able to see the e-voting option where the e-voting is in progress and also be able to directly access the system of all e-voting service providers.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on Company name or e-voting service provider i.e., NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual Meeting and voting during the Meeting.

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

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

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

#### B. Shareholders other than Individual Shareholders holding securities in demat mode and Shareholders holding securities in physical mode

##### Steps to Login for e-voting and for joining the virtual Meeting

- Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.
- Once the home page of e-voting system is launched, click on the icon "Login" which is available under "Shareholder/ Member" section.

- A new screen will open. You will have to enter your User ID, your Password/ OTP and a Verification Code as shown on the screen.

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

- Your User ID details are given below:

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	Your User ID is
For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your User ID is IN300***12*****.
For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your User ID is 12*****.
For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the Company. For example, if Folio Number is 001*** and EVEN is 101456 then User ID is 101456001***.

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

- If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-voting system for the first time, you will need to retrieve the "initial password" which was communicated to you. Once you retrieve your "initial password", you need to enter the "initial password" and the system will force you to change your password.
- How to retrieve your "initial password"?
  - If your email ID is registered in your demat account or with the Company, your "initial password" is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit Client ID for NSDL account, last 8 digits of Client ID for CDSL, account or Folio Number for shares held in physical form. The .pdf file contains your "User ID" and your "initial password".
  - If your email ID is not registered, please follow the steps mentioned in Part D.

- If you are unable to retrieve or have not received the "initial password" or have forgotten your password:

- Click on "Forgot User Details/ Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- Click on "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/ folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.

- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

- Now, you will have to click on "Login" button.

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



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### Part B: Cast your vote electronically and join the Meeting on NSDL e-voting system

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of the Company for which you wish to cast your vote during the remote e-voting period and casting your vote during the General Meeting. For joining virtual Meeting, you need to click on “VC/ OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-voting as the voting page opens.
4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/ modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### Part C: Instructions for Members for e-voting on the day of the Meeting through VC/ OAVM

1. The procedure for e-voting on the day of the Meeting is same as the instructions mentioned above for remote e-voting.
2. Only those Members, who will be present in the Meeting through VC/ OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the Meeting.
3. Members who have voted through remote e-voting will be eligible to attend the Meeting. However, they will not be eligible to vote at the Meeting.
4. The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the Meeting shall be the same person mentioned for remote e-voting.

### Part D: Instructions for Shareholders whose email addresses are not registered with the Depositories/ Company for procuring User ID and Password and registration of email IDs for e-voting for the resolutions set out in this Notice

1. Members whose shares are held in physical mode, are requested to provide folio no., name, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card) and Aadhaar (self-attested scanned copy of Aadhaar Card) by email to [evoting@nsdl.com](mailto:evoting@nsdl.com).
2. Members whose shares are held in demat mode, are requested to provide DP ID Client ID (16-digit DP ID + Client ID for NSDL demat accounts or 16-digit Beneficiary ID for CDSL demat accounts), name, client master or copy of consolidated account statement, PAN (self-attested scanned copy of PAN card), and Aadhaar (self-attested scanned copy of Aadhaar Card) by email to [evoting@nsdl.com](mailto:evoting@nsdl.com). If you are an individual Shareholder holding securities in demat mode, you are requested to refer to the login method explained in Step 1 (A) i.e., Login method for e-voting for Individual Shareholders holding securities in demat mode.

Alternatively, Shareholders/ Members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring User ID and Password for e-voting by providing above mentioned documents.

### Part E: Instructions for Members for attending the Meeting through VC/ OAVM

1. Members will be provided with a facility to attend the Meeting through VC/ OAVM through the NSDL e-voting system. Members may access by following the steps mentioned above for “Access to NSDL e-voting system”. After successful login, you can see link of “VC/ OAVM” placed under “Join Meeting” menu against Company name. You are requested to click on VC/ OAVM link placed under Join Meeting menu. The link for VC/ OAVM will be available in Shareholder/

Member login where the EVEN of Company will be displayed. Please note that the Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password, may retrieve the same by following the remote e-voting instructions mentioned in the Notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the Meeting.
3. Please note, that the Participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience Audio/ Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

### Part F: General Instructions

1. Institutional Shareholders (i.e., other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [cstaizonkhumri@gmail.com](mailto:cstaizonkhumri@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional Shareholders (i.e., other than individuals, HUF, NRI etc.) can also upload their Board Resolution/ Power of Attorney/ Authority Letter etc. by clicking on “Upload Board Resolution/ Authority Letter” displayed under “e-voting” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/ Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022-4886 7000 or send a request to Ms. Pallavi Mhatre - Senior Manager at [evoting@nsdl.com](mailto:evoting@nsdl.com).