



SMS PHARMACEUTICALS LIMITED

CIN: L24239TG1987PLC008066

Regd. Office: Plot No. 72, H.No: 8-2-334/3&4, Road No. 5,
Opp. SBI Executive Enclave, Banjara Hills,
Hyderabad, Telangana – 500034

Contact No.:040 -35359999 | Email: complianceofficer@smspharma.com

Website: www.smspharma.com

NOTICE OF POSTAL BALLOT

E-VOTING STARTS ON	E-VOTING ENDS ON
Wednesday, 12 th July, 2023 at 9.00 a.m. (IST)	Thursday, 10 th August, 2023 at 5.00 p.m. (IST)

Dear Shareholders,

NOTICE is hereby given that the resolution(s) set out below is proposed to be passed by the members of SMS Pharmaceuticals Limited (“**the Company**”) by means of (“**Postal Ballot**”), only by way of remote e-voting process (“**e-voting**”) pursuant to the provisions of Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013, Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard issued by Institute of Company Secretaries of India (ICSI) on General Meetings read with the General Circular No. 14/2020 dated 8th April, 2020, the General Circular No. 17/2020 dated 13th April, 2020, the General Circular No. 22/2020 dated 15th June, 2020, the General Circular No. 33/2020 dated 28th September, 2020, the General Circular No. 39/2020 dated 31st December, 2020, the General Circular No. 10/2021 dated 23rd June, 2021 and General Circular No. 20/2021 dated 08th December, 2021, General Circular No. 03/2022 dated 05th May, 2022 and General Circular No. 11/2022 dated 28th December, 2022 issued by the Ministry of Corporate Affairs (“**MCA Circulars**”) that the Resolution(s) as set out in this Notice is proposed for consideration by the members of the Company for passing by means of Postal Ballot by voting through electronic means (‘remote-voting’) only.

Shareholders can vote only through the remote e-voting process. Accordingly, the Company is pleased to offer a remote e-voting facility to all its shareholders to cast their votes electronically. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for the purpose of providing remote e-voting facility to all its Shareholders. Shareholders are requested to carefully read the instructions and follow the procedure as stated in the Notes forming part of this Notice under the section “**Instructions relating to e-voting**” for casting their vote electronically not later than **5.00 p.m.(IST) on Thursday, 10th August, 2023**. The remote e-voting facility shall be disabled by CDSL immediately thereafter and voting shall not be allowed beyond the said time and date.

In accordance with the provisions of the MCA Circulars, the Company has made all the necessary arrangements for the shareholders to register their e-mail addresses. Therefore, those shareholders who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the notes to this Postal Ballot Notice.

Hence, in compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the members for this Postal Ballot and members are required to communicate their assent or dissent through the remote e-voting system only.

The Statement pursuant to Section 102(1) and other applicable provisions of the Companies Act, 2013 read with the Rules thereunder, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is annexed hereto.

The Board of Directors of the Company has appointed Mr. C. Sudhir Babu, Practicing Company Secretary as the Scrutinizer pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, for conducting the postal ballot /e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

The Scrutinizer will submit his report, after the completion of scrutiny, to the Managing Director of the Company or any person authorized by him. The results shall be declared within two working days and will be displayed on the Company's website www.smspharma.com and will also be communicated to the Stock Exchanges and on the website of Central Depository Services (India) Limited www.evotingindia.com.

The resolutions, if passed by the requisite majority, shall be deemed to have been passed on **Thursday, 10th August, 2023** i.e., the last date specified for receipt of votes through the e-voting process.

The shareholders are requested to consider and, if thought fit, pass the following resolutions:

SPECIAL BUSINESS:

ITEM NO.1

RE-APPOINTMENT OF MR. SHRAVAN KUDARAVALLI (DIN 06905851) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the

Act') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Mr. Shraavan Kudaravalli (DIN: 06905851), who was appointed as an Independent Director of the Company for a first term of 5 (five) consecutive years upto 25th May, 2023 and who being eligible for re-appointment as an Independent Director has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from 26th May, 2023 to 25th May, 2028 (both days inclusive)."

"RESOLVED FURTHER THAT any Director or Company Secretary of the Company be hereby authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

By order of the Board of Directors
For SMS Pharmaceuticals Limited

Thirumalesh Tumma
Company Secretary
Membership No.: 35824

Date: 24.05.2023
Place: Hyderabad

EXPLANATORY STATEMENT

Pursuant to Sections 102 and 110 of the Companies Act, 2013

The following statement sets out all material facts relating to the resolution to be passed as mentioned in the accompanying Notice.

ITEM NO. 1:

Mr. Shravan Kudaravalli was appointed as a Non-Executive Independent Director of the Company, for a period of 5 (five) years, with effect from 26th May, 2018 to 25th May, 2023, in terms of the provisions of Section 149 of the Act and Regulation 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). Accordingly, the first term of five years of Mr. Shravan Kudaravalli, as a Non-Executive Independent Director of the Company, was expired on 25th May, 2023 and is eligible for re-appointment for a second term on the Board of the Company.

Based on the skills, competence and expertise in understanding, of global business dynamics, appreciation of long-term trends, strategic choices and experience in guiding and leading with management teams, developing governance practices, contribution in the Board and Committee meetings and based on the performance evaluation, the Board, on the recommendation of the Nomination and Remuneration Committee, has determined that the re-appointment of Mr. Shravan Kudaravalli would be beneficial to the Company.

Accordingly, the Board of Directors, at their meeting held on 24th May, 2023, re-appointed Mr. Shravan Kudaravalli as Independent Director with effect from 26th May, 2023 and recommended his re-appointment as a Non-Executive Independent Director for a second consecutive term of five years from 26th May, 2023 to 25th May, 2028 (both days inclusive), not liable to retire by rotation, subject to the approval of the Members by way of a Special Resolution.

The Company has, received a notice in writing from a Member, in terms of Section 160(1) of the Act, proposing his candidature for the office of Director.

The Company has received a declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. He has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Mr. Shravan Kudaravalli has also confirmed that he is not disqualified from being appointed as Director, in terms of the provisions of Section 164 (2) of the Act and is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority and has given his consent to act as a Director of the Company. There is no inter se relationship between him and any other member of the Board and other Key Managerial Personnel.

In the opinion of the Board, Mr. Shravan Kudaravalli fulfils the conditions specified in the Act and the Rules made thereunder read with the provisions of the Listing Regulations, as amended, for re-appointment as an Independent Director and is independent of the management of the Company.

The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company at <https://smspharma.com/wp-content/uploads/2023/02/Terms-and-Conditions-of-Independent-Directors-new.pdf> and would also be made available for inspection to the Members of the Company up to Thursday, 10th August, 2023, by sending a request from their registered email address to the Company at complianceofficer@smspharma.com along with their Name, DP ID & Client ID/ Folio Number.

Brief profile of Mr. Shravan Kudaravalli is as follows:

Mr. Shravan Kudaravalli is Fellow Member of the Institute of Chartered Accountants of India. He is a partner in a reputed Chartered Accountancy firm and has experience in the area of Auditing, Accountancy, Company Law, Income Tax and Finance. He is involved in handling Internal and Statutory Audits of various Public and Private Companies and ERP systems designing for clients. He worked in various organizations both in India and abroad.

Mr. Shravan Kudaravalli is presently the Chairman of the Audit Committee of the Company, Member of Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Risk Management Committee of the Company. The details of directorship held by Mr. Shravan Kudaravalli in other companies and other details are given as the Annexure to this Notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of SEBI Listing Regulations and other applicable Regulations, the re-appointment of Mr. Shravan Kudaravalli as a Non-Executive Independent Director is now being placed before the Members for their approval by way of a Special Resolution. The Board recommends the Special Resolution as set out in **Item No.1**, this Notice for approval of the Members.

Except Mr. Shravan Kudaravalli and his relatives, none of the Directors and Key Managerial Personnel of the Company and their respective relatives is, in any way, concerned or interested, in the Resolution set out in this Notice.

ANNEXURE:**DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT**

(In pursuance of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings)

Name	Mr. Shravan Kudaravalli
DIN	06905851
Date of Birth	28 th April, 1978
Date of first appointment	26 th May, 2018
Qualifications	B.Com, Chartered Accountant
Expertise in specific functional areas	He has experience in the area of Auditing, Accountancy, Company Law, Income Tax and Finance. He is involved in handling Internal and Statutory Audits of various Public and Private Companies and ERP systems designing for clients. He worked in various organizations both in India and abroad.
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	Refer Item No. 1 of the Notice and Explanatory Statement
Terms and Conditions of re-appointment	Re-appointment as a Non-Executive Independent Director for a second consecutive term of five years, with effect from 26 th May, 2023 to 25 th May, 2028, not liable to retire by rotation.
Details of Remuneration last drawn	During financial year 2022-23 Mr. Shravan Kudaravalli was paid Rs.3.30 lakhs towards Sitting fees.
Details of Remuneration sought to be paid	Sitting fees for attending Board Meetings and Committee meetings, if any, where he is a member.
Number of Board meetings attended during the Financial Year 2022-23	4 (Four)
Directorships held in other companies	CMH Tools Limited
Listed Entities from which he has resigned as Director in past 3 years:	SMS Lifesciences India Limited

Memberships / Chairmanships of committees of other companies	-
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	-
Number of Equity Shares held in the Company	30,000

By order of the Board of Directors
For SMS Pharmaceuticals Limited

Thirumalesh Tumma
Company Secretary
Membership No.: 35824

Date: 24.05.2023
Place: Hyderabad

NOTES:

1. The Explanatory Statement pursuant to Section 102 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, setting out the material facts and reasons for the resolutions in respect of the businesses set out above is annexed hereto.
2. In compliance with the provisions of Section 108 and Section 110 and other applicable provisions of the Act read with the Management Rules and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer e-voting facility to all the Members of the Company. For this purpose, the **Company has engaged the services of CDSL for facilitating e-voting** to enable the Members to cast their votes electronically.
3. The Postal Ballot Notice is being sent only by email to all the Members, whose names appear on the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as **on Friday 07th July, 2023 (the 'cut-off date')** and who have registered their email addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with Company's Registrar and Share Transfer Agent ("**RTA**"), Aarthi Consultants Private Limited.
4. Members may note that the aforesaid Postal Ballot Notice has been uploaded on the website of the Company at www.smspharma.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The Postal Ballot Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility). Accordingly, members who have not registered their e-mail address may register their e-mail address by sending an email to Company (complianceofficer@smspharma.com & cs@smspharma.com) / RTA (info@arthiconsultants.com), along with their folio no./DP ID client ID and valid email address for registration.
5. The voting rights of the Members shall be reckoned in proportion to the equity shares held by them on the cut-off date on **Friday, 07th July, 2023**. Only those Members holding shares either in physical form or dematerialized form as on the Cut-off date will be entitled to cast their votes by remote e-voting.
6. Resolution, if passed by the Members through postal ballot is deemed to have been duly passed on the last date specified for the remote e-voting i.e. **Thursday, 10th August, 2023** and shall be deemed to have been passed at a general meeting of Members convened on that behalf.

7. A member cannot exercise his vote by proxy on a Postal Ballot.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, Section 108, 110 and other applicable provisions of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the Company is providing facility of e-voting to its members in respect of the business to be transacted through postal ballot.

Company has appointed Central Depository Services (India) Limited ("CDSL") as the authorized e-voting agency for facilitating voting through electronic means.

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

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

Members whose names are recorded in the Register of members or in the register of beneficial owners maintained by the depositories as **on Friday 07th July, 2023 ("Cut-off date")**, shall be entitled to avail the facility of e-voting

- (i) The voting period begins on **Wednesday, 12th July, 2023 at 09.00 a.m. (IST) and ends on Thursday, 10th August, 2023 at 05.00 p.m. (IST)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) 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.

- (iii) 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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings **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 cdsi 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 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

	<p>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>
<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.nsdl.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.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</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 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.</p>

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.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

(iv) Login method for e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com
- 2) Click on "Shareholders" 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 Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical

	<p>shareholders)</p> <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.
<p>Dividend Bank Details OR Date of Birth (DOB)</p>	<p>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.</p> <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.

- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant SMS Pharma on which you choose to vote.
- (ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the 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.
- (x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) 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 & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (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.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.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.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, 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, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

- a) **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 & info@aarthiconsultants.com and mark copy to cs@smspharma.com and complianceofficer@smspharma.com

- b) **For Demat Shareholders:** – Please update your email id & mobile no with your respective Depository Participant (DP)
- c) **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.

The link for updation of your details provided here <http://www.aarthiconsultants.com/investors/login.php>

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, 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 at toll free no. 1800 22 55 33

- d) in case of any query / grievance in connection with the Postal Ballot including remote e-voting, members may contact the below:

Company	SMS PHARMACEUTICALS LIMITED Regd. Office: Plot No. 72, H.No: 8-2-334/3&4, Road No. 5, Opp. SBI Executive Enclave, Banjara Hills, Hyderabad, Telangana – 500034 Phone: 040-35359999 / 9100123244 Email: cs@smspharma.com ; complianceofficer@smspharma.com
Registrar & Transfer Agent	Aarthi Consultants Private Limited Phone: 040-27638111 / 27634445 Email: info@arthiconsultants.com ; arthiconsultants@gmail.com
e-voting Agency	Central Depository Services (India) Limited Phone: 1800 22 55 33/ 022-23058738 and 022-23058542 / 43 Email: helpdesk.evoting@cdslindia.com
Scrutinizer	Mr. C.Sudhir Babu, Practicing Company Secretary Phone: 7981191458 / 9493676368 Email: csbassociates27@gmail.com