



NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the Extraordinary General Meeting ("EGM") of the members of Parmax Pharma Limited ("the Company") will be held on Wednesday, May 27, 2026 at 14:30 P.M. at its registered office situated at Plot No. 20, Survey No. 52, Rajkot-Gondal National Highway No. 27, Hadamtala, Tal. Kotda Sangani, Dist. Rajkot, Rajkot, Gujarat 360311, to transact the following businesses:

ITEM NO. 1: APPOINTMENT OF MR. PRADEEP RAMNIKLAL GOSALIA, (DIN - 01130646) AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY.

To consider and if though fit, to pass with or without modifications, the following resolution as an ordinary resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles Association of the Company, Mr. Pradeep Ramniklal Gosalia(DIN: 01130646), in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation, with effect from the date of Extra Ordinary General Meeting."

"**RESOLVED FURTHER THAT** any one Director and / or the Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient and to file necessary forms including e-Form DIR-12 with the Registrar of Companies and make necessary disclosures to stock exchanges and other regulatory authorities to give effect to this resolution."

ITEM NO. 2: APPOINTMENT OF MS. SALMA BADRUDIN THOBHANI, DIN - 11616267 AS NON-EXECUTIVE DIRECTOR OF THE COMPANY.

To consider and if though fit, to pass with or without modifications, the following resolution as an ordinary resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Ms. Salma Badrudin Thobhani (DIN: 11616267), in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing her candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation, with effect from of Extra Ordinary General Meeting."

"**RESOLVED FURTHER THAT** any one Director and/or the Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient and to file



necessary forms including e-Form DIR-12 with the Registrar of Companies and make necessary disclosures to stock exchanges and other regulatory authorities to give effect to this resolution."

ITEM NO. 3: APPOINTMENT OF MR. ASHISH ATMARAM SHAH, (DIN-06873593) AS A NON-EXECUTIVE AND INDEPENDENT DIRECTOR OF THE COMPANY.

To consider and if though fit, to pass with or without modifications, the following resolution as a Special resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Schedule IV to the Act and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Mr. Ashish Atmaram Shah (DIN: 06873593), in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his/her candidature for the office of Director and who has submitted a declaration that she meets the criteria of independence as provided under Section 149(6) of the Act and who is not disqualified from being appointed as a Director under Section 164 of the Act and has given consent to act as a Director in Form DIR-2, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 consecutive years with effect from date of Extra Ordinary General Meeting."

"RESOLVED FURTHER THAT any one Director and/or the Company Secretary of the Company 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 and to file necessary forms including e-Form DIR-12 with the Registrar of Companies and make necessary disclosures and filings with the Stock Exchanges and other regulatory authorities."

ITEM NO. 4: APPOINTMENT OF MS. ANJANA PARESH SHAH, (DIN-00845784) AS A NON-EXECUTIVE AND INDEPENDENT DIRECTOR OF THE COMPANY.

To consider and if though fit, to pass with or without modifications, the following resolution as a Special resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Schedule IV to the Act and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Ms. ANJANA PARESH SHAH (DIN: 00845784), in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his/her candidature for the office of Director and who has submitted a declaration that he/she meets the criteria of independence as provided under Section 149(6) of the Act and who is not disqualified from being appointed as a Director under Section 164 of the Act and has given consent to act as a Director in Form DIR-2, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 consecutive years with effect from date of Extra Ordinary General Meeting."

"RESOLVED FURTHER THAT any one Director and / or the Company Secretary of the Company 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 and to file necessary forms including e-Form DIR-12 with the Registrar of Companies and make necessary disclosures and filings with the Stock Exchanges and other regulatory authorities."

ITEM NO. 5: RE-APPOINTMENT OF MR. UMAMNG ALKESH GOSALIA (DIN: 05153830) AS MANAGING DIRECTOR

To consider and if though fit, to pass with or without modifications, the following resolution as a Special resolution:

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), as well as provisions contained in Articles of Association of the Company, the approval of members of the Company be and is hereby accorded to appointment of Shri Umang Gosalia (DIN: 05153830) as Managing Director, for a period of 5 (five) years from June 28, 2026 to June 27, 2031 (who was re-appointed as Managing Director for a term of five years upto June 28, 2026) with the remuneration and terms as set out in the statement annexed to the notice, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/ or remuneration in compliance with the provisions of the Act in such manner and within the limits as prescribed in Schedule V to the Act including any amendment, modification, variation or re-enactment there of which will be subject to necessary approval/s."

"RESOLVED FURTHER THAT in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, during the term of office of Shri Umang Gosalia, the remuneration upto Rs.60,00,000/- (Sixty Lacs) per annum, shall be paid to him as minimum remuneration in compliance with provisions mentioned in Schedule V to the Act."

"RESOLVED FURTHER THAT the Board be and is hereby authorised and empowered to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

For and Behalf of Board and Promoters of Parmax Pharma Limited

Umang Alkesh Gosalia
Managing Director

Date: May 02, 2026
Registered office: Plot No. 20, Survey No. 52,
Rajkot-Gondal National Highway No. 27, Hadamtala,
Tal. Kotda Sangani, Dist. Rajkot, Rajkot, Gujarat 360311

NOTES:

1. A member entitled to attend and vote at the Extraordinary General Meeting ("the Meeting") is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a member. PROXY in form no. MGT-11 to be effective should reach the registered office of the company not less than 48 hours before the time fixed for the meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. Proxies, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
3. The members are requested to intimate their change of address, if any, immediately to the Company & its Registrar And Transfer Agent (RTA) Viz. Purva Sharegistry (India) Pvt. Ltd., Unit no. 9, Shiv Shakti Ind. Estt., J .R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai-400 011 quoting their Folio No. or Client ID No.
4. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the meeting.
5. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Secretarial Standards issued by the Institute of Company Secretaries of India (the 'ICSI') in respect of the special business under item numbers 1 to 5 is annexed.
6. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
7. The Company has fixed May 01, 2026, i.e. the Notice of EGM will be sent to those shareholders whose name appeared in the Register of Members as on said date. Any person who acquires shares after the above said date but before the cut-off date i.e., May 20, 2026 may obtain the relevant details from the Company's RTA i.e M/s. Purva Sharegistry India Private Limited.

Record Date: May 20, 2026 (to determine the no. of shareholders entitled for e-voting and to attend and vote at the EGM)

8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the EGM.
9. The soft copy of Notice of EGM, Notice of e-Voting etc. are being sent to the members who have registered their email-ids with their depository participant/ Company's Registrar and Transfer Agent (RTA). Members are requested to update their preferred e-mail ids with the Company / Depository Participants / RTA which will be used for the purpose of sending the communications in future.

10. **The Company has appointed Mr. Samsad Alam Khan (CP No.13972), Practising Company Secretaries and in absence of him, Mr. Amrish Gandhi, Proprietor of Amrish Gandhi & Associates, Practising Company Secretaries, who, in the opinion of the Board are duly qualified persons, as a Scrutinizer who will scrutinize the electronic voting process in a fair and transparent manner. The Scrutinizer shall within a period of 48 hours from the date of conclusion of the Meeting, submit his report of the votes cast in favour or against, if any, to the Chairman of the Company and the result of the same will be disclosed forthwith. The Company has appointed E-Voting facility of Purva Sharegistry Private Limited for the purpose of facilitating the electronic voting.**
11. In terms of the MCA Circulars, the EGM Notice will be available on the Company's website (www.parmaxpharma.com) and the stock exchange where the shares of the company is listed i.e. www.bseindia.com
12. For convenience of Members, an Attendance Slip is annexed to the Proxy Form. Members/ Proxies are requested to affix their signatures at the space provided therein and thereafter handover the Attendance Slip at the venue of the meeting. The Proxy of a Member should mark on the Attendance Slip as "Proxy".
13. The shareholders can opt for only one mode of voting i.e. through e-voting or through physical polling at the meeting. In case of voting by both the modes, vote casted through e-Voting will be considered final and voting through physical ballot will be considered invalid.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through PURVA e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Sunday, May 24, 2026, 09:00 AM and ends on Tuesday, May 26, 2026 17:00 PM During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date May 20, 2026 of May, 20, 2026 may cast their vote electronically. The e-voting module shall be disabled by PURVA for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.




In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (i) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<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 to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 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 cdsi 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.

<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div> <ol style="list-style-type: none"> 5) 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
<p>Individual Shareholders (holding securities in demat mode) login through</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, 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. Click on</p>

their Depository Participants (DP)	company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
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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. CDSL and NSDL

Login type	Helpdesk details
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
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.com or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through PURVA e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.
 - 1) The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
 - 2) Click on “Shareholder/Member” module.
 - 3) Now enter your User ID:
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter EVENT Number followed by Folio Number registered with the company. For example if folio number is 001*** and EVENT is 8 then user ID is 8001***
 - 4) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.

5) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	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. <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 (v).

- (i) After entering these details appropriately, click on "SUBMIT" tab.
- (ii) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- (iii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.
- (v) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO/ABSTAIN" for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- (vi) Click on the "NOTICE FILE LINK" if you wish to view the Notice.
- (vii) 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.
- (viii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (ix) Facility for Non – Individual Shareholders and Custodians – Remote Voting
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the "Custodians / Mutual Fund" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.com.
 - After receiving the login details a Compliance User should 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.
 - 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.
 - Alternatively, Non Individual shareholders 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 and to the Company at the email address viz; cs@parmaxpharma.com (designated email address by company), if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.



PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-35220056.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“THE ACT”)

Item No. 1 to 4:

The Company has received a notice for calling Extra Ordinary General Meeting of the Company, by requisition made by the 3 Shareholders, namely Mr. Alkesh Gopani, Mr. Vipul Gopani and Mrs. Pravina Gopani holding together 30.80% paid-up share capital of the Company.

The requisition made by the members is on account of the following reasons:

- I. Need for better oversight, accountability and Corporate Governance With more directors there will be more effective monitoring of the decision taken by the company from the business perspective and create more transparency in the board with improved governance system.
- II. To bring professional expertise (legal, financial, industry knowledge) Induction of new Director from various field like pharma, finance, legal and business will provide the strength in the business decision making and will help in assessing the risk in industry and make plans to overcome them.
- III. Bringing in directors aligned with shareholders' vision The director's have more inclination towards the shareholders visions of creating and enhancing the value of the company and have the capability to take more calculated risk oriented decision in business expansion.
- IV. To enhance credibility with investors, lenders, and shareholders.

With multiple members in the board and creating transparency and stability in the composition with more experienced in their respective field the credibility and the confidence in the management will increase thereby contributing in enhancing the value of the company.

Information relating to the Directors proposed to be appointed and seeking re-appointment at this Meeting, as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed to this Notice

1. Mr. Pradeep Ramniklal Gosalia

Name of Director	Pradeep R. Gosalia
DIN	01130646
Date of Birth	05/06/1960
Date of Appointment/ Re-appointment	Appointment is subject to approval of the shareholders at Extra Ordinary General Meeting scheduled at May 27, 2026
Date of First Appointment on the Board	Appointment is subject to approval of the shareholders at Extra Ordinary General Meeting scheduled at May 27, 2026

Brief Profile and Expertise in specific functional Area	Mr. Pradeep Gosalia is currently employed with Parmax Pharma Limited and looking after of all administrative and purchase related activities of the Company. He is associated with the Company since year 2012 and having expertise in administrative and purchase related activities of the Company
Academic Qualification	Bachelor of Science
Name of other Companies in which he holds Directorship	Malwin Pharma Private Limited
Name of other companies in which he holds Chairmanship/ Membership of Committees of Board	Not Applicable
Details of listed entities from which Director resigned during last three years	Not Applicable
No. of Board Meetings attended during FY 2025-26	Not Applicable
No. of Shares held in Parmax Pharma Limited as on date of Notice	3,02,714
Relationship with other directors	None

2. Ms. Salma Badrudin Thobhani

Name of Director	Salma Badrudin Thobhani
DIN	11616267
Date of Birth	20/06/1982
Date of Appointment/ Re-appointment	Appointment is subject to approval of the shareholders at Extra Ordinary General Meeting scheduled at May 27, 2026
Date of First Appointment on the Board	Appointment is subject to approval of the shareholders at Extra Ordinary General Meeting scheduled at May 27, 2026
Brief Profile and Expertise in specific functional Area	Ms. Salma Thobhani is a qualified finance professional and Fellow Chartered Accountant with over 21 years of post-qualification experience. She possesses extensive expertise in auditing, taxation (Income Tax, GST, TDS), financial reporting, and corporate law compliance. Her professional experience includes handling statutory, internal, tax, and system audits, along with advisory services in accounting standards, project finance, and regulatory compliance. She is proficient in ERP systems such as Tally and SAP, and has strong analytical and problem-solving capabilities. Ms. Thobhani also holds certifications including DISA and specialized courses in concurrent audit and artificial

	intelligence for finance professionals. She brings deep financial acumen, regulatory expertise, and strategic advisory capabilities to the board.
Academic Qualification	<ul style="list-style-type: none"> • Fellow Chartered Accountant • DISA (Information System Auditor) • Certificate course on Concurrent Audit of Banks • Certificate Course on Artificial Intelligence for CA (AICA)-Level 1 • Bachelor of Commerce with Advanced Accountancy and Auditing.
Name of other Companies in which he holds Directorship	Nil
Name of other companies in which he holds Chairmanship/ Membership of Committees of Board	Not Applicable
Details of listed entities from which Director resigned during last three years	Not Applicable
No. of Board Meetings attended during FY 2025-26	Not Applicable
No. of Shares held in Parmax Pharma Limited as on date of Notice	Nil
Relationship with other directors	Not Applicable

3. Mr. Ashish Atmaram Shah

Name of Director	Ashish Atmaram Shah
DIN	06873593
Date of Birth	23/03/1975
Date of Appointment/ Re-appointment	Appointment is subject to approval of the shareholders at Extra Ordinary General Meeting scheduled at May 27, 2026
Date of First Appointment on the Board	Appointment is subject to approval of the shareholders at Extra Ordinary General Meeting scheduled at May 27, 2026
Brief Profile and Expertise in specific functional Area	<p>Mr. Ashish A. Shah is a seasoned entrepreneur and business leader with over 30 years of diverse industry experience. He is the Director of Vexent Dyeaux India Pvt. Ltd. and Argenobel Nanoscience Pvt. Ltd., companies engaged in textile chemicals and nanotechnology solutions.</p> <p>He is also the proprietor of Ashish Travels, a well-established travel agency, and has business interests across travel, chemicals, and related sectors. His leadership experience spans operations, business development, and strategic management.</p>

	<p>Mr. Shah is actively involved in social and community initiatives, including roles with Shri Vile Parle Kelavani Mandal Trust and the International Human Rights Protection Council. He holds a Bachelor of Commerce degree from Mumbai University along with a Diploma in Travel & Tourism.</p> <p>He brings strong entrepreneurial vision, relationship management skills, and multisector business expertise.</p>
Academic Qualification	Commerce Graduation from Mumbai University and attended Diploma in Travels and Tourism course.
Name of other Companies in which he holds Directorship	<ol style="list-style-type: none"> 1. Argenobel Nanoscience Private Limited 2. Vexent Dyeaux India Private Limited
Name of other companies in which he holds Chairmanship/ Membership of Committees of Board	Not Applicable
Details of listed entities from which Director resigned during last three years	Not Applicable
No. of Board Meetings attended during FY 2025-26	Not Applicable
No. of Shares held in Parmax Pharma Limited as on date of Notice	Nil
Relationship with other directors	Not Applicable

4. Ms. Anjana Paresh Shah

Name of Director	Anjana Paresh Shah
DIN	00845784
Date of Birth	03/08/1969
Date of Appointment/ Re-appointment	Appointment is subject to approval of the shareholders at Extra Ordinary General Meeting scheduled at May 27, 2026
Date of First Appointment on the Board	Appointment is subject to approval of the shareholders at Extra Ordinary General Meeting scheduled at May 27, 2026
Brief Profile and Expertise in specific functional Area	<p>Ms. Anjana P. Shah is an experienced professional with over two decades of expertise in risk management within the banking and financial services sector.</p> <p>She specializes in credit, market, and enterprise risk, with a proven track record in strengthening underwriting frameworks and implementing data-driven risk models. She has played a key role in ensuring regulatory compliance, including adherence to RBI guidelines, and in aligning risk strategies with business objectives.</p>

	Ms. Shah brings strong leadership in risk governance and strategic decision-making.
Academic Qualification	Bachelors in Commerce
Name of other Companies in which he holds Directorship	1. Excel Debt Broking Private Limited 2. Saviour Insurance Broking Private Limited
Name of other companies in which he holds Chairmanship/ Membership of Committees of Board	Not Applicable
Details of listed entities from which Director resigned during last three years	Not Applicable
No. of Board Meetings attended during FY 2025-26	Not Applicable
No. of Shares held in ParmaX Pharma Limited as on date of Notice	Nil
Relationship with other directors	Not Applicable

Item No. 5:

The Board of Directors of the Company, at its meeting held on May 02, 2026, has approved the reappointment of **Mr. Umang Gosalia** as Managing Director of the Company for a period of 5 years with effect from June 28, 2026, subject to approval of members.

The Company is engaged in the business of manufacturing of pharmaceutical products, drug intermediates and formulations. During the recent financial year(s), the Company has incurred losses due to adverse market conditions, increased input costs, regulatory challenges, and fire incident happened in December 2023.

Notwithstanding the above, the Board is of the opinion that the continued leadership of Mr. Umang Gosalia is crucial for the Company's operations and its efforts towards financial turnaround. He possesses significant industry experience and has been instrumental in managing the affairs of the Company during challenging times.

He is holding the position of Managing Director Company and is associated with the Company since year 2016. Mr. Umang has, through his foresight and visionary approach, coupled with sound understanding of the pharmaceutical industry, has led the Company to the path of growth.

Shareholders at Twenty seventh Annual General Meeting of the Company on September 20, 2021 approved the change in designation from Whole-time Director to Managing Director of the Company, and his existing term as Managing Director on June 28, 2026.

Proposed Remuneration and other terms:

Proposed remuneration as Managing Director is Rs.60,00,000/- per annum including Provident Fund.

He will be entitled to reimbursement of expenses incurred by him in connection with the business of the Company.

The term of the appointment is five years from June 28, 2026. He will be liable to retire by rotation. The Company or the appointee is required to serve the notice period of three months.

The explanatory statement may be considered as a written Memorandum setting out terms, conditions and limits of remuneration of Mr. Umang Gosalia in terms of section 190 of the Act.

The disclosure required under Schedule V to the Companies Act, 2013 are as under:

I. General Information:

(i) Nature of Industry

The Company is in the business of manufacturing and sales of Bulk drugs and Active Pharmaceutical ingredients across India and overseas.

(ii) Date or expected date of commencement of commercial production

The Company is incorporated on December 02, 1994 and already commenced its commercial production since long.

(iii) Financial performance based on given indicators

Financial performance of the Company on standalone basis for financial year 2024-25 is as under:

Particulars	Rs. (In Lacs)
Revenue from operations	2820.39
Profit / (Loss) before tax	(239.51)
Net Profit / (Loss) after Tax	(209.40)
Shareholders' Fund as on March 31, 2025	(643.98)

(iv) Foreign investments or collaborations, if any - None

II. Information about the appointee:

(i) Background details

Mr. Umang Gosalia has significant experience in the pharmaceutical industry and has been associated with the Company for 15 years. He has been actively involved in the overall management of the Company and has contributed towards handling key operational areas of manufacturing, Research and Development of niche products and Human Resource functions of the Company.

He is primarily responsible for overseeing administrative functions, procurement and purchase-related activities, along with general management of the Company's affairs. His role includes vendor management, cost control initiatives, and improving operational efficiencies. Considering his experience and understanding of the Company's business, the Board is of the opinion that he is well suited for the position of Managing Director.

(ii) Past remuneration

His annual remuneration as approved by the shareholders and actually paid were as under:

Financial Year	Shareholder approved Remuneration (Rs.)	Remuneration actually paid (Rs.)
2022-23	39,00,000/-	39,00,000/-

2023-24	39,00,000/-	39,00,000/-
2024-25	39,00,000/-	39,00,000/-

(iii) Recognition or awards - None

(iv) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)

The remuneration being offered to Mr. Umang is commensurate with the job profile, position and the remuneration being offered to the persons with such profile in similar size of the Company in the Industry.

(v) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: Not applicable

III. Other Information

(i) Reasons of loss or inadequate profits

In past, the Company had loss/ inadequate profit to pay the remuneration to managerial personnel of the Company due to COVID-19 pandemic and its consequent impact on demand of overall industry. The profit of the Company may be inadequate or may incur loss in coming year(s) due to industry slowdown, higher competition, regulatory changes or some other unforeseen business reason.

In December, 2023 sever fire incident was happened at the manufacturing plant of the Company and it impacted the Company's manufacturing activities of the Company.

(ii) Steps taken or proposed to be taken for improvement

The Company has undertaken and is in the process of implementing various strategic and operational measures to improve its financial performance. These include cost optimization initiatives through rationalization of administrative overheads and tighter control over procurement and purchase-related expenses. The Company is also strengthening its procurement processes by undertaking better vendor negotiations, exploring alternate sourcing options and improving inventory management systems. Further, the Company is focusing on high-margin products while rationalizing low-yield product lines, along with efforts to expand its customer base in both domestic and export markets. Operational efficiency is being enhanced through improved capacity utilization and process improvements, coupled with strict working capital management and reduction in finance costs. The Company continues to emphasize adherence to regulatory and quality standards to strengthen its market position. Under the leadership of Mr. Umang Gosalia, particular focus is being given to strengthening administrative and procurement functions, which are expected to significantly contribute towards cost control and overall operational efficiency.

(iii) Expected increase in productivity and profits in measurable terms
Not measurable as of now.

IV. Other Disclosures

The information and disclosures of the remuneration package and other details of the Directors required to be disclosed as per Schedule - V to the Act have been/ will be disclosed in the Report on Corporate Governance in the Annual Report.

Mr. Umang satisfies all the conditions set out in Part-I of Schedule V to the Act and under section 196(3) of the Act for being eligible for this appointment. He is not disqualified from being appointed as Director in terms of section 164 of the Act. He is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (“SEBI”) or any other authority.

A special resolution is proposed to be passed for payment of remuneration as per item (A) or item (B) of schedule V at the general meeting of the company for a period not exceeding five years.

His brief profile, nature of expertise and the details required under 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard are provided as under:

DIN	05153830
Date of Birth	23/04/1985
Date of Appointment/ Re-appointment	June 28, 2026
Date of First Appointment on Board	02-01-2016
Brief Profile and Expertise in specific functional Area	Ph.D. (Doctorate in Organic (Chemistry) and having experience over a decade in chemistry & various types of organic reactions, and currently looking after the all production activities of the Company.
Academic Qualification	Masters of Science and Doctorate in Organic (Chemistry)
Name of other Companies in which he holds Directorship	Malwin Pharma Private Limited
Name of other companies in which he holds Chairmanship/ Membership of Committees of Board	None
Details of listed entities from which Director resigned during last three years	None
No. of Shares held in Parmax Pharma Limited as on the date of Notice	2,00,000
No. of Board Meetings attended during FY 2025-26	6
Relationship with other directors, Manager and KMP	Not Applicable

Save and except Mr. Umang Gosalia to the extent of their shareholding interest, in the Company, none of the other Directors, Key Managerial Personnel (“KMP”) of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the Notice.

The Board recommends the Special Resolution set out at Item Nos. 1 to 5 of the Notice for approval of the Members.

For and Behalf of Board and Promoters of Parmax Pharma Limited

Umang Alkesh Gosalia

Managing Director

Date: May 02, 2026

Registered office: Plot No. 20, Survey No. 52,

Rajkot-Gondal National Highway No. 27, Hadamtala,

Tal. Kotda Sangani, Dist. Rajkot, Rajkot, Gujarat 360311



Form No. MGT-11
Proxy Form

Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014}

CIN: L24231GJ1994PLC023504

Name of the company: Parmax Pharma Limited

Registered office: Plot No. 20, Survey No. 52, Rajkot-Gondal National Highway No. 27, Hadamtala, Tal. Kotda Sangani, Dist. Rajkot, Rajkot, Gujarat 360311

I, _____, being the member (s) of 16,935 shares of the above named company, hereby appoint

1. Name :

Address :

E—mail Id :

Signature _____, or failing him

2. Name :

Address:

E—mail Id:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary general meeting of the company, to be held on the May 27, 2026 At 14:30 p.m. at Plot No. 20, Survey No. 52, Rajkot-Gondal National Highway No. 27, Hadamtala, Tal. Kotda Sangani, Dist. Rajkot, Rajkot, Gujarat 360311 and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.

ITEM NO. 1: APPOINTMENT OF MR. PRADEEP RAMNIKLAL GOSALIA, (DIN - 01130646) AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY.

ITEM NO. 2: APPOINTMENT OF MS. SALMA BADRUDIN THOBHANI, DIN - 11616267 AS NON-EXECUTIVE DIRECTOR OF THE COMPANY.

ITEM NO. 3: APPOINTMENT OF MR. ASHISH ATMARAM SHAH, (DIN-06873593) AS A NON-EXECUTIVE AND INDEPENDENT DIRECTOR OF THE COMPANY.

ITEM NO. 4: APPOINTMENT OF MS. ANJANA PARESH SHAH, (DIN-00845784) AS A NON-EXECUTIVE AND INDEPENDENT DIRECTOR OF THE COMPANY.

ITEM NO. 5: RE-APPOINTMENT OF MR. UMAMNG ALKESH GOSALIA (DIN: 05153830) AS MANAGING DIRECTOR

Signed this ____ day of _____ 2026

.....
Signature of shareholder



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

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Form No. MGT- 12
Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 und rule 21(l) (c) of the Companies (Management and Administration) Rules. 2014]

CIN: L24231GJ1994PLC023504

Name of the company: Parmax Pharma Limited

Registered office: Plot No. 20, Survey No. 52, Rajkot-Gondal National Highway No. 27, Hadamtala, Tal. Kotda Sangani, Dist. Rajkot, Rajkot, Gujarat 360311

BALLOT PAPER

Sl. No	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	

I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

No	Item No.	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	APPOINTMENT OF MR. PRADEEP RAMNIKLAL GOSALIA, (DIN - 01130646) AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY.			
2	APPOINTMENT OF MS. SALMA BADRUDIN THOBHANI, DIN - 11616267 AS NON-EXECUTIVE DIRECTOR OF THE COMPANY.			

3	APPOINTMENT OF MR. ASHISH ATMARAM SHAH, (DIN-06873593) AS A NON-EXECUTIVE AND INDEPENDENT DIRECTOR OF THE COMPANY.			
4	APPOINTMENT OF MS. ANJANA PARESH SHAH, (DIN-00845784) AS A NON-EXECUTIVE AND INDEPENDENT DIRECTOR OF THE COMPANY.			
5	RE-APPOINTMENT OF MR. UMAMNG ALKESH GOSALIA (DIN: 05153830) AS MANAGING DIRECTOR			

Place:

Date:

(Signature of the shareholder*)

Route map of Venue of EGM:

