

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014.

Dear Member(s),

Notice of Postal Ballot ('Notice') is hereby given that pursuant to the provisions of Section 108, 110 of the Companies Act, 2013 (the 'Act') and the Companies (Management and Administration) Rules, 2014 ('Rules') read with circulars issued by the Ministry of Corporate Affairs ('MCA') vide General Circular No. 14/2020 dated April 08, 2020 and subsequent circulars issued in this regard and the latest one being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars'), the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and other applicable provisions of the acts, rules, regulations, circulars and notifications (including any statutory modifications or reenactment(s) thereof for the time being in force and as amended from time to time), the resolution appended below is proposed for approval of the shareholders of Aptus Pharma Limited (the 'Company') through postal ballot only by voting through electronic means ('remote e-voting').

Sr. No.	Particulars of Resolution	Type of Resolution
1.	Increase In Authorised Share Capital and Consequent Alteration to the Capital Clause of the Memorandum of Association.	Ordinary
2.	Issue of Bonus Shares in the ratio of 3:2 i.e. 3 (Three) bonus equity shares for every 2 (Two) existing fully paid-up equity share held by the Members of the Company.	Ordinary

In compliance with the MCA Circulars, the Company is sending this Postal Ballot Notice along with explanatory statement ("Notice") and remote e-voting instructions only by email to all its members who have registered their email address with the Company and Accurate Securities And Registry Private Limited, Registrar and Share Transfer Agent ("RTA") or depository(ies)/ depository participants as on Tuesday, 24th March, 2026 ("the cutoff date"). If your email address is not registered with the Company/ RTA/ Depositories/ Depository Participants, please follow the process provided in of the notes to this Notice. The communication of assent /dissent of the Members on the resolution(s) proposed in the Notice will only take place through the remote e-voting system.

Regd. Address: Ashutosh Buildcon, Opp. Slok – 2, Nr. Harikrupa Logistic Park, Aslali, Daskroi, Ahmedabad, Gujarat – 382427, India

Contact: 76004 27827, E-mail: aptuspharma@rediffmail.com, Website: www.aptus-pharma.com

CIN: U24230GJ2010PLC061957, GSTIN: 24AAICA7890D1ZM

In compliance with the provisions of Sections 108, 110 and other applicable provisions of the Act, read with (i) Rule 20 and Rule 22 of the Rules, as amended; (ii) Regulation 44 of the SEBI Listing Regulations; (iii) SS-2; and (iv) MCA Circulars, the Company has provided e-Voting facility only, to its shareholders to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. For this purpose, the Company has engaged the services of Central Depository Services Limited ('CDSL') as the agency to provide e-Voting facility. The instructions for e-Voting forms part of the Notice.

The Explanatory Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice is also attached.

The Postal Ballot Notice will be displayed on the Company's website www.aptus-pharma.com and on the website of CDSL www.evotingindia.com, the website of the RTA at www accuratesecurities.com/ and on the websites of BSE Limited <https://www.bseindia.com> ("Stock Exchange").

The votes can be cast during the following voting period:

REMOTE E-VOTING STARTS ON	REMOTE E-VOTING ENDS ON
Friday, 27 th March, 2026	Saturday, 25 th April, 2026

Members are requested to read carefully the instructions in this Postal Ballot Notice and record their assent (FOR) or dissent (AGAINST) only through the Remote e-Voting process not later than 5:00 P.M. (IST) on Saturday, 25th April, 2026. Remote e-Voting will be blocked immediately thereafter and will not be allowed beyond the said date and time.

Pursuant to Rule 22 of the Companies (Management and Administration) Rules, 2014, the Board of Directors has appointed M/s. Nalin Ganatra, Company Secretaries in Practice, as Scrutiniser for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose.

SPECIAL BUSINESSES:

1. TO INCREASE THE AUTHORISED CAPITAL OF THE COMPANY:

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

“RESOLVED THAT in accordance with the provisions of Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, consent of the members of the company be and is hereby accorded for increase in the authorized share capital of the company from INR. 7,15,00,000/- (Rupees Seven Crores Fifteen Lakhs Only) comprising 71,50,000 (Seventy-One Lakh Fifty Thousand) equity shares of Rs. 10 (Rupees Ten)

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to INR 25,00,00,000/- (Rupees Twenty-Five Crores Only) divided into 2,50,00,000 (Two Crores Fifty Lakhs Only) equity shares of Rs. 10 (Rupees Ten) each and consequently the existing clause 5 of the Memorandum of Association of the company, relating to the share capital be and is hereby altered by deleting the same and substituting in its place the following new clause 5:

5. The Share Capital of the Company is 25,00,00,000 rupees, divided into 2,50,00,000 equity shares, shares of 10 rupees each

RESOLVED FURTHER the Board of Directors (or a Committee formed by them for this purpose) of the Company be and is hereby authorized to take all such steps as it may deem necessary, proper or expedient to give effect to this resolution.”

2. TO CONSIDER AND APPROVE ISSUE OF BONUS SHARES:

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

“**RESOLVED THAT** in accordance with the provisions of Section 63 and other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, Article 202 of the Articles of Association of the Company, Regulations 293, 294 and 295 and other applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), the Foreign Exchange Management Act, 1999 (“FEMA”) (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), if any, and other applicable regulations, rules and guidelines issued by SEBI and the Reserve Bank of India (“RBI”) from time to time, and subject to such approvals, consents, permissions, conditions and sanctions as may be necessary from appropriate authorities and on the recommendation of the Board of Directors, approval of the Members be and is hereby accorded for capitalization of such sum standing to the credit of the securities premium account of the Company, for the purpose of the issue of 1,02,90,000 (One Crore Two Lakh Ninety Thousand) bonus equity shares of ₹ 10/- (Rupee Ten Only) each, credited as fully paid-up equity shares to the holders of the existing equity shares of the Company in consideration of their said holding and whose names appear in the Register of Members maintained by the Company/List of Beneficial Owners as received from the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”), on such date as may be fixed in this regard by the Board or its committee, in the proportion of 3:2 i.e. 3 (Three) bonus equity shares for every 2 (Two) existing fully paid-up equity share held by the Members of the Company AND THAT the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up capital of the Company held by each such Member.

RESOLVED FURTHER THAT the bonus shares so allotted shall rank pari-passu in all respects with the fully paid-up equity shares of the Company as on the Record Date and the same shall be subject to the terms and conditions contained in Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT in accordance with the SEBI ICDR Regulations, the new equity shares to be allotted pursuant to the bonus issue shall be allotted in dematerialized form only and shall be credited to the respective beneficiary accounts of the members with their respective Depository Participant(s).

RESOLVED FURTHER THAT the issue and allotment of the bonus equity shares to Non-Resident Members, Foreign Portfolio Investors / Foreign Institutional Investors and other Foreign Investors, shall be subject to the approval, if any, of RBI under the FEMA or any other regulatory authority.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of such bonus equity shares on the BSE- SME Stock Exchange where the equity shares of the Company are presently listed as per the provisions of the SEBI Listing Regulations and other applicable regulations, rules and guidelines.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board/it's Committee be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company including to fix and announce the Record Date, to make appropriate adjustments on account of issue of bonus equity shares, to accept and make any alteration(s), modification(s) to terms and to give such directions as they may in their absolute discretion deem necessary, proper or desirable, to apply for requisite approvals, to settle any questions, doubts or difficulties that may arise with regard to the issue of bonus equity shares as aforesaid and to carry out/ execute all matters in connection therewith and incidental thereto in order to give full effect to this resolution including execution and filing of all the relevant documents with the Registrar of Companies, Stock Exchanges, Depositories and other appropriate authorities in due compliance of the applicable rules and regulations.”

**For and on behalf of Board of Directors
Aptus Pharma Limited**

Date: 24.03.2026

Place: Rajkot

SD/-

**Tejash Maheshchandra Hathi
Managing Director
DIN: 03151221**

CIN: U24230GJ2010PLC061957

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Notes:

1. The Explanatory Statement, for the proposed resolutions mentioned above, pursuant to Section 102 read with Section 110 of the Companies Act, 2013 (“Act”) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), as amended and any other related provisions of the Act (including any statutory modifications or re-enactment thereof, for the time being in force) is annexed hereto and forms part of this Postal Ballot Notice (“Notice”).
2. Pursuant to MCA Circulars, the Company is sending this Postal Ballot Notice ONLY in electronic form to those Members whose names appear in the Register of Members/List of Beneficial Owners as received by the Company from the Depositories/ Accurate Securities And Registry Private Limited, the Company’s Registrar and Transfer Agent (RTA’), as on Tuesday, March 24, 2026 (‘Cut Off Date’) and whose e-mail addresses are registered with the Company/RTA/ Depositories/Depository Participants and who will register their e-mail address in accordance with the process outlined in this Notice. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on Cut-Off Date.
3. Only those Members whose names are appearing in the Register of Members/List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a member as on Cut-Off Date should treat this Notice for information purposes only.
4. It is however clarified that, all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories/Depository Participants) shall be entitled to vote in relation to the aforementioned Resolution(s) in accordance with the process specified in this Notice.
5. In compliance with the provisions of Sections 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and any amendments thereto, if any and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility to cast their vote by electronic means on all resolutions set forth in the Notice. The Company has engaged the services of Central Depository Services Limited (“CDSL”) to provide e-voting facility to its

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members. The detailed procedure with respect to remote e-voting is mentioned hereinafter in this Notice.

6. The remote e-Voting shall commence on Friday, 27th March, 2026 at 9:00 a.m. (IST) and shall end on Saturday, 25th April, 2026 at 5:00 p.m. (IST). During this period, Members of the Company holding equity Shares in physical or electronic form as on the Cut-Off Date may cast their vote(s) electronically. The remote e-voting module shall be disabled by Central Depository Services Limited ('CDSL') for voting thereafter. Once the vote on a resolution is cast by Members, it cannot be changed subsequently.
7. The Board of Directors of the Company has appointed M/s. Nalin Ganatra, Company Secretary (Membership No. FCS 3987; CP No. 5132) in Practice, as Scrutiniser for conducting the Postal Ballot, through e-voting process in fair and transparent manner. The Scrutinizer have consented to act as Scrutinizer for this postal ballot.
8. The Scrutinizer shall submit his consolidated report to the Chairman, or any other person authorized by him. The Results of the Postal Ballot through remote e-voting ('Result'), along with Scrutinizer's Report, shall be declared by the Chairman or any other person so authorized within two working days from the conclusion of the remote e-voting period.
9. The results of e-voting will be announced within two (2) working days from the close of voting period, and will be hosted on the Company's website www.aplus-pharma.com & the website of CDSL at www.evotingindia.com. The results will simultaneously be communicated to the Stock Exchange i.e. BSE Limited at www.bseindia.com and will also be displayed at the registered office of the Company.
10. The resolutions, if passed by the majority of Members through Postal Ballot, will be deemed to have been passed on the last date specified for remote e-Voting i.e., Saturday, 25th April, 2026.
11. Members may download the Notice from the website of the Company at www.aplus-pharma.com or the website of CDSL at www.evotingindia.com copy of the Notice is also available on the website of BSE at www.bseindia.com.
12. All material documents referred to in the explanatory statement will be available for inspection only through electronic mode on all working days from the date of dispatch until the last date for receipt of votes by e-voting i.e., Saturday, 25th April, 2026. Members may send their requests to apluspharma@rediffmail.com from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID during the voting period.

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THE INTRUCTIONS TO 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 CDSL 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 Friday, 27th March, 2026 and ends on Saturday, 25th April, 2026. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 24th March, 2026 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

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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 & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 & My Easi New (Token) 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.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.jsp3) 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.4) For OTP based login you can click on https://eservices.nsdl.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</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</p>

demat mode) login through their Depository Participants (DP)	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.
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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 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

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 Remote 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.

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- 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 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.

- (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 <Company Name> 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 mandatory 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; aptuspharma@rediffmail.com (designated email address by 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/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.
4. 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 21 09911
5. 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 21 09911

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

Item No. 1

At present authorized and Paid-up share capital of the Company is. INR 7,15,00,000 (Seven Crores Fifteen Lacs Rupees) and INR 6,86,00,000 (Six Crores Eighty Six Lacs Rupees), respectively. In order to facilitate the proposed future issue of shares to the members of the Company and other future capital infusions, it is considered necessary to increase the Authorized Share Capital of the Company to INR 25,00,00,000/- (Rupees Twenty-Five Crores only).

An increase in authorized share capital of the company requires an alteration to the capital clause i.e., Clause V of the Memorandum of Association of the company.

Pursuant to the provisions section 13 of the Companies Act, 2013, an alteration to the memorandum of Association and as per provision of section 61, increase in authorized share capital would require approval of the shareholders by ordinary resolution.

The board recommends the resolution specified in item no. 1 of the notice as an ordinary resolution.

Nature of concern or interest

The resolution is required to be passed as an ordinary resolution and none of the Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested in this resolution except as a shareholder, to the extent they may get new shares to be issued by the Company.

Item No. 2:

The Board of Directors of the Company at its meeting held on 24th March, 2026 approved, subject to the approval of the members and such other approvals as may be required, the issue of bonus equity shares to the members of the Company in the ratio of 3:2 i.e. 3 (Three) bonus equity shares

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Ahmedabad, Gujarat – 382427, India**

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CIN: U24230GJ2010PLC061957, GSTIN: 24AAICA7890D1ZM

for every 2 (Two) existing fully paid-up equity shares of Rs. 10/- held by the Members of the Company as on the record date to be determined by the Board.

The bonus shares will be issued by capitalization of the securities premium of the Company available as at 24th March, 2026 in accordance with the provisions of Section 63 of the Companies Act, 2013 and other applicable provisions of the Act and rules made thereunder.

The bonus equity shares so allotted shall rank pari passu in all respects with the existing fully paid-up equity shares of the Company, including dividend and other rights.

The issue of bonus shares is proposed with a view to reward the shareholders for their continued support towards the success of the Company.

The Board recommends the resolution set out in the accompanying Notice for approval of the members.

Nature of concern or interest

The resolution is required to be passed as an ordinary resolution and none of the Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested in this resolution except as a shareholder, to the extent they may get new shares to be issued by the Company.

**For and on behalf of Board of Directors
Aptus Pharma Limited**

Date: 24.03.2026

Place: Rajkot

SD/-

**Tejash Maheshchandra Hathi
Managing Director
DIN: 03151221**

CIN: U24230GJ2010PLC061957

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