



SITEC LABS LIMITED
(Formerly known as Sitec Labs Private Limited)
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

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Notice of 24th Annual General Meeting

NOTICE is hereby given that the 24th Annual General Meeting of Sitec Labs Limited will be held at a shorter notice on Tuesday, 24th September, 2024 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 and 2 as ordinary resolutions:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2024 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, 2024 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 Dr Shrinivas Purandare (DIN: 07585129) 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, Dr Shrinivas Purandare (DIN: 07585129), 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."

Special Business:

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

3. To appoint Dr Shrinivas Purandare (DIN: 07585129) as the Whole Time Director of the Company for a term of 5 years:

"Resolved that pursuant to the provisions of sections 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V to the Act (including any statutory modifications or re-enactment(s) thereof, for the time being in force) the enabling provisions of the Memorandum and Articles of Association of the Company, and approval of Board of Directors, consent of shareholders be and is hereby accorded for re-designation of Dr Shrinivas Purandare (DIN: 07585129) as the Whole-Time Director of the Company on the following terms and conditions:



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- i. **Remuneration:** Dr Shrinivas Purandare shall not be entitled to any remuneration or sitting fees.
- ii. **Term:** For a period of five years, commencing from 25th September, 2024 and concluding on 24th September, 2029. He shall be liable to retire by rotation.
- iii. **Reimbursements:** Reimbursement of all legitimate expenses incurred while performing the duties. Such reimbursement will not be considered as remuneration.
- iv. **Policies:** Dr Shrinivas Purandare shall adhere to various policies, code of conduct etc of the Company as may be applicable by virtue of his office for the purpose of discharging his official duties /powers as delegated by Board from time to time.

Resolved further that any of the Directors and Key Managerial Personnel of the Company be and are hereby severally authorized to:

- i. ensure compliance with all statutory requirements.
- ii. file forms, returns, disclosures, applications, documents etc. with various statutory bodies.
- iii. to all such acts, deed and things as may be required to give effect to the aforesaid resolution.”

Date: 23rd September, 2024
Place: Mumbai

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

Sd/-

Shrinivas Purandare
Whole Time Director
DIN: 07585129



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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. Authorisations submitted on behalf of limited companies, societies, etc. must be supported by appropriate resolution or authority, as applicable.
2. As required under Secretarial Standard-2, the relevant information in respect of directors being appointed / reappointed at this Annual General Meeting is enclosed.
3. 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.
4. The members can ask / pose questions at the time of the meeting or can send their queries / questions at ciplasecretarial@ciplasecretarial.com.
5. 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.
6. 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.
7. The Company doesn't have any shareholder which is categorised as institutional investors as on the date of circulation of the notice.



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8. As the number of members in the company are less than 50. The voting on the proposed business matters will be conducted as a vote by show of hands.
9. The notice of the AGM is being sent by electronic mode to those members whose e-mail addresses are registered with the Company.
10. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013, setting out material facts in respect of the item no. 3 is annexed hereunder and forms part of Notice.
11. Corporate Members intending to send their authorised representatives to attend the Meeting, pursuant to Section 113 of the Companies Act, 2013 are requested to send to the company, a certified copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorized under the said resolution to attend and vote on their behalf at the Meeting.
12. The AGM of the Company is being held at shorter notice and therefore the members are requested to give their consent before the scheduled time of the meeting. The consent can either be submitted physically at the registered office of the Company or given by dropping an email for consent at cipla.secretarial@cipla.com .
13. 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(ES) TO BE DEALT AT THE ENSUING ANNUAL GENERAL MEETING AS STATED IN THE NOTICE DATED 23rd SEPTEMBER 2024

[Pursuant to Section 102 of the Companies Act, 2013]

Item No. 3: Ordinary Resolution

Pursuant to resignation of Mr. Krishnan Iyer w.e.f. 31st July, 2024 , Board of Directors at its meeting held on 23rd September, 2024 approved redesignation of Dr Shrinivas Purandare (Non-Executive Director) as the Whole Time Director of the Company for a term of 5 years commencing from 25th September, 2024 till 24th September, 2024.

Dr Purandare is being appointed on the following terms and conditions as approved by Board:

I.	Remuneration	Dr Shrinivas Purandare shall not be entitled to any remuneration or sitting fees.
II.	Term	For a period of five years, commencing from 25 th September, 2024 till 24 th September, 2024. He shall be liable to retire by rotation.
III.	Reimbursements	Reimbursement of all legitimate expenses incurred while performing the duties. Such reimbursement will not be considered as remuneration.
IV.	Policies	Dr Shrinivas Purandare shall adhere to various policies, code of conduct etc of the Company as may be applicable by virtue of his office for the purpose of discharging his official duties /powers as delegated by Board from time to time.

The details required to be published as per Secretarial Standard 2 is provided in Annexure 1 to this notice.

It would be in the interest of the Company to avail his rich expertise and hence appoint him as Whole-Time Director of the Company. The Board recommends the resolution in Item No. 1 for the approval of the members as ordinary resolution.

Except for Dr Purandare, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial otherwise, in the resolution.

Date: 23rd September, 2024
Place: Mumbai

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

Sd/-

Shrinivas Purandare
Whole Time Director
DIN: 07585129



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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	Dr Shrinivas Purandare
Director Identification Number (DIN)	07585129
Age	58
Original Date of Appointment	1 st January, 2017
Qualification	M.Sc., Ph.D.
Experience and Expertise	35+ years of experience in pharma industry.
Remuneration Last Drawn	Nil
Remuneration to be paid	Nil
Number of Board Meetings attended during the year	4
Shareholding (Equity shares)	None
Relationship with other Directors and KMP	None
Membership / Chairpersonship of Committees of the Company	CSR Committee - Member
Directorships held in other companies	None
Memberships / Chairpersonship of Committees held in other Indian companies	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 24th Annual General Meeting of the Company, to be held on Tuesday, 24th September, 2024 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 statements of the Company for the financial year ended 31st March 2024 and the reports of the Board of Directors and Auditors thereon.		
2.	To re-appoint Dr Shrinivas Purandare (DIN: 07585129) as director liable to retire by rotation.		
Special Business			
3.	To appoint Dr Shrinivas Purandare (DIN: 07585129) as the Whole Time Director of the Company for a term of 5 years.		

Signed thisday of 2024

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 24th Annual General Meeting of the Company on Tuesday,
24th September, 2024 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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THE COMPANIES ACT, 2013
Consent by Shareholders
[Pursuant to section 96(4) and 101(1)]

To,
The Board of Directors,
Sitec Labs Limited
Plot No.: Gen 40, TTC Industrial Area,
MIDC, Behind Millennium Business Park,
Mahape, Navi Mumbai, 400 710
Kundaim, Goa - 403 115

I, _____, residing at _____, Shareholder of the Company holding _____ equity shares, hereby accord the consent to hold the Annual General Meeting at a shorter notice on Tuesday, 24th September, 2024 at Plot No.: Gen 40, TTC Industrial Area, MIDC, Behind Millennium Business Park, Mahape, Navi Mumbai, 400 710 at 11:30 A.M.

<Name>

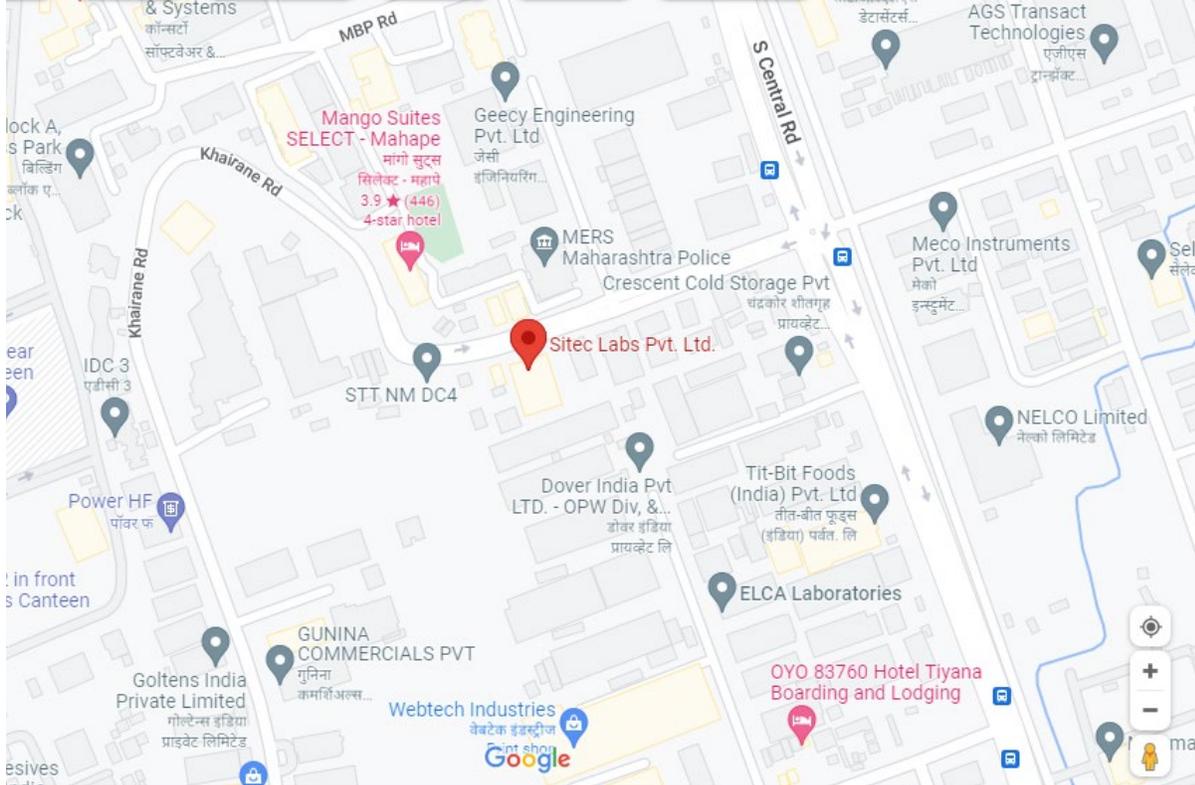
Date:
Place: Mumbai



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Route Map for the venue of the Annual General Meeting



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Phone : (022) 2778 6200 • Fax : (022) 2778 6241 • Email : support@siteclabs.com • Website : www.siteclabs.com

GST No : 27AABCD2739B1Z2 • CIN : U74999MH2000PLC129210