

NOTICE

NOTICE is hereby given that the 30th (Thirty) Annual General Meeting ("AGM") of the members of Lincoln Parenteral Limited ("the Company") will be held on Monday, September 27, 2021 at 11:00 a.m. (IST) through Video Conference ("VC") or Other Audio Visual Means ("OAVM"). The venue of the AGM shall be deemed to be the registered office of the Company. The following businesses will be transacted at the AGM:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2021 together with the auditors' report thereon and the report of the board of directors of the Company.
2. To appoint a director in place of Mr. Anand A. Patel (DIN: 00103316), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

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

RESOLVED THAT pursuant to provisions of section 148 (3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the consent of the members be and is hereby accorded to ratify the payment of remuneration of ₹ 55,000 (rupees fifty five thousand only) p.a. plus out of pocket expense to M/s. Kiran J. Mehta & Co., Cost Accountants (FRN: 000025), Ahmedabad for conducting the Audit of the cost records relating to the products manufactured by

the Company for the financial year ending on March 31, 2022.

for and on behalf of the Board of
Lincoln Parenteral Limited

Anand A. Patel

Whole Time Director

Ahmedabad, May 25, 2021 DIN: 00103316

Registered Office:

"LINCOLN HOUSE", Behind Satyam Complex,
Science City Road, Sola, Ahmedabad,
Gujarat – 380 060, India.

NOTES:

1. In view of the continuing CoVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 05, 2020 read with circulars dated April 08, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the members at a common venue. MCA vide circular dated January 13, 2021 has allowed the Companies whose AGM were due to be held in the year 2020 or become due in the year 2021, to conduct their GMs on or before December 31, 2021 in accordance with the requirement provided in its circular dated May 05, 2020. In compliance with the provisions of the Companies Act, 2013 ("the Act") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.

As AGM is being held pursuant to the MCA through VC / OAVM, the facility to appoint proxy will not be required for the AGM and hence the proxy form, attendance slip and route map are not annexed to this AGM Notice.

However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members such as the President of India or the Governor of a State or Body Corporates is entitled to appoint authorised representative to attend the AGM through VC / OAVM and participate thereat and cast their votes through e-voting.

2. The Explanatory Statement pursuant to provision of section 102 of the Act, Secretarial Standard – 2 on General Meetings in respect of the special businesses is annexed hereto.
3. Considering the on-going pandemic situation and in compliance with the MCA Circulars dated May 05, 2020, Notice of the AGM (“AGM Notice”) along with the annual report for the FY 2020-21 (“Annual Report”) are being sent only through electronic mode to those Members whose email addresses are registered with the Company / DPs. Members may note that the AGM Notice and annual report of the Company are uploaded on the website of holding company’s at www.lincolnpharma.com and may be accessed by the members. Members who have not registered their email addresses are requested to register the same with the Company / RTA / respective depository participant(s) (“DPs”).
4. The register of members and share transfer book shall remain closed from Saturday, September 18, 2021 to Monday, September 27, 2021 (both days inclusive) for the purpose of AGM.
5. Institutional / corporate shareholders (i.e. other than individual / HUF, NRI etc.) are required to send a scanned copy of board resolution / authorization letter for authorizing the representative to attend the AGM of the

Company through VC / OAVM on its behalf and to cast their vote through remote e-voting. The said board resolution / authorization letter shall be sent to Khandelwal & Sharma LLP, the Scrutinizer, appointed by the Board through email on their registered email address to info@csdevesh.com.

6. Members holding shares in physical form are requested to promptly notify in writing any change in their address, email address and file nomination in the prescribed Form SH – 13 and for cancellation / variation in nomination in the prescribed Form SH-14 with the Company’s Registrar and Share Transfer Agent (“RTA”), as prescribed under Section 72 of the Act and rules made thereunder. In respect of shares held in demat form, the nomination form may be filed with the respective DPs.
7. As required in terms of Secretarial Standard - 2, the information (including profile and expertise in specific functional areas) pertaining to directors recommended for re-appointment in the AGM has been provided in the “Annexure” to the AGM Notice. The Directors have furnished the requisite consent / declarations for their re-appointment as required under the Act, and the Rules thereunder.
8. All the relevant documents referred to in this AGM Notice will be available for inspection in the electronic mode by requesting to the Company Secretary of the Company at lincolnparenteral-91@gmail.com by mentioning the details of folio no. / Client ID - DP ID, self-attested PAN & Aadhar Card wherein the shares of the Company are held by the Member(s).
9. Process for updating of email ids / mobile no of the members whose email ids / mobile no. are

not registered with the Company / Depositories:

- **Members holding shares in physical form** – update your email id and mobile no by providing necessary details like folio no., name of member, self-attested PAN & Aadhar card by email to lincolnparenteral-91@gmail.com.
- **Members holding shares in demat form** – update your email id and mobile no. with your respective Depository Participant(s); for individual shareholders holding shares in demat form, updation of email id & mobile no. are mandatory for e-voting and joining virtual meetings through depositories.

10. General Instructions for accessing and participating at the AGM through Electronic Means (VC / OAVM):

- a) The Company is providing facility of remote e-voting to its members in respect of the business to be transacted at the AGM. For this purpose, the Company has availed the facility from CDSL 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 during the AGM will be provided by CDSL.
- b) The Members can join the AGM by electronic means i.e. through VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure as mentioned in the AGM Notice.
- c) The attendance of the Members attending the AGM through VC / OAVM will be counted

for the purpose of reckoning the quorum under Section 103 of the Act.

- d) AGM Notice has been uploaded on the holding Company's website at www.lincolnpharma.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the remote e-voting facility) i.e. www.evotin-gindia.com.
- e) AGM has been convened through VC / OAVM in compliance with applicable provisions of the Act read with MCA Circulars. Members shall refer AGM Notice for the instructions for attending the AGM through VC / OAVM.

11. Instructions for remote e-voting and e-voting during AGM and joining meeting through VC / OAVM:

The Company is pleased to provide remote e-voting facility through CDSL for the Members of the Company to enable them to cast their votes electronically on the resolutions mentioned in this AGM Notice of the Company dated May 25, 2021. The details and instructions for remote e-voting are furnished in the AGM Notice. These details form an integral part of this AGM Notice.

A. Procedure for Remote E-Voting:

- a) The remote e-voting period commences on Friday, September 24, 2021 at 10:00 a.m. (IST) and ends on Sunday, September 26, 2021 at 5:00 p.m. (IST). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 20, 2021 may cast their vote electronically. The e-voting module

shall be disabled by CDSL for voting thereafter.

- b) The Members who have already voted prior to the meeting date would not be entitled to vote again during the meeting.
- c) The Members should log on to the e-voting website www.evoting-india.com.
- d) Click on "Shareholders" module.
- e) Now Enter your User ID

- 1) For CDSL: 16 digits beneficiary ID,
- 2) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- 3) The Members holding shares in Physical Form should enter Folio Number registered with the Company.

- f) Next enter the Image Verification as displayed and Click on Login.
- g) If you are holding shares in demat form and had logged on to www.evoting-india.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- h) If you are a first time user follow the steps given below:

Date of Birth (DOB)	<ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the dividend bank details field as mentioned in instruction (e) above.
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- i) After entering these details appropriately, click on "SUBMIT" tab.
- j) Members holding shares in physical form will then directly reach the Company selection screen. However, the Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- k) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this AGM Notice.
- l) Click on the EVSN of LINCOLN PARENTERAL LIMITED on which you choose to vote.
- m) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- n) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

For Members holding shares in demat form and physical form	
PAN	<ul style="list-style-type: none"> • Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat Members as well as physical Members) • Members who have not updated their PAN with the Company / Depository Participant are requested to use the sequence number which is emailed along with annual report and AGM Notice, under the "Password"/ "PAN" field.
Dividend Bank Details OR	<ul style="list-style-type: none"> • Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.

- o) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
 - p) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 - q) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
 - r) If a demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.
 - s) The Members can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- through e-voting system available during the AGM.
- c) If any votes are cast by the Members through the e-voting available during the AGM and if the same Members have not participated in the meeting through VC/OAVM facility, then the votes cast by such Members shall be considered invalid as the facility of e-voting during the AGM is available only to the Members attending the AGM through VC/OAVM.
 - d) The Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

12. Instructions for Members attending the AGM through VC / OAVM are as under:

B. Procedure for e-voting during the AGM:

- a) The procedure for e-voting during the AGM is same as the instructions mentioned above for remote e-voting since the meeting is being held through VC/OAVM.
 - b) Only those Members who are present in the AGM through VC/OAVM facility and have not cast their vote on the resolutions through remote e-voting earlier and are otherwise not barred from doing so, shall be eligible to vote
- a) Members will be provided with a facility to attend the AGM through VC / OAVM through the CDSL e-voting system. Members may access the same at <https://www.evoting-india.com> under shareholders / members login by using the remote e-voting credentials. The link for VC / OAVM will be available in shareholder / members login where the EVSN of Company will be displayed.
 - b) Members are encouraged to join the Meeting through Laptops / IPads / Tablets for better experience. Further Members may be required to allow camera and use Internet with a good speed to avoid any disturbance during the meeting.
 - c) Please note that Participants i.e. Members 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.

- d) Members who would like to express their views / ask questions during the AGM may register themselves as a speaker by sending their request from their respective registered email id(s) in advance atleast 10 (Ten) days before the AGM date, mentioning their name, demat account number/folio number, email id, mobile number at lincoln-parenteral91@gmail.com. Members who do not wish to speak during the AGM but would like to seek further information may send their queries in advance atleast 10 (Ten) days prior to AGM date, mentioning their name, demat account number / folio number, email id, mobile number at lincoln-parenteral91@gmail.com, so that the queries can be replied by the company suitably.
- e) Those Members who have registered themselves as a speaker, as mentioned above, will only be allowed to express their views / ask questions with time limit of maximum 5 minutes as speaker during the AGM.

13. Note for Non - Individual Members and Custodians:

- a) Non-Individual Members (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- b) A scanned copy of the Registration Form bearing the stamp and sign of the entity shall be emailed to helpdesk.evoting@cdslindia.com with copy to lincoln-parenteral91@gmail.com.

- c) After receiving the login details a Compliance User would be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- d) The list of accounts linked in the login shall be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- e) A scanned copy of the board resolution and power of attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the Scrutinizer to verify the same.
- f) Alternatively Non Individual Members are required to send the relevant board resolution / authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at info@-csdevesh.com, if they have voted from individual tab and not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

14. Other Instructions / information:

- a) The voting rights of the Members shall be in proportion of the shares held by them in paid-up equity share capital of the company as on the cut-off date i.e. September 20, 2021. A person who is not the Member as on cut-off date should treat this AGM notice for information purpose only.
- b) Any person(s), who acquires shares of the Company i.e. becomes Member(s) after AGM Notice is sent by the Company, and holds shares as of the cut-off date i.e. September 20, 2021 should follow the same procedure of e-voting as mentioned

in this AGM Notice. In case such Member(s) has not updated the respective PAN with the Company / Depository Participant, the Member may approach the Company / RTA as per details provided in the AGM Notice.

- c) M/s. Khandelwal & Sharma LLP, Practicing Company Secretary, have been appointed as the Scrutinizer to scrutinize the e-voting process (including the e-voting during the AGM) in a fair and transparent manner.
- d) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses (not in the employment of the Company) and shall submit a consolidated Scrutinizer's Report of the votes cast in the favor or against, if any, to the Chairman of the AGM or any person authorised by him, who shall counter sign the same not later than two working from the conclusion of AGM. The result will be displayed on the holding Company's website at www.lincolnpharma.com and CDSL's website www.evotingindia.com. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of AGM.
- e) Members who are present at AGM through VC / OAVM and have not used the facility of remote e-voting during the e-voting as stated above to cast their votes on the resolution(s) mentioned in this AGM Notice, and are otherwise not barred from doing so, shall be provided e-voting facility during the AGM. Members can opt for only one mode of voting i.e. either through remote e-voting during e-voting period before the AGM date or e-voting during the

AGM subject to the Member(s) joining the AGM through VC / OAVM.

- 15. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") or e-voting manual available at www.evoting-india.com, under help section or addressed to Mr. Rakesh Dalvi, Manager, CDSL, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800-225-533.

In addition, any query / grievance may please be addressed to Mr. Niren. A. Desai, Company Secretary of the Company shall be responsible for addressing all the grievances in relation to AGM including e-voting related queries. Further, contact details for query / grievance lincolnparenteral91@gmail.com, Ph. No.: +91-79-4107-8000. Regd. Office Address: "LINCOLN HOUSE", Behind Satyam Complex, Science City Road, Sola, Ahmedabad, Gujarat – 380060, India.

- 16. Since the AGM shall be held through VC / OAVM facility only and physical presence of the Members at the venue is not required, the route map is not annexed to this AGM Notice.

CONTACT DETAILS:

Name of Company	Lincoln Parenteral Limited
Registrar and Transfer Agent (RTA)	Bigshare Services Private Limited Corproate Office Address: 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai 400059. Communication Office Address: A-802, Samudra Complex, Near Klassic Gold Hotel, Off C.G Road, Navrangpura, Ahmedabad – 380009. Tel No.: 079 – 4002 4135, E-Mail ID: bssahd@bigshareonline.com .
Scrutinizer	M/s. Khandelwal & Sharma LLP, Practicing Company Secretary, Email ID: info@csdevesh.com
E-Voting Agency	Central Depository Services (India) Limited Email ID: helpdesk.evoting@cdslindia.com

for and on behalf of the Board of
Lincoln Parenteral Limited

Anand A. Patel

Whole Time Director

Ahmedabad, May 25, 2021 DIN: 00103316

Registered Office:

“LINCOLN HOUSE”, Behind Satyam Complex,
Science City Road, Sola, Ahmedabad,
Gujarat – 380 060, India.

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

Item No: 3:

The Board of Directors on the recommendation of the Audit Committee, has appointed M/s. Kiran J. Mehta & Co., Cost Accountants [FRN: 000025], Ahmedabad to conduct the Audit of the Cost Records of the Company for the Financial Year ending on March 31, 2021.

As per the provisions of section 148(3) of the Companies Act, 2013 read with The Companies (Cost Records and Audit Rules) 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company.

Accordingly, consent of the Members of the Company is sought for passing the resolution for ratification of

the remuneration payable to the Cost Auditors and your Directors recommend passing of the proposed resolution.

None of the Directors or Key Managerial Personnel and/or their relatives, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

for and on behalf of the Board of
Lincoln Parenteral Limited

Anand a. Patel

Whole Time Director

Ahmedabad, May 25, 2021 DIN: 00103316

Registered Office:

“LINCOLN HOUSE”, Behind Satyam Complex,
Science City Road, Sola, Ahmedabad,
Gujarat – 380 060, India.

ANNEXURE TO NOTICE

INFORMATION TO SHAREHOLDERS

**DETAILS OF THE DIRECTORS SEEKING RE-
APPOINTMENT IN THE FORTHCOMING AGM**

1	Name of Director	Mr. Anand A. Patel
2	DIN	00103316
3	Date of Birth	May 07, 1981
4	Date of Appointment on the Board	July 01, 2010
5	Qualifications	B. Com
6	Total Remuneration last drawn	₹ 14.08 Lakhs
7	Nature of Expertise in Specific functional area	Purchase of Raw materials and packing materials, Formulation of Strategy and Policy decision
8	Relationship with other Directors, Manager and other Key Managerial Personnel	Mr. Anand A. Patel is son of Mrs. Hansaben A. Patel
9	Directorship held in other Public Companies	None
10	Chairmanship / Membership of Committee in other Companies, if any	None
11	Number of Shares held in the Company as on March 31, 2021	1 (One)