Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT THE 37TH ANNUAL GENERAL MEETING OF THE MEMBERS OF SUVEN LIFE SCIENCES LIMITED WILL BE HELD ON TUESDAY, 25TH DAY OF AUGUST, 2026, AT 11:30 A.M. IST THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS

ITEM NO. 1: Adoption of Financial Statements

To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditor's thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditor's thereon, as circulated to the Members, be and are hereby considered and adopted."

ITEM NO. 2: To appoint Prof. Seyed E Hasnain (DIN: 02205199), as a Director liable to retire by rotation:

To appoint a Director in place of Prof. Seyed E Hasnain (DIN: 02205199) who retires by rotation, and being eligible, offers himself for re-appointment.

To consider and, if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, Prof. Seyed E Hasnain (DIN: 02205199) who retire by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

ITEM No 3. To Approve the Related Party Transaction relating to the Appointment of Dr. Madhavi Jasti, MD, to an Office or Place of Profit in Overseas Wholly Owned Subsidiaries of the Company

To consider and if taught fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**

"**RESOLVED THAT** pursuant to the provisions of Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014, and in accordance with Regulation 2(1)(zb), Regulation 2(1)(zc), Regulation 23 (4) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), read with SEBI Master Circular No. HO/CFD/PoD2/CIR/P/2026/ dated January 30, 2026 (as amended from time to time), and the Policy on Related Party Transactions of the Company, and pursuant to the prior approval of the Audit Committee and the Board of Directors, the approval of the Members of the Company be and is hereby accorded for the appointment of Dr. Madhavi Jasti, MD, daughter of Mr. Venkateswarlu Jasti (Chairman & Managing Director) and Mrs. Sudha Rani Jasti (Whole-time Director), to hold an office or place of profit for overseeing and managing medical affairs, regulatory coordination, and medical monitoring of all clinical development activities of the Company's Wholly Owned Subsidiaries in the United States of America and Singapore with effect from 1st September, 2026, on such terms and conditions, as may be mutually agreed between Dr. Madhavi Jasti and the Wholly Owned Subsidiaries, in compliance with applicable laws/ regulations."

"**RESOLVED FURTHER THAT** Dr. Madhavi Jasti shall be paid an aggregate remuneration of USD 400,000 per annum initially, which may be revised from time to time in accordance with the terms of contract of engagement, subject to an aggregate maximum remuneration of USD 1,000,000 per annum; and that such aggregate remuneration shall be borne and paid, in whole or in part, by either or both of the Company's Wholly Owned Subsidiaries from time to time in USD outside India, having regard to their respective business requirements and the services rendered by her."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution, including but not limited to making necessary disclosures, if any, to the statutory authorities under applicable Laws and Regulations of SEBI LODR, periodic reporting to the Audit Committee and the Board, and to settle any question, difficulty or doubt that may arise in this regard."

"**RESOLVED FURTHER THAT** the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s), Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s)."

ITEM No. 4: To re-appoint Dr. Vajja Sambasiva Rao (DIN: 09233939) as an Independent Director of the Company.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made thereunder, including the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and Regulation 17, 17(1A), 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, and in accordance with the Articles of Association of the Company, Dr. Vajja Sambasiva Rao (DIN: 09233939), who meets the criteria of independence prescribed under Section 149(6) of the Act read with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, and who has submitted a declaration confirming his independence, and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, and who is eligible for re-appointment, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a second consecutive term of five (5) years commencing from January 21, 2027 and ending on January 20, 2032 (both days inclusive), based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things, and to take all such steps as may be necessary, proper, expedient or desirable for the purpose of giving effect to this resolution, including delegating all or any of the powers conferred herein to any Committee of the Board, any Director or Officer of the Company, as may be deemed appropriate."

ITEM No 5: To approve the variation in the utilisation of funds raised through Preferential Issue

To consider and if taught fit, to pass with or without modification, the following resolution as **Special Resolution**

"**RESOLVED THAT** pursuant to the applicable provisions, if any, of the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, and other applicable laws, rules, regulations, circulars, notifications and statutory modifications or re-enactments thereof for the time being in force, and pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company ("Board"), the approval of the Members of the Company be and is hereby accorded for variation in the utilisation of proceeds of the Preferential Issue approved by the Members vide Special Resolution passed at the Extraordinary General Meeting held on June 5, 2025 by way of reallocation of the unutilised proceeds amongst the approved objects of the issue, in the manner as set out in the Explanatory Statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to utilise and deploy the unutilised proceeds in accordance with the revised allocation approved herein and to do all such acts, deeds, matters and things, and to take all such steps as may be necessary, desirable, proper or expedient to give effect to this Resolution, including settling any questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred by this Resolution to any Committee of Directors or any Director(s), Managing Director, Chief Financial Officer, Company Secretary or other officer(s) of the Company, as it may deem appropriate, for the purpose of giving effect to this Resolution.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby severally authorised to make necessary filings, intimations and disclosures with the Registrar of Companies, Stock Exchanges and such other regulatory authorities as may be required, and to do all such acts, deeds, matters and things as may be necessary or expedient for giving effect to this Resolutions."

by order of the Board of Directors

Place: Hyderabad
Date: July 08, 2026

Registered Office
8-2-334, SDE Serene Chambers
6th Floor, Road No.5, Avenue 7
Banjara Hills, Hyderabad – 500 034
CIN: L24110TG1989PLC009713

K. Sangeetha Laxmi
Company Secretary
Membership No. A40736

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 and under Secretarial Standards on General Meetings (SS-2)

ITEM NO 3:

The Board of Directors of the Company ("Board"), at its meeting held on 8th July 2026, pursuant to the prior approval of the Audit Committee, at its meeting held on 8th July 2026, has recommended to the Members for appointment of Dr. Madhavi Jasti, MD to oversee Medical Affairs in Wholly Owned Subsidiaries in USA and Singapore as per the terms and conditions of the contract to be entered in accordance with the applicable laws between the parties.

Background of the Company

The Company is engaged in the business of innovative drug discovery and development. The Company's business model entails significant investment of resources over a long gestation period in research, pre-clinical studies and multi-phase human clinical trials, with revenues being realised only upon successful commercialisation of drug candidates subject to successful clinical development outcomes and regulatory approvals.

Given the nature of the business, the Company's consolidated turnover during the last audited financial year 2025-2026 was ₹7.11 crore. The proposed annual remuneration payable to Dr. Madhavi Jasti in the Wholly Owned Subsidiaries, when assessed against 10% of such consolidated turnover, exceeds the threshold prescribed under Regulation 23(1) of SEBI LODR read with Schedule XII to the SEBI LODR. Accordingly, the transaction qualifies as a Material Related Party Transaction, and approval of the Members by way of an Ordinary Resolution is being sought under Regulation 23(4) of SEBI LODR, in addition to approval required under Section 188(1)(f) of the Act read with Rule 15(3)(iii) of the Companies (Meetings of Board and its Powers) Rules, 2014.

The information relating to the Material Related Party Transaction(s) proposed to be entered between the Overseas Wholly Owned Subsidiaries of the Company and Dr Madhavi Jasti, pursuant to Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" read with SEBI Master Circular, in addition to the information as per applicable provisions of the Companies Act, 2013, as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

S. No.	Particulars	Information provided by the Management
(a)	Name of the related party	Dr. Madhavi Jasti
(b)	Name of the Director/KMP (if related)	Mr. Venkateswarlu Jasti, Chairman & MD and Promoter and Mrs. Sudha Rani Jasti, Whole Time Director & Promoter; qualifies as a relative and related party
(c)	Nature of relationship	Daughter
(d)	Nature, material terms, monetary value and particulars of the contract/ arrangement	Overseeing Medical Affairs of the Wholly Owned Subsidiaries on a full-time basis. The material terms include responsibility in clinical trials, medical monitoring, regulatory compliances, and all other clinical developmental activities, Compliance with applicable policies and legal requirements, confidentiality and intellectual property obligations, and termination rights in accordance with the terms of the agreement. The remuneration will be USD 400,000 per annum initially and may be revised from time to time by the Wholly Owned Subsidiaries in accordance with the terms of the contract, subject to an aggregate annual remuneration not exceeding USD 1,000,000 per annum.
(e)	Value as % of consolidated turnover	53%
(f)	Other relevant or important information	Arm's length transaction and in the ordinary course of business.

PART A: DETAILS OF THE RELATED PARTY AND TRANSACTIONS WITH THE RELATED PARTY

	A (1) Basic details of the related party	Information provided by the Management
1	Name of the related party	Dr. Madhavi Jasti
2	Country of incorporation of the related party	Not applicable
3	Nature of business of the related party	Not applicable
A (2) Relationship and ownership of the related party		
1	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	The proposed RPT is between overseas Wholly Owned Subsidiaries and Dr. Madhavi, daughter of Promoter Directors of listed entity
	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Not applicable. Since the related party is an individual
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Madhavi holds 1000 equity shares in listed entity.
A (3) Details of previous transactions with the related party		
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. Explanation: Details need to be disclosed separately for listed entity and its subsidiary.	Nil. The contract of engagement of Madhavi commences from 1st September 2026, post approval of the members in the ensuing AGM.
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Not applicable
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	Not applicable
A (4) Amount of the proposed transactions		
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Remuneration of USD 400,000 per annum initially, which may be revised from time to time in accordance with the terms of contract of engagement, subject to an aggregate maximum remuneration of USD 1,000,000 per annum; and that such aggregate remuneration shall be borne and paid, in whole or in part, by either or both of the Company's Wholly Owned Subsidiaries from time to time in USD outside India, having regard to their respective business requirements and the services rendered by her.
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Not Applicable, Refer Part A(3)1

A (4) Amount of the proposed transactions		Information provided by the Management
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	Not applicable, Refer Part A(3)1
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction).	Not applicable
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Not applicable
6.	Financial performance of the related party for the immediately preceding financial year:	Not applicable
A (5) Basic details of the proposed transaction		
1.	Specific type of the proposed transaction (e.g. sale of goods/ services, purchase of goods/services, giving loan, borrowing etc.)	Not applicable, since it is Office or Place of Profit within the meaning of provisions of the Companies Act, 2013
2.	Details of each type of the proposed transaction	Not applicable. Same as Part A(5)(1)
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	The proposed transaction is relating to appointment of relative to an office on a full-time basis in Wholly Owned Subsidiaries. The proposed contract is terminable on such terms and conditions as may be mutually agreed between Dr. Madhavi and WOS(s).
4.	Whether omnibus approval?	No
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Same as Part (A)(4)(1) and Part A (5) 3 above
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed engagement of Dr. Madhavi Jasti is based solely on her professional qualifications, domain expertise and the business requirements of the Company's overseas wholly owned subsidiaries. Dr. Madhavi is a qualified Medical Doctor with an MD degree from the USA and possesses over 10 years of relevant experience and specialised expertise in clinical development, medical monitoring, clinical trials, regulatory compliance and other clinical development activities within the pharmaceutical and biotechnology industry. Her selection has been made after due evaluation of her credentials, competencies and suitability for the role. The Board has noted that Dr. Madhavi has chosen to associate with the Company's wholly owned subsidiaries ("WOSs"). Given her relevant experience and expertise in clinical development activities, her engagement is expected to enhance the clinical, regulatory and operational capabilities of the WOSs.

A (5) Basic details of the proposed transaction		Information provided by the Management
		The engagement is structured as a full-time arrangement under a mutually agreed contract with the Company's overseas wholly owned subsidiaries. The proposed remuneration at commencement is USD 400,000 per annum and has been determined having regard to prevailing market practices, comparable industry positions and the nature and responsibilities of the role. The remuneration is within the median range for similarly placed clinical development executives in the US biotechnology and pharmaceutical industry. As the engagement is of a continuing nature, approval is being sought for an aggregate maximum remuneration of up to USD 1,000,000 per annum. The said amount represents an enabling ceiling intended to accommodate future performance-based increments, enhanced responsibilities, promotions and market-aligned compensation revisions over time. Having considered the qualifications, experience, role requirements and industry benchmarks underlying the proposed engagement, the Board is satisfied that the arrangement is fair and reasonable, is on terms consistent with prevailing market practices and is in the best interests of the Company, its subsidiaries and shareholders. The engagement is expected to provide continuity in critical functions, enhance operational effectiveness and support long-term value creation for stakeholders.
7.	Details of the promoter(s)/ Director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control. a. Name of the Director / KMP b. Shareholding of the Director / KMP, whether direct or indirect, in the related party	Mr. Venkateswarlu Jasti – Chairman & Managing Director, a KMP holding 2,201 equity shares. Mrs. Sudha Rani Jasti – Whole Time Director, a KMP holding 15,28,535 equity shares.
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	The remuneration has been determined internally based on benchmarking with comparable industry standards, hence no external party report has been obtained.
9.	Other information relevant for decision making.	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.

PART B (1) to B (7) and PART C (1) to C (6) are not applicable.

Minimum Information to be provided to the shareholders for approval of Material RPTs:

Disclosure Reference	Disclosure Requirement	Information provided by the Management
(a)	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards (to the extent applicable)	The information contained at Part A above is presented by the management to the Audit Committee to the extent applicable.
(b)	Justification as to why the proposed transaction is in the interest of the listed entity; basis for determination of price; and other material terms and conditions of RPT	Same as Part (A)(5)(6).
(c)	Disclosure that the Audit Committee has reviewed the certificates provided by the CEO / Managing Director / Whole Time Director / Manager and CFO as required under RPT Industry Standards	Yes
(d)	Disclosure that the material RPT or any material modification has been approved by the Audit Committee and that the Board recommends the transaction for shareholders' approval	Yes
(e)	Web-link and QR code through which shareholders can access valuation report or other external reports considered by the Audit Committee	Not applicable
(f)	Disclosure regarding redaction of commercial secrets or sensitive information, along with affirmation that sufficient information is still provided for informed decision-making	No such redaction approved by Audit Committee and Board.
(g)	Any other relevant information	Nil

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No.3

Excepting Shri Venkateswarlu Jasti, Chairman & MD and Smt. Sudharani Jasti, Whole-time Director of the Company and their respective relatives, none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the aforesaid Resolution except to the extent of their shareholding in the Company.

Based on the recommendation of the Audit Committee, the Board of Directors recommends the Resolution at Item No. 3 of the accompanying Notice for approval by the Members of the Company by way of an Ordinary Resolution.

ITEM NO 4

Dr. Vajja Sambasiva Rao (DIN: 09233939) (Dr. Rao) was appointed as an Independent Director pursuant to Section 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') and the Rules made there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, by the Members of the Company by Postal ballot Notice dated January 30, 2024 for a term of 3 years w.e.f. from 30th January, 2024 to 20th January, 2027 (both days inclusive).

In terms of SEBI (LODR) Regulations, the matter was placed before the Nomination and Remuneration Committee (NRC) in its meeting held on 08th July, 2026. On the basis of the performance evaluation of Director, the Nomination and Remuneration Committee has considered reappointment for 2nd term for five years commencing from 21st January, 2027 to 20th January, 2032 (both days inclusive) and recommended the same to the Board, subject to the approval of Members in the ensuing AGM. Dr. Rao will attain the age of seventy-five years on January 21, 2027 and pursuant to Regulation 17(1A) of the Listing Regulations, re-appointment as Independent Director beyond the age of seventy-five years would require the approval of Members by a Special Resolution with Justification.

The Company has received all statutory disclosures/ declarations from Dr. Vajja Sambasiva Rao including the declaration of independence stating that he meets the criteria of independence as, provided in Section 149(6) of the Companies Act along with the rules, schedules framed there under and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He is also registered with the Independent Directors Databank of the Indian Institute of Corporate Affairs (IICA) as stipulated by the Ministry of Corporate Affairs (MCA). He is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

In the opinion of the Board, Dr. Rao fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for his re-appointment and he is independent of the management of the Company. The terms and conditions of re-appointment of independent director shall be available for inspection through electronic mode.

Justification for Re-appointment of Dr. Vajja Sambasiva Rao, as Independent Director upon attaining the age of 75 years.

Dr. Rao is a distinguished professional with extensive experience and expertise in the fields of project and financial management, strategic planning, corporate governance, risk management and institutional leadership. During his tenure as an Independent Director of the Company, he has provided valuable guidance and constructive insights on various strategic, operational and governance matters.

Although Dr. Rao attains the age of 75 years by January 2027, the Board is satisfied that his continued contribution, professional competence, leadership qualities, commitment and ability to effectively discharge his duties as an Independent Director remain unimpaired. Considering his proven track record and the value he brings to the Board, the Board believes that his continued association would provide valuable continuity and stability to the Board and strengthen the Company's governance framework.

Accordingly, pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members is sought by way of a Special Resolution for his re-appointment as an Independent Director of the Company for a second consecutive term of five years from January 21, 2027 to January 20, 2032 (both days inclusive).

None of the Directors or the Key Managerial Personnel or their relative(s) is / are concerned or interested, financially or otherwise in passing the proposed resolution, except the appointee Director and his relatives.

The Board of Directors recommends based on the recommendation of the Nomination and Remuneration Committee Special Resolution set forth at Item No. 4 for approval by the Members of the Company.

Brief Profile of the appointee is as set out in the annexure to this notice.

ITEM NO. 5

Background of the Company

Suven Life Sciences Limited ("**Suven**" or the "**Company**") is focused on the discovery and clinical development of innovative therapies targeting unmet medical needs in central nervous system ("**CNS**") disorders. The Company has a diversified portfolio of advanced clinical-stage assets addressing conditions such as Alzheimer's disease, sleep disorders, major depressive disorder, Parkinson's disease, schisophrenia, pain, and gastrointestinal disorders. Suven retains full intellectual property rights for its assets across major global markets.

To meet the expenditure requirements of the ongoing clinical development of molecules in its research pipeline, the Company, pursuant to the Special Resolution passed by the Members at the Extraordinary General Meeting held on June 5, 2025, allotted 6,40,02,999 Convertible Warrants, each carrying a right to subscribe to one equity share of the Company at an issue price of ₹134 per warrant, aggregating up to ₹857.64 crores, to a promoter group entity and certain non-promoter investors.

The preferential issue proceeds were proposed to be utilised for the following objects as per Original Resolution, based on the budgetary estimates and business plans of the management at the relevant time:

Object No.	Object description	Estimated amount (In ₹ lakhs)	Indicative Timelines
1(a)	Expenses towards the conduct of clinical development of molecules in research pipeline through Suven Neurosciences, Inc. an overseas wholly owned subsidiary of the Company.	40,000.00	36 months from date of receipt of funds
1(b)	Expenses towards Drug Discovery Research & Development (R&D)	13,000.00	36 months from date of receipt of funds
1(c)	Expenses towards new R&D center with all requisite infrastructure and equipments (CAPEX)	20,000.00	24 months from date of receipt of funds
2	Expenses towards General corporate purposes (GCP)*	12,764.00	36 months from date of receipt of funds
Total Proceeds		**85,764.00**	

* The amount allocated to be utilised for General Corporate Purposes (GCP) shall not exceed 15% of the issue proceeds.

Reasons and justification for seeking variation

As disclosed in the explanatory statement annexed to the resolution passed by the members in the EGM held on 5th June 2025 for preferential issue, an amount of ₹200 crores was originally earmarked towards capital expenditure under Object No. 1(c) for establishment of a new R&D centre and related infrastructure.

Subsequent to the preferential issue, the Company undertook a detailed reassessment of its infrastructure requirements in light of evolving operational plans, including the consolidation and ongoing relocation of laboratory facilities from Jeedimetla and Pashamylaram, Hyderabad, to a new R&D centre being developed at Genome Valley, Shamirpet, Hyderabad. Based on revised project estimates, optimisation of facility design, improved utilisation of available infrastructure, and efficiencies identified during project planning and execution, the anticipated capital expenditure is expected to be substantially lower than originally estimated.

The proposed reduction in CAPEX allocation is not attributable to any scaling down of the Company's research and development activities. Rather, it reflects optimisation of infrastructure requirements, efficient capital deployment and updated cost assessments based on the Company's current operational needs while continuing to support its scientific and research objectives. Accordingly, the allocation under Object No. 1(c) is proposed to be revised downward, resulting in availability of surplus funds for redeployment towards other approved objects of the issue.

The Company has also undertaken a comprehensive review of the funding requirements for its clinical development programs. Since the date of the preferential issue, certain pipeline candidates have advanced further in their development lifecycle and require enhanced funding support. The increased funding requirement is attributable to, among other things, expansion in the scope and geographical reach of clinical trial activities, regulatory and compliance requirements across multiple jurisdictions, procurement of clinical trial materials, patient recruitment and retention costs, clinical operations management expenses, data management and analysis costs, and other development activities necessary for the continued progression of the Company's clinical programs.

In view of the above, the funding requirement under Object No. 1(a) has increased and the Company proposes to reallocate a portion of the unutilised proceeds originally earmarked towards CAPEX under Object No. 1(c) to Object No. 1(a).

The proposed variation involves only a reallocation of the unutilised proceeds amongst the approved objects, including utilisation through the Company's wholly owned subsidiary in Singapore, in addition to its wholly owned subsidiary in the United States, to better align the deployment of capital with the Company's revised business priorities and evolving clinical development requirements.

Further, in order to enhance operational efficiency, facilitate regulatory and clinical trial management, and leverage proximity to global clinical development ecosystems, the funds earmarked for clinical development activities may be deployed through the Company's wholly-owned subsidiaries in the United States of America and Singapore. These subsidiaries serve as operating platforms for the management and execution of international clinical development activities and utilisation of funds through such subsidiaries is intended solely to facilitate efficient implementation of approved clinical programs. Such utilisation does not result in any change in ownership, control, commercial rights or intellectual property ownership relating to the Company's assets.

The Board believes that the proposed reallocation represents an efficient deployment of capital and will support the advancement of the Company's key clinical-stage assets, thereby contributing to long-term value creation for shareholders while maintaining prudent capital allocation practices.

The Audit Committee of the Company has reviewed the proposed variation in the utilisation of proceeds and, after evaluating the revised funding requirements and business rationale, recommended the same for approval by the Board of Directors. The Board, after due consideration, has approved the proposed variation and recommends the same for approval of the Members.

Revised Utilisation of Unutilised Proceeds

Members are requested to note that the unutilised balance of the proceeds from the preferential issue is proposed to be reallocated among the approved objects in the following manner:

₹ in lakhs

Object No	Object description	Revised allocation based on revised management estimates	Amount utilised as on 31st March, 2026	Unutilised balance
1(a)	Expenses towards the conduct of clinical development of molecules in research pipeline through Suven Neurosciences, Inc. in USA and Suven Neurosciences Pte. Ltd. in Singapore - overseas wholly owned subsidiaries of the Company.	47,500.00	18,878.64	28,621.36
1(b)	Expenses towards Drug Discovery Research & Development (R&D)	13,000.00	4,039.99	8,960.01
1(c)	Expenses towards new R&D center with all requisite infrastructure and equipments (CAPEX)	12,500.00	298.72	12,201.28
2	Expenses towards General corporate purposes (GCP) *	12,764.02	2,851.29	9,912.73
	Total Proceeds	**85,764.02**	**26,068.64**	**59,695.38**

* The amount allocated to be utilised for General Corporate Purposes (GCP) shall not exceed 15% of the issue proceeds.

Other relevant information necessary for members to take an informed decision

The proposed variation does not increase the overall size of the preferential issue or change the fundamental purpose for which the funds were raised. The proceeds will continue to be utilised towards the Company's research, development and clinical advancement activities, CAPEX, and related corporate requirements, in line with the objectives and the timelines disclosed to the Members at the time of the preferential issue. The variation is limited to a reallocation of the unutilised proceeds among the approved objects and does not involve any deviation from the Company's core business objectives or the original purpose of the fund raise.

The Board is of the opinion that the proposed variation is commercially prudent and in the best interests of the Company and its stakeholders, as it permits the Company to deploy capital more effectively towards clinical development programs where funding requirements have increased while optimising expenditure towards infrastructure projects where revised estimates indicate a lower funding requirement.

The Board further believes that the proposed reallocation is expected to enhance operational flexibility, improve capital efficiency and support the advancement of the Company's clinical development pipeline, which may contribute to long-term shareholder value creation.

However, Members are requested to note that the actual utilisation of funds and benefits expected from the proposed reallocation may vary based on clinical trial outcomes, regulatory approvals, development timelines, market conditions, business requirements, availability of resources and other external factors beyond the Company's control. Accordingly, there can be no assurance that the anticipated benefits of the proposed reallocation will be realised within the expected timeframe or to the extent currently envisaged.

Monitoring Agency — Appointment, Mandate and Ongoing Reporting

(i) Details of the Monitoring Agency

Pursuant to applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), the Board appointed CRISIL Ratings Limited, having its registered/principal office at Lightbridge IT Park, Saki Vihar Road, Andheri East, Mumbai – 400 072, as the Monitoring Agency ("Monitoring Agency") in connection with the Preferential Issue.

(ii) Funds utilisation status

The utilisation status of the preferential issue proceeds as on 31st March, 2026 is summarised below:

Particulars	Amount (₹ in lakhs)
Funds raised	85,764.02
Amount utilised up to 31st March, 2026	26,068.64
Unutilised amount	59,695.38

It may be noted that the proceeds pending utilisation continue to be invested in money market mutual funds, deposits with scheduled commercial banks and/or such other investments as may be permitted under applicable laws, pending deployment towards the approved objects of the Preferential Issue.

Copies of the Monitoring Agency Reports as of 31st March, 2026 submitted to the Stock Exchanges from time to time, reporting Nil deviation/variation up to the relevant reporting periods, have been disclosed to the Stock Exchanges and are available on the websites of BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com).

(iii) Continuation of Monitoring Agency Mandate upon Variation

Subject to approval of the proposed variation by the Members, the Monitoring Agency shall continue to monitor the utilisation of the entire unutilised proceeds, including amounts proposed to be reallocated pursuant to this Resolution, and shall submit reports in accordance with applicable provisions of the SEBI ICDR Regulations and other applicable laws.

The proposed variation is being undertaken in accordance with the applicable provisions, if any, of Companies Act, 2013 and other applicable provisions of law and is subject to approval of the Members by way of a Special Resolution. The Company shall continue to comply with all applicable requirements relating to monitoring, disclosure, reporting and utilisation of issue proceeds.

None of the Promoters, Directors, Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in the proposed Resolution except to the extent of their shareholding and/or directorship interests in the Company, if any.

The Board of Directors is of the opinion that the proposed variation in utilisation of the proceeds of the Preferential Issue is in the best interests of the Company and its stakeholders and accordingly recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for approval by the Members.

Place: Hyderabad
Date: July 08, 2026

by order of the Board of Directors

Registered Office
8-2-334, SDE Serene Chambers
6th Floor, Road No.5, Avenue 7
Banjara Hills, Hyderabad – 500 034
CIN: L24110TG1989PLC009713

K. Sangeetha Laxmi
Company Secretary
Membership No. A40736

ANNEXURE TO NOTICE OF AGM

Additional information on Director recommended for appointment/re-appointment at the Annual General Meeting as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable secretarial standards:

ITEM NO. 2

Name of the Director	**Prof. Seyed E Hasnain**
Director Identification Number (DIN)	02205199
Age	72 years
Date of Appointment at current designation/ Date of first appointment on the Board	30/04/2010
Profile (Brief resume)/ Qualifications & Experience (including expertise in specific functional area)	Prof. Seyed E. Hasnain is a distinguished Indian molecular biologist, science administrator, and institution builder, renowned for his pioneering work in DNA fingerprinting and tuberculosis research. A recipient of the Padma Shri and Germany's Order of Merit, he has authored over 275 scientific publications, holds several international patents, and has earned more than 8,600 citations (H-index 52). He has served as Vice-Chancellor of the University of Hyderabad and Jamia Hamdard, significantly enhancing their academic standing, and was the founding Director of the Centre for DNA Fingerprinting and Diagnostics (CDFD). A Fellow of leading Indian and international science academies, he has received prestigious honors including the Shanti Swarup Bhatnagar Prise, Humboldt Research Prise, and J.C. Bose National Fellowship. Prof. Hasnain also served two terms on the Prime Minister's Science Advisory Council and has contributed extensively to India's science and higher education policies. Currently, he is a Professor at the JH Institute of Molecular Medicine, Jamia Hamdard, leading multidisciplinary research on tuberculosis epidemiology, diagnostics, infection biology, and drug repurposing.
Terms and conditions of appointment / re-appointment	In terms of Section 152 (6) of the Companies Act, 2013, Prof. Seyed E Hasnain was re-appointed as Director at the Annual General Meeting held on August 05, 2023, is liable to retire by rotation.
Remuneration proposed to be paid	No remuneration other than sitting fees for attending Board/ Committee meetings is payable.
Names of listed entities in which the person also holds the directorship in other Companies	Nil
Chairmanship/Membership of Committees in other companies in which position of Director is held	Nil
Directorships of other Listed Entities from which he resigned in the past three years	Nil
Shareholding in the Company	Nil
Relationship with Other Directors, Manager and other Key Managerial Personnel of the company.	He is not related to any Director, Manager and other Key Managerial Personnel of the Company.
The number of Meetings of the Board attended/ held during the FY 2025-26 i.e. upto 31st March, 2026	7/7

ITEM NO. 4

Name of the Director	**Dr. Vajja Sambasiva Rao**
Director Identification Number (DIN)	09233939
Age	74 years
Date of Re-Appointment at current designation/ Date of first appointment on the Board	Re-appointment is effective from January 21, 2027 for a tenure of 5 (five) years subject to the approval of Members in the ensuing Annual General Meeting
Profile (Brief resume)/ Qualifications & Experience (including expertise in specific functional area)	Dr. Vajja Sambasiva Rao is a Master of Science and Ph. D Chemistry from BITS Pilani and he is an alumnus of BITS, Pilani and the University of Bielefeld, Germany. Dr. Vajja Sambasiva Rao is also an academician; he retired as Vice Chancellor of SRM University-AP on 9th September 2022 and moving onward continued as an Adviser to President and Pro-Chancellor SRM University AP until October 2025. He has joined as Advisor to BITS Pilani Amaravati Campus on 1st Nov 2025 and continues to work in this role. He previously served as the President of NIIT University and Acting Vice-Chancellor and Director at BITS, Pilani. He played a crucial role in the establishment of BITS Pilani, Hyderabad campus in terms of strategy and conception. As a director he comes with vast experience in chemistry, governance and knowledge in project & financial management. He is also a member of Expert Committee of APSCHE for Screening Private Universities from 2026. He has been the recipient of "Demonstrated Excellence in Building an Institution" award from the Chancellor, BITS in 2014. He was honoured in BITSAA Global Meet in 2014 for his contribution to "Making Learning a Wonderful Experience". In 2013, he received "Eminent Educationist Award" by Indo Global Educational Council for his achievements in education and honoured for contribution to excellence in education by Telugu Association of North America (TANA), USA.
Terms and conditions of appointment/re-appointment	As per the Resolution no.4 of this Notice read with explanatory statement thereto. Dr. Vajja Sambasiva Rao is proposed to be reappointed as an Independent Director of the Company for a second term of five consecutive years w.e.f. 21st January, 2027. He is entitled for sitting fees for attending meetings of the Board and Board Committees.
Remuneration proposed to be paid	No remuneration other than sitting fees for attending Board/ Committee meetings is payable.
Names of listed entities in which the person also holds the directorship	Nil
Chairmanship/ Membership of Committees in other companies in which position of Director is held	Nil
Directorships of other Listed Entities from which he resigned in the past three years	Resigned from Cohance Lifesciences Limited (Formerly, Suven Pharmaceuticals Limited) w.e.f. September 29, 2023.
Shareholding in the Company	Nil
Relationship with Other Directors, Manager and other Key Managerial Personnel of the company.	He is not related to any Directors, Manager and other Key Managerial Personnel of the company
The number of Meetings of the Board attended/ held during the FY 2025-26 i.e. upto 31st March, 2026	7/7

NOTES FOR MEMBERS' ATTENTION:

1. The Ministry of Corporate Affairs, Government of India ("MCA"), and the Securities and Exchange Board of India ("SEBI"), allowed companies to conduct Annual General Meeting ("AGM") through video conference ("VC")/ other audio-visual means ("OAVM"), without the physical presence of Members at a common venue.

   This AGM is being convened in compliance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder; the General Circular No. 14/2020 dated 8th April 2020; General Circular No.17/2020 dated 13th April 2020; General Circular No. 20/2020 5th May 2020; and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 ("hereinafter collectively referred as MCA Circulars"). And the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the AGM of the Company is being held through VC / OAVM. **The detailed procedure for participating in the meeting through VC/ OAVM is given herein below.**

2. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated 15th April 2020 issued by the ICSI, the proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company.

3. An explanatory statement pursuant to provisions of Section 102(1) of the Companies Act, 2013 (**"Explanatory Statement"**) in respect of special business set out in the notice, is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder are also annexed.

4. **e-AGM:** Company has appointed KFin Technologies Limited, Registrars and Transfer Agents, to provide Video Conferencing facility for the Annual General Meeting and the attendant enablers for conducting of the e-AGM.

5. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM 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 AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

6. In terms of Section 152 of the Companies Act, 2013, Prof. Seyed E Hasnain (DIN: 02205199) Director, retire by rotation at the meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommends his re-appointment. Brief profile of Director and relevant details pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, are given at the end of the notes.

7. 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 at the AGM.

8. Members attending the AGM through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.

9. M/s. KARVY & Co, Chartered Accountants were appointed as Statutory Auditors of the Company from conclusion of 33rd Annual General Meeting till the conclusion of 38th Annual General Meeting i.e. for a period of 5 (Five) consecutive years. The disclosure relating to auditor's remuneration for the year 2025-26 is given in the notes to the accounts of this Annual Report.

10. Members holding shares in physical mode desirous of making nomination are advised to submit Nomination Form (SH-13) to RTA or to the Company in respect of their shareholding in the Company and those Members holding shares in electronic mode may contact their respective DPs for availing the nomination facility as provided under Section 72 of the Act.

11. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.:

    11.1. **For shares held in electronic form:** to their Depository Participants (DPs) with whom they are maintaining their demat accounts.

    11.2. **For shares held in physical form:** to the Company at investorservices@suven.com or to RTA at einward.ris@kfintech.com in prescribed Form ISR-1 and other forms pursuant to SEBI Master Circular No. SEBI/HO/

MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024. It may be noted that any service request or compliant can be processed only after the folio is KYC compliant.

12. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before **18th August, 2026** through email on investorservices@suven.com. The same will be replied by the Company suitably.

13. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, a certificate from the Secretarial Auditor of the Company certifying that the Suven Life Employee Stock Option Scheme 2020 ("SLSL ESOP 2020") has been implemented in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.

    All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to investorservices@suven.com.

14. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

    Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login).

15. KFin Technologies Limited, Registrar and Share Transfer Agent ("RTA") of the Company has launched a unified platform "KPRISM" for the benefit of shareholders. KPRISM is a self-service portal can be accessed at https://ris.kfintech.com/default.aspx# > Investor Services > Investor Support, that enables the shareholders to access their portfolios serviced by KFIN, and check details like dividend status and make request for annual reports, change of address, update bank mandate, download standard forms, etc.

    Members are requested to register / signup, using the Name, PAN, Mobile and email ID. Post registration, user can login via OTP and execute activities like, raising Service Request, Query, Complaints, check for status, KYC details, Dividend, Interest, Redemptions, e-Meeting and e-Voting details. Quick link to access the signup page: https://kprism.kfintech.com/signup

16. Pursuant to Regulation 40 of Listing Regulations, as amended, mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode. Further, SEBI, vide its Circular No. SEBI/ HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022, has mandated listed companies, with immediate effect, shall issue the securities only in demat mode while processing investor service requests pertaining to issuance of duplicate shares, exchange of shares, endorsement, sub-division/consolidation of share certificates, etc. In view of this as also to eliminate all risks associated with physical shares and for ease of portfolio management, **Members holding shares in physical form are requested to consider converting their holdings to demat mode.** 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 http://www.suven.com/ShareRegistryServices.aspx and on the website of the Company's Registrar and Transfer Agents, KFin Technologies Limited at https://ris.kfintech.com/clientservices/isc/default.aspx#isc_download_hrd. It may be noted that any service request can be processed only after the folio is KYC Compliant.

17. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 (subsequently amended by Circular Nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/ 2021/ 687 dated December 14, 2021, SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 March 16, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 November 17, 2023) has mandated that with effect from April 1, 2024, 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.

18. **Unclaimed Dividends/ Transfer to Investor Education and Protection Fund:**

    a) The Company has transferred the unpaid or unclaimed dividends declared up to financial years 2017-18, from time to time on due dates, to the Investor Education and Protection Fund (the IEPF) established by the Central Government. Pursuant to the provisions of Investor Education and Protection

Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 02nd August, 2024 on the website of the Company (www.suven.com), and also on the website of the Ministry of Corporate Affairs.

b) Please note in accordance with the procedure prescribed under the provisions of the IEPF Rules issued by the Ministry of Corporate Affairs, the shares of the shareholders whose dividend remains unpaid or unclaimed by them for a period of seven consecutive years or more would also be transferred to the IEPF Demat account of IEPF Authority.

c) During the year under review, no equity shares were required to be transferred to the Investor Education and Protection Fund (IEPF) Authority, as there were no dividends remains unpaid or unclaimed for seven consecutive years from the Financial Year 2018-19 onwards. Accordingly, no equity shares were required to be transferred to the Investor Education and Protection Fund (IEPF) Authority in accordance with the provisions of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

Members/ claimants whose shares, unclaimed dividend etc. have been transferred to the IEPF Demat Account or the Fund, as the case may be, may contact the Company or RTA and submit the required documents for issue of Entitlement Letter. Then Members can claim the shares or apply for refund by making an application to the IEPF Authority in Form **IEPF-5** (available on www.iepf.gov.in) along with requisite fee as decided by the IEPF Authority from time to time. The Member/ Claimant can file only one consolidated claim in a financial year as per the IEPF Rules.

19. Dispatch of Notice and Annual Report through electronic mode

In compliance with the MCA Circulars and Regulation 36(1)(a) of the Listing Regulations, Notice of the AGM along with the Annual Report for the financial year 2025-26 is being sent only through electronic mode to those members whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Further, in compliance with Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where Annual Report for the financial year 2025-26 is available, is being sent to those members whose e-mail address is not registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories.

Members may note that this Notice and Annual Report for the financial year 2025-26 will also be available on the Company's website www.suven.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFinTech at https://evoting.kfintech.com. As physical copy of the Annual Report 2025-26 along with notice of the AGM will not be sent the Members.

20. PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM

20.1. The Company will provide VC / OAVM facility to its members for participating at the AGM.

a) Members will be able to attend the AGM through VC / OAVM or view the live webcast of the AGM at https://emeetings.kfintech.com by using their remote e-voting login credentials and selecting the 'EVENT' for the Company's AGM. Further Members can also use the OTP based login for logging in.

Members are requested to follow the procedure given below:

(i) Launch internet browser (chrome/ firefox/ safari) by typing the URL: https://emeetings.kfintech.com

(ii) Enter the login credentials (i.e., User ID and password for e-voting).

(iii) After logging in, click on "**Video Conference**" option

(iv) Then click on camera icon appearing against AGM EVENT of **Suven Life Sciences Limited**, to attend the Meeting.

b) Members who do not have User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the procedure given in the e-voting instructions or Members can also use the OTP based login option.

c) Members may join the AGM through Laptops, Smartphones, Tablets or iPads for better experience. Further, Members will be required to use internet with a good speed to avoid any disturbance during the AGM. Members will need the latest version of

Chrome, Safari, Internet Explorer 11, MS Edge or Mozilla Firefox.

d) Members will be required to grant access to the webcam to enable VC/OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptops 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 glitches. Members will be required to grant access to the web-cam to enable two-way video conferencing.

e) Facility to join the Meeting will be opened fifteen minutes before the scheduled time of the AGM and will be kept open throughout the proceedings of the AGM.

f) Members will be allowed to participate in the AGM through VC / OAVM on first come, first served basis. Large Members (i.e. Members holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, etc. will not be subject to the aforesaid restriction of first-come-first-serve basis.

g) Members who would like to express their views or ask questions during the AGM may register themselves as speakers by logging on to https://emeetings.kfintech.com and clicking on the '**Speaker Registration**' option available on the screen after log in. The Speaker Registration will be open **Friday, 21st August, 2026 to Sunday, 23rd August, 2026**. Only those members who are registered as Speakers will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of Speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

h) Alternatively, members may also visit https://emeetings.kfintech.com and click on the tab '**Post Your Queries**' and post their queries/views/questions in the window provided, by mentioning their name, demat account number/folio number, email ID and mobile number. The window will be closed on **Sunday, 23rd August, 2026**.

i) Members who need assistance before or during the AGM, may contact KFinTech at emeetings@kfintech.com or call on toll free number 1800-309-4001 (from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days). Kindly quote your name, DP ID-Client ID / Folio no. and E-voting Event Number in all your communications.

20.2. 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 at the AGM.

20.3. Institutional Members are encouraged to attend and vote at the AGM through VC/OAVM.

20.4. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF Format) of its board or governing body resolution/authorisation etc., authorising its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The scanned image of the above mentioned documents should be in the name format "Corporate Name EVENT NO." The said resolution/authorisation shall be sent to the Scrutiniser by email through its registered email ID address to scrutiniser. prenukaacs@gmail.com with a copy marked to murthy.psrch@kfintech.com and investorservices@suven.com.

21. PROCEDURE FOR REMOTE E-VOTING AND E-VOTING AT THE AGM

21.1. In compliance with the provisions of section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations, the Company is pleased to provide to its Members facility to exercise their right to vote on the resolution proposed to be considered at the AGM by electronic means and the **business may be transacted through e-voting services arranged by KFinTech**. The Members may cast their votes remotely, using an electronic voting system ("remote e-voting") on the dates mentioned herein below.

21.2. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the resolution through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting facility (Insta Poll) during the AGM.

21.3. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC/OAVM, but shall not be entitled to cast their vote again. A member can opt for only single mode of voting per EVEN, i.e., through remote e-voting or e- voting at the Meeting. If a member casts vote(s) by both modes, then voting done through remote e-voting shall prevail and vote(s) cast at the Meeting shall be treated as "INVALID".

21.4. **The remote e-voting period will be available during the following period:**

Commencement of e-voting:	**9:00 a.m. (IST) on Friday, 21st August, 2026**
End of e-voting:	**5:00 p.m. (IST) on Monday, 24th August, 2026**

During this period, Members of the Company holding shares either in physical form or in dematerialised form, as on **Tuesday, 18th August, 2026, i.e., Cut-Off Date**, may cast their vote by remote e-voting. A person who is not a member as on the Cut-Off Date should treat this Notice for information purpose only. The remote e-voting module will be disabled by KFinTech for voting thereafter. Once the vote on a resolution is cast by the Member, he/she will not be allowed to change it subsequently.

21.5. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on Cut-Off Date, i.e., **Tuesday, 18th August, 2026.**

21.6. Subject to receipt of requisite number of votes, the Resolutions proposed in the Notice shall be deemed to be passed on the date of meeting, i.e. **Tuesday, 25th August, 2026.**

21.7. Smt. D. Renuka, Practicing Company Secretary (Membership No. A11963), has been appointed as the Scrutiniser to scrutinise the voting during the AGM (Insta Poll) and remote e-voting process in a fair and transparent manner.

PROCEDURE AND INSTRUCTIONS RELATING TO E-VOTING

➢ **FOR INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE:**

As per the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 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.

National Securities Depository Limited (NSDL)	Central Depository Services (India) Limited (CDSL)
1. User already registered for IDeAS facility: i) URL: https://eservices.nsdl.com ii) Click on the "Beneficial Owner" icon under 'IDeAS' section. iii) On the new page, enter existing User ID and Password. Post successful authentication, click on "Access to e-Voting". iv) Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.	**1. Existing user who have opted for Easi / Easiest** i) URL: https://web.cdslindia.com/myeasi/home/login Or URL: www.cdslindia.com Click on New System Myeasi ii) Login with user id and password iii) The user will see the e-voting menu. The menu will have links of ESP i.e. Kfin Tech e-voting portal. iv) Click on e-Voting service provider name to cast your vote.
2. User not registered for IDeAS e-Services i) To register click on link: https://eservices.nsdl.com ii) (Select "Register Online for IDeAS") or https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp iii) Proceed with completing the required fields iv) Post registration is completed, follow the process as stated in point no.1 above	**2. User not registered for Easi/Easiest** i) Option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration ii) Proceed with completing the required fields. iii) Post registration is completed, follow the process as stated in point no.1 above

National Securities Depository Limited (NSDL)	Central Depository Services (India) Limited (CDSL)
3. First time users can visit the e-Voting website directly and follow the process below: i) URL: https://www.evoting.nsdl.com/ ii) Click on the icon "Login" which is available under 'Shareholder/Member' section. iii) Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. iv) Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e. KFinTech. v) Click on company name or e-Voting service provider name and you will be redirected to KFinTech e-Voting page for casting your vote during the remote e-Voting period.	**3. First time users can visit the e-Voting website directly and follow the process below:** i) URL: https://evoting.cdslindia.com/Evoting/EvotingLogin ii) Provide demat Account Number and PAN No. iii) System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. iv) After successful authentication, user will be provided links for the respective ESP i.e. **KFinTech e-Voting page**.

Individual Shareholder login through their Demat accounts / Website of Depository Participant

i) You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility.

ii) Once logged-in, 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.

iii) Click on options available against company name or e-Voting service provider – KFinTech and you will be redirected to e-Voting website of KFinTech for casting your vote during the remote e-Voting period without any further authentication.

Important note:

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Contact details in case of any technical issue on NSDL Website	Contact details in case of any technical issue on CDSL Website
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22-23058542/43.

➢ **FOR NON-INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE AND SHAREHOLDERS HOLDING SHARES IN PHYSICAL FORM:**

A. In case a member receives an email from KFinTech (for Members whose e-mail addresses are registered with the RTA/ Depository Participants):

i. Launch internet browser by typing the URL: https://evoting.kfintech.com

ii. Enter the login credentials (i.e., User ID and Password). Your Folio No./DP ID-Client ID will be your User ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and Password for casting your vote.

iii. After entering these details appropriately, Click on "LOGIN".

iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password should comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc., on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. **It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.**

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the “EVENT”, i.e., Suven Life Sciences Limited.

vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-Off Date under “FOR/AGAINST” or, alternatively, you may partially enter any number in “FOR” and partially in “AGAINST”, but the total number in “FOR/AGAINST” taken together should not exceed your total shareholding as mentioned hereinabove. You may also choose the option “ABSTAIN”. If you do not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.

viii. Members holding multiple folios/demat accounts may choose the voting process separately for each folio/demat account.

ix. Voting has to be done for each item of the Notice separately. In case, you do not desire to cast your vote on any specific item, it will be treated as abstained.

x. You may then cast your vote by selecting an appropriate option and click on “Submit”.

xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you confirm, you will not be allowed to modify your login any number of times till you have voted on the resolution.

B. Information and instructions for e-voting facility at AGM (Insta Poll)

i. Facility to cast vote through e-voting system at AGM (Insta Poll) will be made available on the video conference screen and will be activated once the e-voting is announced at the Meeting.

ii. Those members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the resolution through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting facility during the AGM (Insta Poll).

iii. The procedure for e-voting during the AGM (Insta Poll) is same as the instructions mentioned above for remote e-voting since the AGM is being held through VC/OAVM. The e-voting window shall be activated upon instructions of the Chairman of the AGM during the AGM. E-voting during the AGM (Insta Poll) is integrated with the VC/OAVM platform and no separate login is required for the same.

iv. The Scrutiniser will, after the conclusion of e-voting at the Meeting, scrutinise the votes cast at the Meeting (Insta Poll) and votes cast through remote e-voting, make a consolidated Scrutiniser’s Report and submit the same to the Chairman. The result of e-voting along with the consolidated Scrutiniser’s Report, will be placed on the website of the Company: www.suven.com and on the website of KFinTech at: https://evoting.kfintech.com. The result will simultaneously be communicated to the stock exchanges.

C. Members are requested to note the following contact details for addressing e-voting grievances:

Mrs. C. Shobha Anand, Vice President
KFin Technologies Limited
Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda,
Hyderabad 500 032; Phone No.: +91 40 6716 2222
Toll-free No.: 1800-309-4001 E-mail: evoting@kfintech.com

22. Procedure for Registration of email and Mobile: securities in physical mode

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/37, dated May 07, 2024, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR-1 form along with the supporting documents. ISR 1 Form can be obtained by following the link: https://ris.kfintech.com/clientservices/isc/default.aspx ISR Form(s) and the supporting documents can be provided by any one of the following modes.

(a) Through ‘In Person Verification’ (IPV): the authorised person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or

(b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	**Kfin Technologies Limited**
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500032.

(c) Through electronic mode with e-sign by following the link: https://ris.kfintech.com/clientservices/isc/default.aspx#. Detailed FAQ can be found on the link: https://ris.kfintech.com/faq.html

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

For ease of participation by Members, provided below are key details regarding the AGM for reference:

Sr. No.	**Particulars**	**Details of access**
1.	Link participation through VC/ OAVM	https://emeetings.kfintech.com by using e-voting credentials and clicking on video conference
3.	Username and password for VC	Members may attend the AGM through VC by accessing the link https://emeetings.kfintech.com by using the remote e-voting credentials. Please refer the instructions provided in the Notice.
2.	Link for posting AGM queries and speaker registration and period of registration	https://emeetings.kfintech.com by using e-voting credentials and clicking on 'Speaker registration'. Period of registration: **Friday, 21st August, 2026 to Sunday, 23rd August, 2026** https://emeetings.kfintech.com by using e-voting credentials and clicking on 'Post Your Queries'. The window will close on Sunday, 23rd August, 2026
4.	Helpline number for VC participation & e-voting	Contact KFin Technologies Limited at 1800-3454-001 or write to them at evoting@kfintech.com
5.	Cut-off date for e-voting	**Tuesday, 18th August, 2026**
6.	Time period for remote e-voting	Commences on **Friday, 21st August, 2026 (9.00 a.m. IST) and ends on Monday, 24th August, 2026 (5.00 p.m. IST)**
7.	Registrar and Transfer Agent - Contact details	Mrs. C. Shobha Anand, Vice President KFin Technologies Limited Unit: Suven Life Sciences Limited Selenium Tower B, Plot Nos. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500032 Email IDs: shobha.anand@kfintech.com; einward.ris@kfintech.com; Toll free No: 1800-309-4001 Website: www.kfintech.com