



ALKEM

Alkem Laboratories Limited

Regd. Office: Alkem House, Senapati Bapat Marg, Lower Parel, Mumbai - 400013

Website: www.alkemlabs.com Email Id: investors@alkem.com

CIN: L00305MH1973PLC174201

Tel.: 022-3982 9999 Fax: 022-2495 2955

POSTAL BALLOT NOTICE

To
The Member(s),
Alkem Laboratories Limited

Notice is hereby given pursuant to Section 110 of the Companies Act, 2013, as amended ("the Companies Act") read with Rule 22 of Companies (Management and Administration) Rules, 2014, as amended from time to time, read with the Circular No. 14/2020 dated 08th April, 2020, Circular No. 17/2020 dated 13th April, 2020 and Circular No. 33/2020 dated 28th September, 2020, issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations") and other applicable laws and regulations to transact the following Special Business by the Members of Alkem Laboratories Limited ("the Company") by passing the Resolution appended below, through postal ballot ("Postal Ballot") only by voting through electronic means ("remote e-voting"). The Explanatory Statement under Section 102(1) of the Companies Act, setting out the material facts and reasons for the proposed resolution is also appended to this Notice.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice and login ID and password for remote e-voting. The communication of the assent or dissent of the Members would only take place through the remote e-voting system.

The Board of Directors of the Company, at its meeting held on 06th November, 2020, appointed CS Manish L. Ghia, Partner, M/s Manish Ghia & Associates, Company Secretaries, Mumbai (COP No. 3531) as Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.

The remote e-voting period commences from 9.00 a.m. (IST) on Saturday, 28th November, 2020 and ends at 5.00 p.m. (IST) on Sunday, 27th December, 2020. The Scrutinizer will submit his report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The result of the Postal Ballot will be declared on Tuesday, 29th December, 2020 by 5.00 p.m. at the Registered Office of the Company located at Alkem House, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013 and communicated to the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) and posted on the Company's website <https://www.alkemlabs.com/voting-result.php> and on the Notice Board of the Company at its Registered Office after the declaration of the results.

The Resolution, if passed by requisite majority, shall be deemed to have been passed on the last date of remote e-voting.

POSTAL BALLOT – SHAREHOLDERS' PROPOSED RESOLUTION:

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

"RESOLVED THAT in partial modification of the earlier resolution passed by the shareholders through postal ballot on 06th January, 2018 pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the relevant provisions of the Articles of Association of the Company, consent of the shareholders of the Company be and is hereby accorded to increase the remuneration of Mr. Sandeep Singh (DIN 01277984), Managing Director of the Company by including the payment of such amounts as commission as may be decided by the Board of Directors for each financial year up to a maximum of 0.50% of the net profits of the Company to be calculated in accordance with Section 198 of the Act with effect from 01st April, 2020 for his remaining term upto 16th October, 2022, in addition to his existing remuneration, benefits and perquisites.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

By Order of the Board of Directors

Manish Narang
President - Legal, Company Secretary & Compliance Officer
(ICSI Membership No. F4365)

Place: Mumbai

Date: 06th November, 2020

NOTES

1. Explanatory Statement stating the material facts and reasons for the proposed Ordinary Resolution, pursuant to Section 102(1) of the Companies Act is annexed herewith.
2. In compliance with the Circular No. 14/2020 dated 08th April, 2020, Circular No. 17/2020 dated 13th April, 2020 and Circular No. 33/2020 dated 28th September, 2020 issued by the Ministry of Corporate Affairs, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories.

If your e-mail address is not registered with the Company/Depositories, you may register on or before 5:00 p.m. (IST) on Friday, 18th December, 2020 to receive this Postal Ballot Notice and the procedure for remote e-voting along with the login ID and password for remote e-voting by completing the process for registration of e-mail address as under:

(a) Registration of email ID for shareholders holding physical shares:

The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their e-mail addresses may get their e-mail addresses registered with Link Intime India Pvt Ltd, by clicking the link: https://linkintime.co.in/emailreg/email_register.html in their website www.linkintime.co.in at the Investor Services tab by choosing the E mail / Bank Registration heading and follow the registration process as guided therein. The Members are requested to provide details such as Name, Folio Number, Certificate number, PAN , mobile number and e mail id and also upload the image of share certificate in PDF or JPEG format. (upto 1 MB) .

On submission of the Members details an OTP will be received by the Members which needs to be entered in the link for verification.

(b) For Permanent Registration for Demat shareholders:

It is clarified that for permanent registration of e-mail address, the Members are requested to register their e-mail address, in respect of demat holdings with the respective Depository Participant (DP) by following the procedure prescribed by the Depository Participant.

(c) For Temporary Registration for Demat shareholders:

The Members of the Company holding Equity Shares of the Company in Demat Form and who have not registered their e-mail addresses may temporarily get their e-mail addresses registered with Link Intime India Pvt Ltd by clicking the link: https://linkintime.co.in/emailreg/email_register.html in their web site www.linkintime.co.in at the Investor Services tab by choosing the E mail Registration heading and follow the registration process as guided therein. The Members are requested to provide details such as Name, DPID, Client ID/ PAN, mobile number and e-mail id.

3. The Notice of Postal Ballot is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) as on Friday, 20th November, 2020.
4. Voting rights in the remote e-voting cannot be exercised by a proxy, though corporate and institutional shareholders shall be entitled to vote through their authorised representatives, with proof of their authorization.

5. In compliance with Section 108 and 110 of the Companies Act read with Companies (Management and Administration) Rules, 2014 made thereunder and Regulation 44 of Listing Regulations, the Company is offering remote e-voting facility to all the Members of the Company to enable them to cast their votes electronically and has engaged the services of CDSL for the same. The remote e-voting facility is available at the link <https://www.evotingindia.com>. The instructions for electronic voting forms part of this Notice.
6. Voting rights shall be reckoned on the paid-up value of shares registered in the names of the Members as on Friday, 20th November, 2020. The remote e-voting period begins on Saturday, 28th November, 2020 at 09.00 a.m. and ends on Sunday, 27th December, 2020 at 5.00 p.m.
7. The Company has appointed CS Manish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai (COP No. 3531) as Scrutinizer for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner.
8. The Scrutinizer will submit his report to the Chairman of the Company after completion of scrutiny and the result of the remote e-voting by Postal Ballot will be announced by the Chairman or a person duly authorized by him in writing on or before Tuesday, 29th December, 2020 by 5.00 p.m. at the Registered Office of the Company and shall also be displayed on the Company's website (www.alkemlabs.com), Notice Board at the Registered Office of the Company and communicated to BSE Limited and National Stock Exchange of India Limited where the shares of the Company are listed, CDSL and Registrar and Share Transfer Agents.
9. The Resolution, if passed by requisite majority, shall be deemed to have been passed on the last date of remote e-voting i.e. Sunday, 27th December, 2020.
10. In case any Member has queries, grievances or issues relating to Postal Ballot, Members are requested to write an email to rnt.helpdesk@linkintime.co.in or may write to Ms. Ashwini Nemlekar, Link Intime India Private Limited, C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083; Phone Number: 022-49186000 and for any queries, grievances or issues related to e-Voting, members may refer to the Frequently Asked Questions and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Mehboob Lakhani, Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (E), Mumbai – 400013 or call on 022-23058542/43.

INSTRUCTIONS FOR E-VOTING:

- (i) The remote e-voting period begins on Saturday, 28th November, 2020 at 09.00 a.m. and ends on Sunday, 27th December, 2020 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on 20th November, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders / Members
- (iv) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company. OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from Login-Myeasiusing yourlogin credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

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

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical 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.
Dividend Bank Details OR Date of Birth (DOB)	<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 as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN of **Alkem Laboratories Limited** on which you choose to vote.
- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the changed 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.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.

- 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013

The shareholders of the Company, through Postal Ballot, on 06th January, 2018 had approved the appointment of Mr. Sandeep Singh, Managing Director of the Company for a term of five (5) years upto 16th October, 2022 and further authorised the Board of Directors of the Company to approve the increments in remuneration to be paid to Mr. Sandeep Singh, from time to time, not exceeding 20% p.a. of his last drawn annual remuneration after considering his contribution towards the growth and performance of the Company. The Board of Directors at their meetings held on 08th February, 2019 and 07th February, 2020 had approved an increase in remuneration of Mr. Sandeep Singh. Mr. Sandeep's current remuneration is Rs. 54,51,000/- (Rupees Fifty Four Lakhs Fifty One Thousand only) per month along with the other perquisites as approved by the shareholders of the Company as set forth below:

- Medical Reimbursement: Medical reimbursement for himself and his family subject to a ceiling of Rs. 15,000/- per month.
- Leave Travel Allowance: Leave Travel Allowance for himself and his family once in a year which shall not exceed one month's salary.
- Personal Accident Insurance Premium: The Company shall reimburse Personal Accident Insurance Premium.
- Provident Fund and Family Pension: Benefit of Provident Fund and Family Pension as per the Company's rules.
- Gratuity, Encashment of Leave and Leave: As per rules of the Company.
- Others: Entitled to use of two Company's cars along with two drivers on actuals basis, entitled for entrance and annual membership fees of any one club and entitled for two domestic help personnel. Entitled to re-imbursement of expenses incurred in the course of legitimate business purpose of the Company.
- Mr. Sandeep Singh is not entitled for sitting fees for attending the Meeting of the Board of Directors of the Company.

Mr. Sandeep Singh has been responsible for domestic as well as international operations of the Company and received the “Emerging Pharma Leader of 2016” award by Pharma Leaders in association with Ministry of Health & Family Affairs, Government of India.

Considering his contribution and involvement towards the growth of the Company, and based on the recommendation of Nomination & Remuneration Committee and Audit Committee, the Board at its meeting held on 06th November, 2020 subject to the approval of shareholders approved an increase in the remuneration of Mr. Sandeep Singh, Managing Director of the Company by including the payment of such amounts as commission as may be decided by the Board of Directors for each financial year up to a maximum of 0.50% of the net profits of the Company to be calculated in accordance with Section 198 of the Companies Act, 2013 with effect from 01st April, 2020 for his remaining term up to 16th October, 2022 in addition to his existing remuneration, benefits and perquisites.

The Board recommends the Ordinary Resolution set out in the Notice for approval of the shareholders. Disclosure as required under Secretarial Standard-2 on General Meetings is given as an Annexure to this Explanatory Statement.

Except Mr. Sarvesh Singh and Mr. Sandeep Singh and their respective relatives, none of the other Promoters, Directors, Key Managerial Personnel and their respective relatives is concerned or interested in the proposed Ordinary Resolution.

By Order of the Board of Directors

Manish Narang
President - Legal, Company Secretary & Compliance Officer
(ICSI Membership No. F4365)

Place: Mumbai

Date: 06th November, 2020

ANNEXURE TO THE NOTICE

Name of Director	Mr. Sandeep. Singh
DIN	01277984
Date of Birth	23 rd July, 1982
Age	38 years
Qualifications	Bachelor of Arts and Master's Degree in Political Science
Experience	Over 17 years
Expertise in specific functional area	Pharmaceutical (Domestic and International) and Finance
Date of Appointment on the Board	Original Appointment: 25 th October, 1988 Appointment at current designation: 17 th October, 2017
Terms and conditions of appointment	As detailed in the Ordinary Resolution set out in the Notice
Remuneration last drawn	Rs. 72.5 Million for FY 2019-20
Remuneration proposed to be given	As detailed in the explanatory statement of the Notice
Number of shares held in the Company as on 30 th September, 2020	1,12,357 Equity Shares of Rs. 2/- each
List of Directorships held in other companies (excluding foreign, private and Section 8 companies)	Enzene Biosciences Limited
Chairmanship / Membership of Committees: Audit and Stakeholders' Relationship Committees across Public Companies including Alkem Laboratories Limited	1. Member of Audit Committee of Alkem Laboratories Limited 2. Member of Audit Committee of Enzene Biosciences Limited
Relationship between Directors inter se	Brother of Mr. Sarvesh Singh, Executive Director of the Company.
Number of Board Meetings attended during the year 2019-20 (Out of total 7 Board Meetings held)	6