

CHEMO PHARMA LABORATORIES LIMITED

**80TH ANNUAL REPORT
2021-2022**

BOARD OF DIRECTORS

Mr. Bhavin Sheth	-	Chief Executive Officer & Executive Director
Mr. Ashok Somani	-	Executive Director & Chief Financial Officer
Mrs. Shanta Somani	-	Non Executive Director
Mr. Toby Antony	-	Independent Director
Mr. Mathura Prasad Sharma	-	Independent Director
Mr. Nandkumar Pareek	-	Independent Director
(Appointed as an Additional Director w.e.f. 29/10/2021)		

COMPANY SECRETARY & COMPLIANCE OFFICER

Mrs. Neha Vora

BANKERS

KOTAK MAHINDRA BANK LTD., MUMBAI
AXIS BANK LTD., MUMBAI
UNION BANK OF INDIA, MUMBAI

REGISTRAR AND SHARE TRANSFER AGENTS

PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED
UNIT NO. 9, SHIV SHAKTI IND. ESTATE,
J.R. BORICHA MARG, LOWER PAREL (E),
MUMBAI - 400011
E-Mail Id- support@purvashare.com

STATUTORY AUDITORS

M/S. SANJAY RANE & ASSOCIATES,
CHARTERED ACCOUNTANTS, MUMBAI

INTERNAL AUDITORS

M/S. SARDA SONI & ASSOCIATES LLP,
CHARTERED ACCOUNTANTS, MUMBAI

SECRETARIAL AUDITOR

M/S. KAVITA KHATRI & ASSOCIATES,
PRACTICING COMPANY SECRETARIES

REGISTERED OFFICE

5, KUMUD APARTMENT CHS. LTD.,
KARNIK ROAD, CHIKAN GHAR,
KALYAN, DIST. THANE - 421301

CORPORATE OFFICE

EMPIRE HOUSE, 3RD FLOOR,
214, DR. D. N. ROAD,
FORT, MUMBAI - 400001

WEBSITE : www.thechemopharmalaboratoriesltd.com
E-MAIL ID : chemopharmalab@gmail.com

CHEMO PHARMA LABORATORIES LIMITED

CIN No.- L99999MH1942PLC003556

Registered Office: 5-Kumud Apartment Co. Op. Hsg. Soc. Ltd., Karnik Road,
Chikan Ghar, Kalyan, Dist. Thane - 421301

Tel No. - (022) 22078382

Website: www.thechemopharmalaboratoriesltd.comEmail Id: chemopharmalab@gmail.com**NOTICE CONVENING ANNUAL GENERAL MEETING**

NOTICE is hereby given that the **EIGHTIETH ANNUAL GENERAL MEETING** of the Shareholders of **CHEMO PHARMA LABORATORIES LIMITED** will be held on **Thursday, September 08, 2022 at 04:00 p.m.** at the Registered Office of the Company at 5-Kumud Apartment Co. op. Hsg. Soc. Ltd., Karnik Road, Chikan Ghar, Kalyan, Dist. Thane- 421301, to transact the following business:

A. ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2022 and the Report of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Shanta Somani (DIN - 06974887), who retires by rotation and being eligible, offer herself for re-appointment.

B. SPECIAL BUSINESS:

3. **REGULARISATION OF MR. NANDKUMAR PAREEK (DIN - 00105330), AS A NON-EXECUTIVE INDEPENDENT DIRECTOR FOR A TERM OF FIVE CONSECUTIVE YEARS**

To pass with or without modification(s) the following resolution as an **Ordinary Resolution**:

To regularise Mr. Nandkumar Pareek (DIN - 00105330), as a Director of the Company

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013, Companies (Appointment and Qualifications of Directors) Rules, 2014 and such other rules, as may be applicable (including statutory modification(s), enactment(s) or re-enactment(s) thereof, for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other applicable regulations, Mr. Nandkumar Pareek (DIN: 00105330), who was appointed as Additional Director (Independent Director), with effect from 29/10/2021, in respect of whom the Company has received a Notice in writing under Section 160 of the Companies Act, 2013 proposing himself for the office of Independent Director, be and is hereby appointed as an Independent Director, not liable to retire by rotation, for a period of five consecutive years w.e.f. from 29/10/2021.

RESOLVED FURTHER THAT the Board thereof, be and are hereby authorized to do all such things, deeds, matters and acts as may be required to give effect to this resolution and to do all things incidental and ancillary thereto."

**BY ORDER OF THE BOARD OF DIRECTORS
FOR CHEMO PHARMA LABORATORIES LIMITED**

Place: Mumbai
Date : July 28, 2022

Sd/-
BHAVIN SHETH
CEO & DIRECTOR
(DIN - 00114608)

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint proxies to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the Company.
2. A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten (10) percent of the total share capital of the Company carrying voting rights. A member holding more than ten (10) percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy for any other person or shareholder.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

3. Proxy form and attendance slip are enclosed, proxies in order to be valid must reach at the registered office of the company not less than 48 hours before the commencement of the meeting.
4. Corporate members are encouraged to attend and vote at the meeting. Corporate members are requested to send a certified copy of the Board resolution authorizing their representative to attend the meeting vote on their behalf at the meeting. The Copy of the same required to email to chemopharmalab@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com
5. The Company has notified closure of Register of Members and Share Transfer Books from September 02, 2022 to September 08, 2022 (both days inclusive) and Record Date will be September 01, 2022.
6. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013, in respect of special business set out in notice, wherever applicable, is annexed hereto.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote at the meeting.
8. Members who hold shares in the Dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the Meeting.
9. Members, Proxies and Authorised Representatives are requested to bring the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No.
10. Members are requested to notify immediately changes in their respective address, if any, to the Company's Registered Office quoting their Folio No. We request Members to update their email address with their Depository Participants to send communications electronically.
11. To support the "Green Initiative", Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company's Registrar and Share Transfer Agent in case the shares are held by them in physical form.
12. The notice of AGM is being sent through electronic mode to those Members whose email IDs are registered with the Registrar and Share Transfer Agent of the Company/ Depository Participant(s).
13. The Notice calling the meeting will be placed on the website of the Company at <http://www.thechemopharmalaboratoriesltd.com/>. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com respectively and the Notice will also be available on the website of CDSL www.evotingindia.com (agency for providing the Remote E-Voting facility).

14. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA.
15. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company has provided 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 arrangement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting will be provided by CDSL.
16. Members holding shares in physical form are requested to approach a Depository Participant for dematerializing the shares so that the shareholding particulars can be electronically kept and the loss of certificate, etc. can be avoided. Furthermore, SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 notified on 8th June, 2018 states that w.e.f. 5th December 2018, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository
17. The e-voting period **commences on Monday, September 05, 2022 (9:00 a.m. IST) and ends on Wednesday, September 07, 2022 (5:00 p.m. IST)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the **cutoff date (record date) of Thursday, September 01, 2022** may cast their votes electronically. The e-voting module will be disabled by CDSL for voting thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the **cut-off date, i.e. as on Thursday, September 01, 2022**.
18. Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at chemopharmalab@gmail.com or helpdesk.evoting@cdslindia.com. However, if he / she is already registered with CSDL for remote e-voting then he / she can use his / her existing user ID and password for casting the vote.

Members are requested to address all correspondence, to the RTA, Purva Sharegistry (India) Private Limited, Registrars and Share Transfer Agents, Unit No. 9, Shiv Shakti Ind. Estate, J. R. Boricha Marg, Lower Parel (E), Mumbai-400011, E-mail - support@purvashare.com
19. CS Hemant Shetye, Designated Partner of HSPN & Associates LLP, Company Secretaries have been appointed as the Scrutinizer to scrutinize the e-voting process and votes cast through Ballot Paper at the AGM in a fair and transparent manner.
20. The Scrutinizer shall after the conclusion of voting at the general meeting, shall make, not later than two (2) working days of the conclusion of the Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
21. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company <http://www.thechemopharmalaboratoriesltd.com>, notice board of the Company at the registered office as well as the corporate office and on the website of CDSL immediately after the

declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the stock exchange at which the shares of the Company are listed.

22. The Members who have casted their vote by remote e-voting system prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
23. The route map showing directions to reach the venue of the AGM is annexed.

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3

The Nomination and Remuneration Committee at its meeting held on 29/10/2021, had approved and recommended the appointment of Mr. Nandkumar Pareek (DIN: 00105330) as an Independent Director of the Company. The Board of Directors, upon recommendation of Nomination and Remuneration Committee, at its meeting held on 29/10/2021 appointed Mr. Nandkumar Pareek (DIN: 00105330) as an Additional Director (Independent Director) of the Company for a term of five years commencing from 29/10/2021 to 28/10/2026, subject to the approval of the Shareholders. The Company has received a notice in writing under the provisions of Section 160 of the Companies Act, 2013 from a member proposing the candidature of Mr. Nandkumar Pareek (DIN: 00105330) along with deposit of Rs. 1 Lakh for the office of Director, to be appointed as Independent Director under the provisions of Section 149 of the Companies Act, 2013.

The Company has received the following documents from Mr. Nandkumar Pareek (DIN: 00105330) (i) consent in writing to act as Director in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualifications of Directors) Rules, 2014 (ii) intimation in Form DIR 8 in terms of Companies (Appointment & Qualifications of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 (iii) Notice of Interest in Companies in Form MBP - 1 pursuant to Section 184 (1) read with Rule 9 (1) of the Companies (Meetings of Board and its Powers) Rules, 2014 and (iv) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

The resolution seeks the approval of Members for the appointment of Mr. Nandkumar Pareek (DIN: 00105330) as Independent Director of the Company for period of five consecutive years w.e.f. 29/10/2021, pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder. He is not liable to retire by rotation.

A copy of the draft letter for the appointment of Mr. Nandkumar Pareek (DIN: 00105330) as Independent Director setting out the terms and conditions is available for inspection by the Members at the Registered Office of the Company on any working day of the Company during normal business hours.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives are in any way, deemed to be concerned or interested in the said resolution.

**BY ORDER OF THE BOARD OF DIRECTORS
FOR CHEMO PHARMA LABORATORIES LIMITED**

**Place: Mumbai
Date : July 28, 2022**

**Sd/-
BHAVIN SHETH
CEO & DIRECTOR
(DIN - 00114608)**

ANNEXURE TO THE ITEM NO. 2 & 3 OF NOTICE**DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING IN PURSUANCE OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Name of the Director	Mrs. Shanta Somani	Mr. Nandkumar Pareek
Director Identification Number	06974877	00105330
Date of Birth	04-01-1939	20/11/1953
Nationality	Indian	Indian
Date of Appointment on Board	27-08-2019	29-10-2021
Shareholding in the Company	48,781	Nil
List of Directorships held in other Companies (excluding foreign, private, and Section 8 Company)	Nil	Citric India Limited
Memberships/ Chairmanships of committees across all companies	Nil	Chemo Pharma Laboratories Limited 1. Audit Committee 2. Nomination Remuneration Committee 3. Stakeholder Relationship Committee Citric India Limited 1. Stakeholder Relationship Committee

PROCESS FOR MEMBERS OPTING FOR REMOTE E-VOTING

In Compliance with provisions of Amendment Rules, 2015 and Regulation 44(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company will be providing Members facility to exercise their right to vote on resolutions proposed to be considered at the ensuing Annual General Meeting (AGM) by electronic means and the business may be transacted through Remote E-Voting Services. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the AGM ("Remote E-Voting") will be provided by Central Depository Services Limited (CDSL). The detailed procedure to be followed in this regard has been given in Annexure A to the notice. The Members are requested to go through them carefully.

**BY ORDER OF THE BOARD OF DIRECTORS
FOR CHEMO PHARMA LABORATORIES LIMITED**

**Place: Mumbai
Date : July 28, 2022**

**Sd/-
BHAVIN SHETH
CEO & DIRECTOR
(DIN - 00114608)**

ANNEXURE A TO THE NOTICE**PLEASE READ THE INSTRUCTIONS FOR E-VOTING BEFORE EXERCISING THE VOTE.****INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING:**

- i. The voting period begins on **Monday, September 05, 2022 (9:00 a.m. IST) and ends on Wednesday, September 07, 2022 (5:00 p.m. IST)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, **as on the cutoff date (record date) of Thursday, September 01, 2022** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

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.

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users of who have opted for CDSL's 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 URLs for users to login to Easi/Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi/Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective E-Voting service provider i.e. CDSL/NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to E-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi./Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in 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 provided links for the respective ESP where the e-Voting is in progress during or before the AGM.

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with NSDL	<p>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.</p> <p>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</p> <p>3) Visit the E-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of E-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see E-Voting page. Click on company name or E-Voting service provider name and you will be redirected to E-Voting service provider website for casting your vote during the remote E-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for E-Voting facility. After successful login, you will be able to see E-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see E-Voting feature. Click on company name or E-Voting service provider name and you will be redirected to E-Voting service provider's website for casting your vote during the remote E-Voting period.

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. 1800225533
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

- iii. Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

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. Members 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 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	<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.

- iv. After entering these details appropriately, click on "SUBMIT" tab.
- v. 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.
- vi. For shareholders holding shares in physical form, the details can be used only for Remote E-Voting on the resolutions contained in this Notice.
- vii. Click on the EVSN for the relevant **CHEMO PHARMA LABORATORIES LIMITED** on which you choose to vote.
- viii. 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.
- ix. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- x. 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.
- xi. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xii. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xiii. If a demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xiv. There is also an optional provision to upload BR/POA if anyuploaded, which will be made available to scrutinizer for verification.