

SITEC LABS LIMITED

Registered Office: Plot No.: Gen 40, TTC Industrial Area, MIDC, Behind Millennium Business Park, Near Nelco Bus Stop, Mahape, Navi Mumbai, 400 710

Phone: (022) 2778 6200, **Fax:** (022) 2778 6241, **Email:** support@siteclabs.com

Corporate Identity Number: U74999MH2000PLC129210

Notice of 22nd Annual General Meeting

NOTICE is hereby given that the 22nd Annual General Meeting of Sitec Labs Limited will be held at a shorter notice on Monday, 26th September, 2022 at 11:30 A.M. (IST) at the Registered Office of the Company to transact the following businesses:

Ordinary Business(es):

To consider and if thought fit to pass, with or without modification(s), the resolution nos. 1 to 3 as ordinary resolutions:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2022 and the reports of the Board of Directors and Auditors thereon:

"Resolved that the audited financial statements of the Company for the financial year ended 31st March 2022 and the reports of the Board of Directors and Auditors thereon as circulated to the members with the notice of the Annual General Meeting and submitted to this meeting be and are hereby received, considered and adopted."

2. To re-appoint Mr. Krishnan Iyer as director liable to retire by rotation:

"Resolved that pursuant to the provisions of the applicable laws and upon recommendation of the Board of directors, Mr. Krishnan Iyer (DIN: 00017991), who retires by rotation and being eligible has offered himself for re-appointment, be and is hereby re-appointed as director of the Company liable to retire by rotation."

3. To re-appoint the Statutory Auditor of the Company:

"Resolved that pursuant to the provisions of the applicable laws and upon the recommendation of the Board of Directors, M/s. Walker Chandiok & Co LLP, Chartered Accountants, New Delhi (Firm Registration No. 001076N/ N500013) be and is hereby re-appointed as the statutory auditor of the Company, for the second term of five (5) years, i.e. from the conclusion of this Annual General Meeting until the conclusion of 27th Annual General Meeting upon such remuneration, taxes and out of pocket expenses, as may be fixed by the Board of Directors of the Company in mutual consultation with the statutory auditors.

Resolved further that the Board of Directors be and are hereby authorised to finalise the terms and conditions of appointment of the statutory auditor."

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Special Business

To consider and if thought fit to pass, with or without modification(s), the following resolution as ordinary resolution:

4. Appointment of Mr. Girish Zamwar (DIN:09736076) as a director of the Company:

“Resolved that pursuant to the provisions of section 152 and other applicable provisions of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s), amendment(s) thereto or re-enactment thereof), Mr. Girish Zamwar (DIN:09736076), appointed as an Additional Director of the Company pursuant to the provisions of section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

Resolved further that any of the Directors of the Company and Chief Financial Officer and Company Secretary be and are hereby severally authorised to file the necessary forms/returns/documents as may be required with the Ministry of Corporate Affairs and generally to do all acts, deeds and things as may be incidental or conducive in furtherance of the aforesaid.”

Date: 23rd September, 2022
Place: Mumbai

By order of Board of Directors
For **Sitec Labs Limited**

Raviraj Jitendra Soni
Company Secretary
Membership No.:42683

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NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other person or shareholder. A proxy form is enclosed with this notice. Proxies, in order to be effective, should be deposited at the registered office of the Company not later than forty-eight hours before the commencement of the AGM. Proxies submitted on behalf of limited companies, societies, etc. must be supported by appropriate resolution or authority, as applicable.
2. The Statement pursuant to section 102 of the Companies Act, 2013 (“the Act”) is annexed hereunder and forms part of the Notice.
3. As required under Secretarial Standard-2, the relevant information in respect of directors being appointed / reappointed at this Annual General Meeting is enclosed.
4. Members/proxies/authorised representatives are requested to bring duly filled Attendance Slip, enclosed herewith, to attend the AGM along with a valid identity proof such as the PAN card/passport/aadhaar card/driving license etc.
5. The members can ask / pose questions at the time of the meeting or can send their queries / questions at ciplasecretarial@ciplasecretarial.com
6. The proxies will be open for inspection by the members from 24 hours prior to the time fixed for the commencement of the meeting until the conclusion of the meeting. The members may inspect the register by giving three days’ advance notice of their intention to inspect the proxies.
7. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act, Register of Contracts or Arrangements in which directors are interested under section 189 of the Act and other relevant documents referred to in the Notice and the accompanying statement are open for inspection at the Registered Office of the Company on all working days (Monday to Friday) between 11.00 a.m. to 1.00 p.m. up to and including the date of the AGM and will also be available for inspection at the venue of the AGM.
8. The route map for the venue of the Annual General Meeting is provided at the end of the notice.

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STATEMENT SETTING OUT ALL MATERIAL FACTS CONCERNING THE BUSINESS TO BE DEALT AT THE ENSUING ANNUAL GENERAL MEETING AS STATED IN THE NOTICE DATED 23rd August, 2022:
[Pursuant to Section 102 of the Companies Act, 2013]

Item No. 4: Ordinary Resolution

The Board of Directors appointed Mr. Girish Zamwar, as an Additional Director of the Company with effect from 13th September 2022, pursuant to section 161 of the Companies Act, 2013 (Act) read with Company's Articles of Association. He holds office up to the date of this Annual General Meeting.

Mr. Girish Zamwar is a Chartered Accountant and has over 22 years of experience in various areas of finance like Operations Finance, Financial Planning and Analysis (FP&A), Costing, Corporates Accounts, IT, and Treasury.

He is not disqualified to act as Director under Section 164 of the Act and has given his consent to act as a Director along with other disclosures as required under the Act.

The Board recommends the resolution in Item No. 4 for the approval of the members as an ordinary resolution.

Except for Mr. Girish Zamwar, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution.

Date: 23rd September, 2022
Place: Mumbai

By order of Board of Directors
For **Sitec Labs Limited**

Raviraj Jitendra Soni
Company Secretary
Membership No.:42683

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ANNEXURE 1**PROFILE OF DIRECTORS**

Information of directors seeking appointment/re-appointment at the forthcoming Annual General Meeting (Pursuant to Secretarial Standard - 2 issued by Institute of Company Secretaries of India)

Name	Mr. Krishnan Iyer	Mr. Girish Zamwar
Director Identification Number (DIN)	00017991	09736076
Age	56 years	44 years
Original Date of Appointment	1 st June 2005	13 th September, 2022
Qualification	B. Pharm, MBA	Chartered Accountant
Experience and Expertise	34 years in Pharma manufacturing and presently in Clinical Research	22 years of experience in various areas of finance like Operations Finance, Financial Planning and Analysis (FP&A), Costing, Corporates Accounts, IT, and Treasury
Remuneration Last Drawn	₹ 99,73,716/-	Nil
Remuneration to be paid	₹ 1,13,20,164/-	Nil
Number of Board Meetings attended during the year	4	NA
Shareholding (Equity shares)	None	1 share held as nominee. Beneficial Interest is with Meditab Specialities Limited.
Relationship with other Directors and KMP	None	None
Membership / Chairpersonship of Committees of the Company	CSR Committee- Chairperson	CSR Committee-Member (w.e.f 13 th September, 2022)
Directorships held in other companies	None	None
Memberships / Chairpersonship of Committees held in other Indian companies	None	None

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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: _____

Email: _____

Folio No: _____

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

1. Name: _____ Email: _____
Address: _____

Signature: _____
or failing him / her

2. Name: _____ Email: _____
Address: _____

Signature: _____
or failing him / her

3. Name: _____ Email: _____
Address: _____

Signature: _____
or failing him / her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 22nd Annual General Meeting of the Company, to be held on Monday, 26th September at 11:30 HRS (IST) at the Registered Office of the Company, and at any adjournment thereof in respect of such resolutions as indicated below:

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S. No.	Resolutions	For	Against
Ordinary Business			
1.	To receive, consider and adopt the audited financial statement of the Company for the financial year ended 31 st March 2022 and the reports of the Board of Directors and Auditors thereon		
2.	To re-appoint Mr. Krishnan Iyer (DIN: 00017991) as a Director liable to retire by rotation		
3.	To re-appoint Walker Chandiook & Co. LLP, Chartered Accountants (Firm registration no. 001076N/N500013) for second consecutive term of five years		
Special Business			
4.	Appointment of Mr. Girish Zamwar (DIN:09736076) as a Director of the Company		

Signed thisday of 2022

Signature of Member.....

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

Affix the
revenue
stamp of
Re. 1/-

Note

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company situated at Plot No.: Gen 40, TTC Industrial Area, MIDC, Behind Millennium Business Park, Near Nelco Bus Stop, Mahape, Navi Mumbai- 400710, India not later than 48 hours before the commencement of the Meeting.
2. Notwithstanding the above, the proxies can vote on such other items which maybe tabled at the meeting by the Members present.

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ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING
VENUE

Folio No.: _____

Name/s: _____

(1st Name)

(Joint holder)

I/we certify that I/we am/are member(s)/proxy for the member(s) of the company

I/We record my/our presence at the 22nd Annual General Meeting of the Company on Monday, 26th September, 2022 at the Registered Office of the Company at 11:30 HRS (IST)

Signature(s) of the Shareholder(s)/Proxy / Authorised Representative:

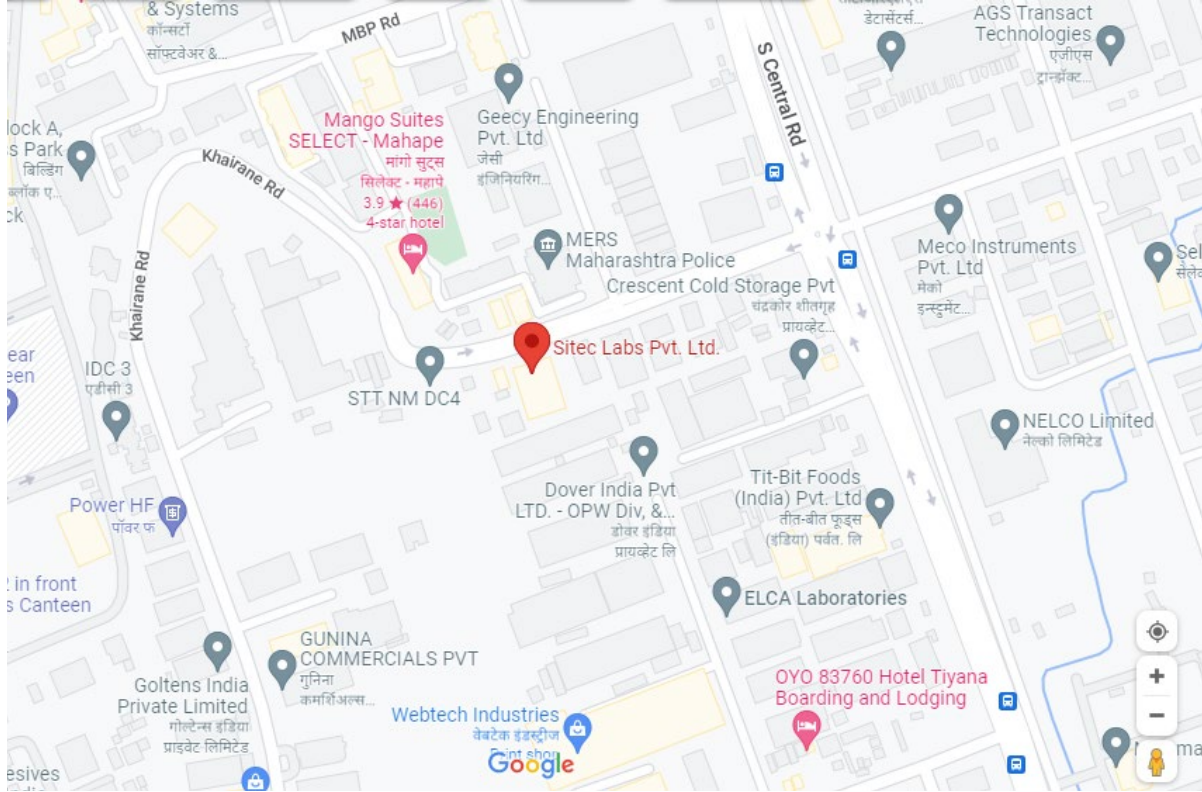
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Route Map for the venue of the Annual General Meeting



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THE COMPANIES ACT, 2013

Consent by Shareholders for shorter notice

[Pursuant to section 101(1)]

To,
The Board of Directors,
Sitec Labs Limited
Plot No.: Gen 40, TTC Industrial Area, MIDC,
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Mahape, Navi Mumbai, 400 710

I, _____, residing at _____, Shareholder of the Company holding _____ equity shares, hereby accord the consent to hold the Annual General Meeting on Monday, 26th September, 2022 at 11:30 A.M. (IST) at a shorter notice.

<Name>

Date:

Place: Mumbai