MANKIND PHARMA LIMITED

CIN: L74899DL1991PLC044843
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Corporate Office: 262, Okhla Industrial Estate, Phase III, New Delhi 110020, Delhi, India.
Telephone No. +91(11) 4684 6700
Website: www.mankindpharma.com | E-mail: investors@mankindpharma.com

NOTICE OF 35TH ANNUAL GENERAL MEETING

Notice is hereby given that the 35th (Thirty Fifth) Annual General Meeting ("AGM") of the Members of Mankind Pharma Limited will be held on **Tuesday, August 04, 2026 at 3:30 P.M. (IST)** through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the following businesses: -

ORDINARY BUSINESS

1. To receive, consider and adopt: -

    a. the Standalone Audited Financial Statements for the Financial Year ended March 31, 2026 and the Report of the Board of Directors and Auditors thereon.

    b. the Consolidated Audited Financial Statements for the Financial Year ended March 31, 2026 and the Report of the Auditors thereon.

2. To appoint a Director in place of Mr. Rajeev Juneja (DIN: 00283481), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution:** -

    APPROVAL FOR RE-APPOINTMENT OF MR. SATISH KUMAR SHARMA (DIN: 07615602) AS WHOLE TIME DIRECTOR OF THE COMPANY

    "**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the Members be and is hereby accorded to re-appoint Mr. Satish Kumar Sharma (DIN: 07615602) as Whole Time Director of the Company for a further period of up to 5 (Five) consecutive years with effect from September 22, 2026, liable to retire by rotation, on such terms and conditions of appointment including remuneration as set out in the explanatory statement annexed to this Notice.

    RESOLVED FURTHER THAT the Board of Directors of the Company ('the Board') be and is hereby authorized from time to time, to alter, modify, or vary the terms and conditions of appointment, including increasing, altering, revising remuneration payable to Mr. Satish Kumar Sharma (DIN: 07615602) as per, provisions of the Act.

    RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

4. To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**: -

    RATIFICATION OF THE REMUNERATION OF COST AUDITORS FOR THE FINANCIAL YEAR 2026-27

    "**RESOLVED THAT** pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹ 25,50,000/- (Rupees Twenty Five Lakh Fifty Thousand only) plus applicable taxes as approved by the Board of Directors ("Board") on the recommendation of the Audit Committee, to be paid to M/s M. K. Kulshrestha & Associates, Cost Accountants, for conducting the cost audit for the financial year 2026-27 be and is hereby ratified.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

By order of the Board of Directors
For Mankind Pharma Limited

Sd/-
Hitesh Kumar Jain
Company Secretary &
Compliance Officer
M. No. F6241

Date: May 19, 2026
Place: New Delhi
Regd. Office: 208, Okhla Industrial Estate
Phase – III, New Delhi 110020

NOTES: -

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular no. 20/2020 dated May 5, 2020, Circular no. 02/2021 dated January 13, 2021, Circular no. 19/2021 dated December 8, 2021, Circular no. 21/2021 dated December 14, 2021, Circular no. 2/2022 dated May 5, 2022, Circular no. 10/2022 dated December 28, 2022, Circular no. 09/2023 dated September 25, 2023, Circular no. 09/2024 dated September 19, 2024 and Circular no. 03/2025 dated 22nd September, 2025 in relation to "Clarification on holding of Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")" (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 and other applicable circulars issued in this regard in relation to "Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015" (collectively referred to as "SEBI Circulars") permitted the holding of the AGM through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars and SEBI Circulars, the AGM of the Members of the Company is being held through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

2. The Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") in respect of Item Nos. 3 & 4 of the accompanying Notice, is annexed hereto. Further, disclosures in relation to Item No. 2 & 3 of the Notice, as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and 'Secretarial Standard 2 on General Meetings' issued by the Institute of Company Secretaries of India ("SS-2") forms an integral part of this Notice.

3. The AGM is being held pursuant to the MCA and SEBI Circulars through VC / OAVM, therefore physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

4. Members attending the meeting through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act. Members holding equity shares as on **Wednesday, July 29, 2026 ("Cut-off date")** may join the AGM anytime 30 minutes before the scheduled time by following the procedure outlined in the Notice. A person who is a Member as on the Cut-off date shall be eligible to attend and vote on resolutions proposed at the AGM. Any person who is not a Member as on the Cut-off date shall treat this Notice for information purpose only.

5. In terms of Section 152 of the Act, Mr. Rajeev Juneja (DIN: 00283481), retires by rotation at the AGM and being eligible, offer himself for re-appointment. The Nomination and Remuneration Committee and the Board of Directors of the Company have recommended his re-appointment.

6. The Register of Directors and Key Managerial Personnel of the Company and their shareholding maintained under Section 170 of the Act, the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act, the certificate from the secretarial auditors of the Company that the ESOP Plan 2022 have been implemented in accordance with Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and all other documents referred to in the Notice will be available for inspection during business hours in the electronic mode from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send the e-mail to investors@mankindpharma.com.

7. In compliance with the aforesaid MCA and SEBI Circulars, the Notice of AGM and Annual Report are being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company / KFin Technologies Limited ("RTA") or the Depository Participants (DPs). A letter containing the web link, along with the exact path to access the complete details of the Annual Report, is being sent to shareholders who have not registered their e-mail address with the Company's RTA or DP. The physical copies of such statements and Notice of AGM will be dispatched only to those shareholders who request for the same.

8. Pursuant to the provisions of Section 113 of the Act, Body Corporates/ Institutional / Corporate Members intending for their authorized representatives to attend the meeting are requested to send to the Company, on investors@mankindpharma.com with a copy marked to mohit@mcalegal.in and helpdesk.evoting@cdslindia.com from their registered e-mail ID a scanned copy (PDF / JPG format) of certified copy of the Board Resolution / Authority Letter authorizing their representative to attend and vote on their behalf at the meeting.

9. In line with the aforesaid Circulars of MCA, the Notice convening the AGM has been uploaded on the website of the Company at www.mankindpharma.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 said Notice of the AGM is also available on the website of CDSL (agency for providing the Remote e-Voting facility) at www.evotingindia.com.

10. The Notice of AGM and Annual Report will be sent to those Members / beneficial owners whose name appears in the Register of Members / list of beneficiaries received from the Depositories as on July 03, 2026 and whose e-mail address is registered in the records of the DPs / RTA.

    Members who wish to express their views or ask questions during the AGM may pre-register themselves as speakers by sending a request from their registered e-mail address, mentioning their name, DP ID and Client ID, number of shares held, e-mail ID, PAN, and mobile number to investors@mankindpharma.com. **The registration window will be open from 10:00 a.m. on Sunday July 26, 2026, to 5:00 p.m. on Wednesday July 29, 2026.**

11. Members who have not yet claimed or encashed the dividend declared by the Company for the financial year 2025–26 are requested to submit their claim(s), without undue delay, either to the Company at investors@mankindpharma.com or to the Registrar and Share Transfer Agent (RTA) at einward.ris@kfintech.com.

12. The Members can join the AGM in the VC/OAVM mode 15 (fifteen) minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

13. Only registered speakers will be permitted to express their views or ask questions during the meeting, for a maximum of two (2) minutes each, once the floor is open for shareholder queries. The Company reserves the right to restrict the number of speakers and the number of questions, depending on the availability of time at the AGM.

14. The shareholders who do not wish to speak during the AGM but have queries may send their queries, mentioning their name, DP ID and Client ID, number of shares held, e-mail id, PAN and mobile number, to investors@mankindpharma.com **from 10:00 a.m. on Sunday July 26, 2026, to 5:00 p.m. on Wednesday July 29, 2026.** These queries will be suitably replied by the Company.

15. Members are requested to note that KFin Technologies Limited (Unit: Mankind Pharma Limited) having its office at Selenium Tower B, Plot Nos. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telangana - 500032 is the RTA to manage the work related to shares of the Company.

16. To prevent fraudulent transactions, Members are requested to exercise due diligence and immediately notify any change in their address and/or bank mandate to their DPs in respect of shares held in dematerlised form. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holding should be obtained from the concerned DP and holding should be verified. SEBI has mandated the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts.

17. Non-Resident Indian Members are requested to inform RTA/DP, immediately of:

    a. Change in their residential status on return to India for permanent settlement.

    b. Particulars of their bank account maintained in India with complete name, account number, account type and branch address of the Bank with PIN Code.

18. Only those Members who will be present in the AGM through VC / OAVM and have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM. The instructions for joining the AGM through VC / OAVM, remote e-voting and e-voting during the AGM are provided in the Notice of AGM under Note No. 21.

19. **Process and manner for Members opting for voting through electronic means:**

    (i) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of Listing Regulations (as amended), and pursuant to the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL), as the authorised e-voting agency for facilitating voting through electronic means. The facility of casting votes by a Member using remote e-voting as well as e-voting system on the date of the AGM will be provided by CDSL.

(ii) Pursuant to Sections 101 and 136 of the Act read with relevant Rules made thereunder and Regulation 36 of Listing Regulations, companies can serve Annual Report and other communications through electronic mode. Members holding shares in Electronic (Demat) form are advised to register/update the particulars of their e-mail address, bank account, change of postal address and mobile number etc. to their respective DPs. The e-mail address registered with the DPs will be used for sending all the communications. CDSL has also provided a facility for registration/ updation of e-mail address through the link: [https://web.cdslindia.com/myeasitoken/Home/EasiRegistration.](https://web.cdslindia.com/myeasitoken/Home/EasiRegistration)

(iii) Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Wednesday, July 29, 2026, shall be entitled to avail the facility of remote e-voting on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

(iv) The Company has appointed Mr. Mohit Chaurasia, Advocate and Proprietor, Mohit Chaurasia & Associates, as the Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner.

(v) A person who has acquired the shares and has become a Member of the Company after the despatch of the Notice of the AGM and prior to the Cut-off date i.e. Wednesday, July 29, 2026, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or venue voting system on the date of the AGM by following the procedure mentioned in this part.

20. Process for those Shareholders whose e-mail ids are not registered:

For Demat Shareholders – Please update your e-mail id & mobile no. with your respective DPs which is mandatory while e-Voting & joining virtual meetings through Depository.

21. Instructions for attending the AGM through VC/ OAVM and remote e-voting are given below: -

(i) The voting period begins on **Saturday, August 01, 2026 at 9:00 A.M and will end on Monday August, 3, 2026 at 5.00 p.m.** During this period, Members of the Company, holding shares, as on the cut-off date i.e. Wednesday, July 29, 2026 may cast their vote electronically. The voting right of Shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being July 29, 2026. The Shareholders will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by CDSL 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 December 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, SEBI 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/ DPs. 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.

(iv) 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 DPs. Shareholders are advised to update their mobile number and e-mail Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid 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**	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 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 & 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 e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & e-mail 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.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	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 or joining virtual meeting & voting during the meeting. 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 held with NSDL), Password/OTP and a Verification

Type of shareholders	Login Method
	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 or joining virtual meeting & voting during the meeting. 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 e-mail 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.
Individual Shareholders (holding securities in demat mode) login through their **DPs**	You can also login using the login credentials of your demat account through your DPs 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 or joining virtual meeting & voting during the meeting.

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.

(v) Login method for e-Voting and joining virtual meetings 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 shareholders) • Shareholders who have not updated their PAN with the Company/DPs 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. • 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.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) 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.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for Mankind Pharma Limited to vote.

(x) 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.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) 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.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) 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.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Note 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 e-mailed 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 e-mail address mohit@mcalegal.in with a copy marked to investors@mankindpharma.com and helpdesk.evoting@cdslindia.com, if voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an e-mail to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, 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 e-mail to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

a. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

b. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

c. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available in the AGM

d. If any Votes are cast by the Members through the e-voting available during the AGM and if the same Members have not participated in the meeting through VC/OAVM facility, then the votes cast by such Members shall be considered invalid as the facility of e-voting during the meeting is available only to the Members participating in the meeting.

e. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

f. Member will be provided with a facility to attend the AGM through VC/OAVM or view the live webcast of AGM through the CDSL e-Voting system. Members may access the same at https://www.evotingindia.com under shareholders'/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/ Members login where the EVSN of Company will be displayed.

g. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

h. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

i. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

j. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

k. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

l. For ease of conduct, Members who would like to ask questions may send their questions in advance atleast (7) days before AGM mentioning their name, demat account number / folio number, e-mail id, mobile number to investors@mankindpharma.com and register themselves as a speaker. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.

m. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

22. The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 2 working days from the conclusion of AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

23. The results of voting will be declared by the Chairman or the authorized person within 2 working days from the conclusion of AGM and the result declared alongwith the Scrutinizer's Report shall be placed on the Company's website i.e. www.mankindpharma.com and on the website of CDSL www.cdslindia.com immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

24. The resolutions, if passed by requisite majority, shall be deemed to have been passed on the date of the AGM i.e. August 04, 2026.

EXPLANATORY STATEMENT

(Pursuant to Section 102 (1) of the Companies Act, 2013)

ITEM NO. 3

The Members of the Company in their Annual General Meeting held on September 23, 2021 re-appointed Mr. Satish Kumar Sharma (DIN: 07615602) as Whole Time Director of the Company for a period of 5 (five) consecutive years w.e.f. September 23, 2021. The tenure of Mr. Satish Kumar Sharma is completing on September 22, 2026.

The Board of Directors at their meeting held on May 19, 2026, based on the recommendation of the Nomination and Remuneration Committee, and subject to the approval of the Members of the Company, approved the re-appointment of Mr. Satish Kumar Sharma as Whole Time Director of the Company for a further period of upto 5 (five) years w.e.f. September 22, 2026 on the terms and conditions including remuneration as below:

I. **Remuneration:**

   a. Fixed Salary: ₹ 1.32 crore per annum, subject to annual increments from time to time, during the tenure, which shall not exceed fifteen percent (15%) of the last remuneration drawn

   b. Retirement Benefits: Other benefits including Gratuity, Contribution to Provident Fund, Family Benefit Fund, Leave Encashment, etc. as per the rules of the Company and/or as per statutory requirements.

   c. Overall Remuneration: the aggregate of above remuneration payable to Mr. Satish Kumar Sharma, Whole Time Director, shall not exceed the individual and overall limits laid down in the Companies Act, 2013.

II. **Other Terms & Conditions:**

   a. Mr. Satish Kumar Sharma shall perform his duties in the interest of the Company.

   b. Mr. Satish Kumar Sharma shall be entitled for reimbursement of actual entertainment, travelling, boarding, lodging and all other expenses incurred by him in connection with the Company's business or during the course of discharge of his official duties and responsibilities and such reimbursement will not form part of his remuneration.

   c. Mr. Satish Kumar Sharma shall not be entitled to receive sitting fees for attending meetings of the Board of Directors or a committee thereof.

   d. Mr. Satish Kumar Sharma shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in the Act including related Rules and the provisions contained in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

   e. Mr. Satish Kumar Sharma shall adhere to the Code of Conduct of the Company and shall also comply with the other policies and laws applicable on the Company.

   f. This re-appointment shall not be considered as a break in his service as Managerial Personnel of the Company.

The above may be treated as a written memorandum setting out the terms of re-appointment of Mr. Satish Kumar Sharma pursuant to the provisions of Section 190 of the Companies Act, 2013 ("Act").

The Company has also received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of a Director.

Mr. Satish Kumar Sharma satisfies all the conditions set out in Part-I of Schedule V to the Act and also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his re-appointment. He is not disqualified to act as Director in terms of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

Details of Mr. Satish Kumar Sharma pursuant to the provisions of (i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (ii) Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India are provided in the 'Annexure' to the Notice.

Except Mr. Satish Kumar Sharma (Whole Time Director), none of the other directors or key managerial personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution.

The Board of Directors of the Company recommends the resolution set out at Item No. 3 for approval of the Members as an Ordinary Resolution.

ITEM NO. 4

The Members are informed that in accordance with Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board has to be ratified by the Members of the Company.

The Board of Directors at its meeting held on May 19, 2026, on the recommendation of the Audit Committee, has re-appointed M/s M.K. Kulshrestha & Associates, Cost Accountants as the Cost Auditors of the Company for the FY 2026-27 at a remuneration of ₹ 25,50,000 /- (Rupees Twenty Five Lakh and Fifty Thousand only) plus taxes as applicable.

None of the Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution, set out at Item No. 4 of the Notice.

The Board of Directors of the Company recommends the resolutions set out at Item No. 4 for ratification by the Members as Ordinary Resolution.

By order of the Board of Directors
For Mankind Pharma Limited

Sd/-
Hitesh Kumar Jain
Company Secretary &
Compliance Officer
M. No. F6241

Date: May 19, 2026
Place: New Delhi
Regd. Office: 208, Okhla Industrial Estate
Phase – III, New Delhi 110020

Annexure

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, the following information is furnished about the Directors proposed to be appointed / re-appointed:

Name of Director	Mr. Rajeev Juneja (DIN: 00283481)	Mr. Satish Kumar Sharma (DIN: 07615602)
Age	60	52
Qualifications	No Formal education	B. Pharma and MBA
Brief Resume and Experience	Mr. Rajeev Juneja, one of the Promoters of Mankind Pharma Limited (the "Company"), is the Vice-Chairman & Managing Director of the Company. He has been associated with the Company since December 22, 1992. He does not hold any formal educational qualifications. He has experience of over 34 years in the pharmaceutical industry	Mr. Satish Kumar Sharma is a Whole Time Director of the Company. He has been associated with the Company since September 2016. During his tenure, Mr. Sharma has been responsible for overseeing key operational functions, driving efficiency improvements, and ensuring effective execution of the Company's business operations. His leadership has contributed to consistent operational performance. Mr. Sharma holds a Bachelor's Degree in Pharmacy from Gulbarga University, Karnataka. He has over 19 years of experience in the pharmaceutical sector.
Nature of expertise in specific functional areas	Pharmaceutical Industry Knowledge; Leadership skill; Sales, Marketing and Commercial; Operations; Corporate Governance; Risk Management	Operations, Risk Management, Pharmaceutical Industry Knowledge, Corporate Governance and Leadership skill
Terms & conditions of appointment/re-appointment	As per existing terms & conditions as approved by the Members of the Company in their Annual General Meeting held on held on September 22, 2023.	As set out in the explanatory statement.
Remuneration sought to be paid		
Remuneration last drawn	₹ 19.57 crore	₹ 1.16 crore
Date of first appointment on the Board	December 22, 1992	September 23, 2016
Shareholding in the Company (including shareholding as a beneficial owner)	• 65,00,021 equity shares held in his individual capacity • 7,99,30,520 equity shares held by Rajeev Juneja, Family Trust ("Trust"). Mr. Rajeev Juneja is Managing Trustee of the Trust	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company (inter-se relationships)	Mr. Ramesh Juneja- Brother Mr. Sheetal Arora- Maternal Nephew Mr. Arjun Juneja- Nephew	None
Number of Meetings of Board attended during the year (FY 2025-26)	5 (Five)	5 (Five)

Name of Director	Mr. Rajeev Juneja (DIN: 00283481)	Mr. Satish Kumar Sharma (DIN: 07615602)
Directorship held in other Companies (excluding foreign companies)	1. Alankit Handicrafts Private Limited 2. Luxor Metaltech India Private Limited 3. Appian Properties Private Limited 4. Pavi Buildwell Private Limited 5. Saburi Sairam Buildtech Private Limited 6. Appian Associates Infrastructure Private Limited 7. ANM Properties Private Limited 8. Bharat Serum and Vaccines Limited 9. Mankind Consumer Products Private Limited 10. Pathkind Diagnostics Private Limited 11. Casablanca Pharma Private Limited 12. RPJ Trustee Private Limited 13. Mankind Biotech Private Limited 14. Beckon Realestate Developers Private Limited 15. Appian Multiventures Private Limited (Formerly known as Mankind Biosys Private Limited) 16. Kindcare Foundation 17. PHD Chamber of Commerce and Industry	1. Bharat Serum and Vaccines Limited 2. Mankind Consumer Products Private Limited 3. Appian Properties Private Limited 4. Mankind Medicare Private Limited 5. Pharmaforce Medex Private Limited
Chairman/ Member of the Committee of the Board of Directors of the Company	None	None
Committees position held in other companies	None	None
Resignation from listed entities in the past three years	None	None