



NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given that the **Extraordinary General Meeting (“EGM”)** of the members of **ASSTON PHARMACEUTICALS LIMITED (“Company”)** will be held on Tuesday, 28th April, 2026, at 12:30 P.M. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following businesses:

- 1. To consider and approve the appointment of M/s Panchal SK & Associates, chartered accountants, as statutory auditors to fill up the casual vacancy caused by the resignation of M/s. Doshi Doshi & Co., chartered accountants:**

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

“**RESOLVED THAT**, pursuant to the provisions of Section 139 & 142 of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, and Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, as amended from time to time including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force, **M/s Panchal Sk & Associates, Chartered Accountants**, (Firm Registration No. 145989W) with the Institute of Chartered Accountants of India (ICAI) having a Peer review Certificate issued by the Peer Review Board of ICAI, be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Doshi Doshi & Co., Chartered Accountants, (Firm Registration No. 153683W), for the Financial Year 2025-26, to hold office till the conclusion of the Annual General Meeting to be held in the calendar year 2026, at a remuneration as mutually agreed between the Board of Directors and the Auditors.

RESOLVED FURTHER THAT, any of the Director and Company Secretary of the Company be and are hereby severally authorized to file, sign verify and execute all such e-forms, papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary or incidental for giving effect to this resolution and as may be considered desirable or expedient by the Board in the best interest of the Company and its Members.”.

- 2. Regularization of Mr. Yogesh Prakash Supekar (DIN: 11344916) as a Non-Executive Non- Independent Director of the Company.**

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

RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder,

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and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force, and in terms of Articles of Association of the Company, **Mr. Yogesh Prakash Supekar (DIN: 11344916)**, who was appointed by the Board of Directors as an Additional Director (Non-Executive Non-Independent Director) of the Company **with effect from October, 16th 2025** in terms of Section 161(1) of the Companies Act, 2013 and who holds office up to the date of ensuring Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company **w.e.f., 28th April, 2026**, liable to retire by rotation.”

RESOLVED FURTHER THAT any of the Director of the Company be and are hereby severally authorized to file, sign verify and execute all such e-forms, papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary or incidental for giving effect to this resolution and as may be considered desirable or expedient by the Board in the best interest of the Company and its Members.

3. Regularization of Mr. Yashvardhan Nitin Tupe (DIN: 08759617) as a Non-Executive Non-Independent Director of the Company.

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

RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force, and in terms of Articles of Association of the Company, **Mr. Yashvardhan Nitin Tupe (DIN: 08759617)**, who was appointed by the Board of Directors as an Additional Director (Non-Executive Non-Independent Director) of the Company **with effect from 30th March, 2026** in terms of Section 161(1) of the Companies Act, 2013 and who holds office up to the date of ensuring General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company **w.e.f., 28th April, 2026**, liable to retire by rotation.”

RESOLVED FURTHER THAT any of the Director of the Company be and are hereby severally authorized to file, sign verify and execute all such e-forms, papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary or

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incidental for giving effect to this resolution and as may be considered desirable or expedient by the Board in the best interest of the Company and its Members.

4. Regularization of Mr. Sandip Sharma (DIN:11627247) as Non-Executive Independent Director of the Company:

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 along with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force, and in terms of Articles of Association of the Company, **Mr. Sandip Sharma (DIN:11627247)**, who was appointed as an Additional Non-Executive and Independent Director of the Company in the Board meeting dated 30th March, 2026 in terms of Section 161 of the Act and whose term of office expires in the ensuing annual General Meeting and who qualifies for being appointed as Non-executive and Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Non-executive and Independent Director, be and is hereby appointed as Non-executive and Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years with effect from **30th March, 2026 to 29th March, 2031**.

“RESOLVED FURTHER THAT, any of the Director of the Company be and are hereby severally authorized to file, sign verify and execute all such e-forms, papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary or incidental for giving effect to this resolution and as may be considered desirable or expedient by the Board in the best interest of the Company and its Members.”

For and on behalf of Board of Directors

ASHISH NARAYAN SAKALKAR
Managing Director
DIN: 06601011

Date: 30-03-2026

Place: Mumbai

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Notes:

1. Statement pursuant to Section 102(1) of the Companies Act, 2013 ('Act'), in respect of the Businesses to be transacted at the Extraordinary General Meeting ('EGM') is annexed hereto.
2. The Ministry of Corporate Affairs ('MCA') has, vide its General Circular No. 03/2025 dated September 22, 2025 in relation to 'Clarification on holding of Annual General Meeting ('AGM') and Extraordinary General Meeting ('EGM') through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM') read with Circular 20/2020 dated May 5, 2020, No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021 and Circular No. 2/2022 dated May 5, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024 issued by the ('MCA') (hereinafter collectively referred to as 'MCA Circulars') allowed the companies to conduct their Annual General Meetings and Extraordinary General Meeting to be held **till further orders** through VC / OAVM, without the physical presence of the Members at a common venue by following the guidelines specified in the said MCA Circulars. Further, Securities and Exchange Board of India ('SEBI'), vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023 and October 3, 2024 ('SEBI Circulars') and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR').
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, May 05, 2022 December 28, 2022, September, 25, 2023, September 19, 2024 and September, 22, 2025 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has made an arrangement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM will be provided by NSDL.
4. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large

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Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM/EGM without restriction on account of first come first served basis.

5. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the Circular No. 14/2020 dated 8th April, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the Members is not available for this AGM/EGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM/EGM through VC/OAVM and participate thereat and cast their votes through e-voting.
7. In compliance with the MCA Circulars and SEBI Circulars, Notice of the EGM is being sent only through electronic mode to those Members whose e-mail address is registered with the Depository Participants/RTA, unless any member has requested for a physical copy of the same. Members may note that the Notice will also be available on the Company's website at <https://asstonpharmaceuticals.com/>, websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The EGM Notice is also available on the website of NSDL (agency for providing the Remote e- Voting facility) i.e. www.evoting.nsdl.com.
8. In case of joint holders attending the EGM, only such joint holder who is higher in the order of names will be entitled to vote.
9. Further in terms of the MCA Circulars and the SEBI Circular, the Company is sending this EGM Notice in electronic form only to those Members whose e-mail addresses are registered with the Company/Depositories.
10. A person who is not a member as on the record date should treat this Notice for information purpose only.
11. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination and power of attorney, Bank Mandate details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DP in case the shares are held in electronic form and to the RTA in case the shares are held in physical form.
12. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.
13. Members desiring inspection of statutory registers during the EGM may send their request in writing to the Company at compliance@asstonpharmaceuticals.com.

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14. Members who wish to inspect the relevant documents referred to in the Notice can send an e-mail to compliance@asstonpharmaceuticals.com up to the date of the EGM.
15. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the Cut Off date i.e. **Friday, 17th April, 2026**.
16. M/s Pragma & Associates, Company Secretaries, Indore has been appointed by the Board of Directors of the Company as Scrutinizer for scrutinizing the voting process through E-Voting for the Annual General Meeting in a fair and transparent manner.
17. The Chairman shall, at the EGM, at the end of discussion on the resolutions on which voting is to be held, allow voting, by use of remote e-Voting system for all those Members who are present during the EGM through VC/OAVM but have not cast their votes by availing the remote e-Voting facility. The remote e-Voting shall be available by NSDL for voting 15 minutes after the conclusion of the Meeting.
18. The Scrutinizer shall, after the conclusion of voting at the EGM, first count the votes cast during the EGM and, thereafter, unblock the votes cast through remote e-Voting and shall make, not later than 2 working days from the conclusion of the EGM, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
19. The Results declared, along with the Scrutinizer's Report, shall be placed on the Company's website <https://asstonpharmaceuticals.com/> immediately after the declaration of the result by the Chairman or a person authorized by him. The results shall also be immediately forwarded to the Stock Exchanges where the Company's Equity Shares are listed viz. BSE Limited at www.bseindia.com.
20. Members desirous of obtaining additional information regarding the subject matter of the Resolution can request at compliance@asstonpharmaceuticals.com, so that the required information can be made available at the meeting, to the extent possible.
21. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode
22. All documents referred to in the accompanying Notice are open to inspection by the members at the Registered Office of the Company on all working days up to the date of the Extraordinary General Meeting between 11:00 A.M. and 1:00 P.M.
23. The Members will be allowed to pose questions during the course of the Meeting. The queries can also be given in advance at compliance@asstonpharmaceuticals.com.

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THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Thursday, 23rd April, 2026, at 09:00 A.M. and ends on Monday, 27th April, 2026, at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., 17th April, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 17th April, 2026

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">1. For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit, DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available

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under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

3. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



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<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none">1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
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Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.

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3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

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

5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open

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- the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.

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6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote

General Guidelines for shareholders

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

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to compliance@asstonpharmaceuticals.com .
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to compliance@asstonpharmaceuticals.com . If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

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3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM/EGM ARE AS UNDER: -

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

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

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5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compliance@asstonpharmaceuticals.com The same will be replied by the company suitably.
6. Members who have questions or seeking clarifications on the Notice or on the proposals as contained in this Notice are requested to send e-mail to the Company compliance@asstonpharmaceuticals.com on or before Thursday, 23rd April, 2026. This would enable the company to compile the information and provide the replies at/after the meeting. The Company will allot time for members to express their views or give comments during the meeting. The members who wish to speak at the meeting need to register themselves as a speaker by sending an e-mail from their registered e-mail ID mentioning their name, DP ID and Client ID/Folio number and mobile number, on email ID compliance@asstonpharmaceuticals.com on or before Thursday, 23rd April, 2026. Depending on the availability of time, the Company reserves the right to restrict the number of speakers at the meeting.
Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102
OF THE COMPANIES ACT, 2013:**

ITEM NO.: 01

**TO CONSIDER AND APPROVE THE APPOINTMENT OF M/S PANCHAL SK &
ASSOCIATES, CHARTERED ACCOUNTANTS, AS STATUTORY AUDITORS TO FILL
UP THE CASUAL VACANCY CAUSED BY THE RESIGNATION OF M/S. DOSHI DOSHI
& CO., CHARTERED ACCOUNTANTS:**

M/s. Doshi Doshi & Co, Chartered Accountants, (Firm Registration No. 153683W), was appointed as Statutory Auditor of the Company by the Members in 5th Annual General Meeting for a term of 5 financial years. However, M/s. Doshi Doshi & Co, Chartered Accountants, has resigned on **28th January, 2026**, before completion of their term, from the position of Statutory Auditors.

Accordingly, the resignation letter was presented before the Audit Committee and Board of Directors of the Company, with the reasons stated in the letter from the Auditors for their noting. Further, the said resignation of M/s. Doshi Doshi & Co, before completion of its term as auditor, caused a casual vacancy in the office of Statutory Auditors as per the provisions of section 139(8) of the Companies Act, 2013 and such appointment shall also be approved by the company at a general meeting convened within three months of the recommendation of the Board.

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Hence, on February 27, 2026 the Board, on the basis of recommendation of Audit Committee, proposes to appoint M/s Panchal SK & Associates, Chartered Accountants (Firm Registration No. 145989W), as the Statutory Auditors of the Company to hold office up to the conclusion of ensuing Annual General Meeting (“AGM”) of the Company to fill the casual vacancy caused by the resignation of Doshi Doshi & Co, Chartered Accountants (Firm Registration No. 153683W),

Furthermore, they have given their consent & eligibility Certificate to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if approved and made by the members, would be in accordance with the provisions of the Companies Act, 2013.

M/s Panchal SK & Associates, Chartered Accountants (ICAI Firm Registration No. 145989W), is a firm of Chartered Accountants and have experience in providing Auditing, finance, legal, taxation, assurance & regulatory services & focusing on business excellence. The Audit Firm has valid Peer Review certificate.

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

None of the Promoters, Directors or KMP and their relatives forming part of the Promoter Group of the Company have any interest in this resolution. They do not have any concern or interest, financial or otherwise, in the proposed resolution.

ITEM NO.: 02

REGULARIZATION OF MR. YOGESH PRAKASH SUPEKAR (DIN: 11344916) AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY.

The Board of Directors (‘Board’) of the Company, on the recommendation of the Nomination & Remuneration Committee, pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, has approved the appointment of Mr. Yogesh Prakash Supekar as a Additional Non-Executive Non-Independent Director of the Company in its Board Meeting held on 16th October, 2025 whose office shall be liable to retirement by rotation.

His appointment is subject to the approval of the Shareholders. The Board considers that Mr. Yogesh Prakash Supekar's association would be beneficial to the Company, and it is desirable to avail the services of Mr. Yogesh Prakash Supekar as Non-Executive Non-Independent Director.

Mr. Yogesh Prakash Supekar aged 45 years qualification MBA (Finance) is a seasoned finance professional with over 24 years of extensive experience across banking, media, and public relations. His career spans key roles in prominent organizations including Dalal Street Investment Journal, Money control, Adfactors PR, and Hinduja Bank Switzerland Ltd With a strong academic foundation in finance and deep industry knowledge, Mr. Supekar has built a reputation for strategic insight, financial acumen, and effective communication in diverse financial domains.

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The proposed business as set out in Item No. 2 of this Notice, is intended to seek your approval pursuant to Regulation 17(1C) of the SEBI LODR. Board recommends passing of the Ordinary Resolution in the interest of the Company.

Brief particulars of Mr. Yogesh Prakash Supekar has been disclosed in the Annexure to this Notice pursuant to the provisions of Regulation 36(3) of SEBI LODR.

ITEM NO.: 03

REGULARIZATION OF MR. YASHVARDHAN NITIN TUPE (DIN: 08759617) AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY.

The Board of Directors ('Board') of the Company, on the recommendation of the Nomination & Remuneration Committee, pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, has approved the appointment of Mr. Yashvardhan Nitin Tupe as a Additional Non-Executive Non-Independent Director of the Company in its Board Meeting held on 30th March, 2026 whose office shall be liable to retirement by rotation.

His appointment is subject to the approval of the Shareholders. The Board considers that Mr. Yashvardhan Nitin Tupe's association would be beneficial to the Company, and it is desirable to avail the services of Mr. Yashvardhan Nitin Tupe as Non-Executive Non-Independent Director.

Mr. Yashvardhan Nitin Tupe aged 30 years holds a Bachelor's degree in Mechanical Engineering (B.E. Mechanical Engineering) and a Master of Science (M.Sc.) in Management and International Business. With a strong academic background and relevant exposure, particularly aligned with the operational and strategic aspects of the manufacturing industry, the proposed appointee is expected to contribute effectively to the Company's growth, governance framework, and long-term business strategy.

The proposed business as set out in Item No. 2 of this Notice, is intended to seek your approval pursuant to Regulation 17(1C) of the SEBI LODR. Board recommends passing of the Ordinary Resolution in the interest of the Company.

Brief particulars of Mr. Yashvardhan Nitin Tupe has been disclosed in the Annexure to this Notice pursuant to the provisions of Regulation 36(3) of SEBI LODR

ITEM NO.: 04

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REGULARIZATION OF MR. SANDIP SHARMA DIN:11627247 AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:

Pursuant to the provisions of sections 149, 150, 152, 161 and other applicable provisions of the Companies Act, 2013 (“Act”) read with Schedule IV of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force) and pursuant to the notice received under section 160 of the Act and recommendation of Board of Directors of the Company and in line with the Articles of Association of the Company, Mr. Sandip Sharma (DIN: 11627247), who was appointed as an Additional Non-executive Independent Director of the Company with effect from March 30, 2026, and who has submitted a declaration that he meets the criteria of independence as provided in section 149(6) of the Act, be and is hereby re-appointed as an Independent Director of the Company for a period of 5 (five) consecutive with effect from 30th March, 2026.

As per Section 149 of the Companies Act, 2013, an Independent Director can hold office for a term up to 5 (five) consecutive years on the Board of a company, and he shall not be included in the total number of Directors for retirement by rotation. Further, under Regulation 25(2A) of the SEBI (LODR) Regulations, 2015, the appointment of an Independent Director of a listed entity shall be subject to shareholder approval by way of a special resolution.

The Nomination and Remuneration Committee (NRC) had recommended the candidature of Mr. Sandip Sharma based on the skill sets laid out for the appointment of Independent Directors. In the opinion of the Board, Mr. Sandip Sharma fulfils the conditions for his appointment as an Independent Director as specified in the Act and stipulated in the SEBI (LODR) Regulations, 2015, and other laws for the time being in force, to the extent applicable to the Company.

None of the Directors, Key Managerial Personnel, or their relatives, is in any way concerned/connected or interested, financially or otherwise, in this resolution, except to the extent of their respective shareholdings, if any, in the Company.

The Board accordingly recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members.

ANNEXURE TO ITEM NO. 2, 3, AND 4 OF THE NOTICE.

Details pursuant to Regulation 36(3) of the Listing Regulations and SS-2 of Mr. Yogesh Prakash Supekar, Mr. Yashvardhan Tupe and Mr. Sandip Sharma, whose appointment is proposed, are as follows: -

Particulars	Mr. Yogesh Prakash Supekar	Mr. Yashvardhan Nitin Tupe	Mr. Sandip Sharma
DIN	11344916	08759617	11627247
Date of Birth	18/07/1980	09/01/1996	25/02/1997

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ASSTON PHARMACEUTICALS LIMITED
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Age	45 years	30 years	29 years
Qualification	Master of Business Administration in Finance	Bachelor of Engineering in Mechanical Engineering Master of Science management and international business	Company Secretary
Brief resume including Expertise in specific functional areas	Mr. Yogesh Prakash Supekar aged 45 years qualification MBA (Finance) is a seasoned finance professional with over 24 years of extensive experience across banking, media, and public relations. His career spans key roles in prominent organizations including Dalal Street Investment Journal, Money control, Adfactors PR, and Hinduja Bank Switzerland Ltd With a strong academic foundation in finance and deep industry knowledge, Mr. Supekar has built a reputation for strategic insight, financial acumen, and effective communication in diverse financial domains.	Mr. Yashvardhan Nitin Tupe aged 30 years holds a Bachelor's degree in Mechanical Engineering (B.E. Mechanical Engineering) and a Master of Science (M.Sc.) in Management and International Business. With a strong academic background and relevant exposure, particularly aligned with the operational and strategic aspects of the manufacturing industry, the proposed appointee is expected to contribute effectively to the Company's growth, governance framework, and long-term business strategy.	Mr. Sandip Sharma aged 29 years is a qualified Company Secretary with over two years of professional experience in corporate law, governance, and regulatory compliance. He possesses sound knowledge of the Companies Act, SEBI regulations, corporate governance frameworks, and secretarial standards. He has successfully cleared the Independent Director Examination conducted by the Indian Institute of Corporate Affairs (IICA) and has been awarded the Certificate of Independent Director.
Other Directorships	N.A.	N.A.	N.A.
Date of first appointment on the Board	16/10/2025	30/03/2026	30/03/2026
Terms and condition of appointment	Appointed as Non-Executive Non-Independent Director liable to retire by rotation at remuneration and other terms as per the offer letter	Appointed as Non-Executive Non-Independent Director liable to retire by rotation at remuneration and other terms as per the offer letter	Appointed as Non-Executive Independent Director, not liable to retire by rotation, entitled to sitting fees as per the company's terms.
Chairmanship /Membership of	N.A.	N.A.	N.A.

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Committees of Other Boards					
Listed entities from which the Director has resigned in the past three years	N.A.	N.A.	N.A.	N.A.	
Relationship with other Directors, Managers and Key Managerial Personnel (KMP) of the Company	Not related to any of the Directors or KMP of the Company	Not related to any of the Directors or KMP of the Company	Not related to any of the Directors or KMP of the Company	Not related to any of the Directors or KMP of the Company	
Shareholding of non-executive directors in the listed entity, including shareholding as a beneficial owner	65531 Equity Shares @10 each.	33056 Equity Shares @10 each.	N.A.	N.A.	
The remuneration last drawn by such person from the Company (if applicable)	Earning	Amount Rs.	Earning	Amount Rs.	N.A.
	Basic	40000	Basic	60000	
	HRA	32000	HRA	48000	
	Conveyance	6000	Conveyance	9000	
	Medical	6000	Medical	9000	
	Education allowance	6000	Education allowance	9000	
	Motor car petrol Exp	6000	Motor car petrol Exp	9000	
	Other Allow	4000	Other Allow	6000	
	Total remuneration (Including TDS and	100000	Total remuneration (Including TDS and	150000	

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	other deductions)	other deductions)	
Details of Remuneration sought to be paid	Same as mentioned above	Same as mentioned above	N.A.
The number of Meetings of the Board attended during the year 2025-26	2	N.A.	N.A.
The justification for choosing the appointees for appointment as Independent Director	N.A.	N.A.	Mr. Sandip Sharma, as a Company Secretary with two years of professional experience, can bring valuable governance expertise and regulatory insight to the Board as an Independent Director. His knowledge of corporate laws, compliance requirements, and board procedures enables him to support transparent decision-making and ensure adherence to statutory obligations. He can contribute to strengthening internal controls, improving corporate governance practices, and safeguarding stakeholder interests. Additionally, his independent perspective and professional integrity can help the Board make balanced and ethical decisions, enhancing overall organizational credibility.

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