

**27th
ANNUAL REPORT
2020-2021**



SIGACHI LABORATORIES LIMITED

SIGACHI LABORATORIES LIMITED

Board of Directors:

1. Sri. T.R. Sekhar - Executive Director
2. Sri. T. Govardhana Rao - Independent Director
3. Smt. Shilpa Bung - Independent Director
4. Sri. G. Mohan Rao - Independent Director
5. Sri. P. L.V. Subba Rao - Director
6. Sri. T. Adinarayana - Chairman

Key Managerial Personnel:

- Ms. Lekha Sai Surapaneni - Company Secretary & Compliance Officer
Mr. B. Kumar - Chief Financial Officer.

Registered Office:

S.No. 530 & 534, Bonthapally - 502 313, Gummadidala Mandal, (formerly Jinnaram Mandal), Sangareddy District, (formerly Medak District), Telangana.

Factories:

Unit - I: S.No. 530 & 534, Bonthapally - 502 313, Gummadidala Mandal, (formerly Jinnaram Mandal), Sangareddy District, (formerly Medak District), Telangana.

Unit - II: S.No.42, Ali Nagar, Gummadidala Mandal, (formerly Jinnaram Mandal), Sangareddy District, (formerly Medak District), Telangana.

Corporate Office and Place where books of account are maintained :
402, Raghava Ratna Towers, Chirag Ali Lane, Hyderabad - 500 001.

Auditors:

Niranjan & Narayan Chartered Accountants, Hyderabad - 500 016.

Secretarial Auditors:

P.S. Rao & Associates
Company Secretaries, Hyderabad - 500 082.

Bankers:

Axis Bank Limited, State Bank of India

Registrars & Share Transfer Agents:

Venture Capital and Corporate Investments Pvt. Ltd.,
12-10-167, Bharat Nagar, Hyderabad – 500 018.
Phones: 040-23818475, 23818476, Fax:040-23868024,
E-mail: investor.relations@vccipl.com, www.vccipl.com

SIGACHI LABORATORIES LIMITED

NOTICE

NOTICE is hereby given that the Twenty Seventh Annual General Meeting of the Members of SIGACHI LABORATORIES LIMITED will be held on Friday, the 24th day of September, 2021 at 3.00 P.M., through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') facility to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements as at 31st March, 2021, together with the Reports of Directors' and Auditors' thereon.
2. To appoint a Director in place of Sri. P.L.V. Subba Rao (DIN:07268648), who retires by rotation and being eligible, offers himself for reappointment as Director.

SPECIAL BUSINESS

3. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the consideration and recommendation of the Nomination and Remuneration Committee and Board of Directors and 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 Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and the relevant provisions of the Articles of Association of the Company and all applicable guidelines issued by the Central Government and such other sanctions and approvals, as may be required from time to time, Sri. Tunuguntla Raja Sekhar (holding DIN:02943146) be and is hereby reappointed as a Whole Time Director in the capacity and designation of Executive Director of the Company for a period of three years with effect from 11.06.2021 to 10.06.2024 on the following remuneration and other terms and conditions:

I. Salary:

Basic Salary of Rs.1,00,000/- (Rupees One Lakh only) per month with annual increment of 7.5% in the salary in accordance with the limits specified in Section II of Part II of Schedule V of the Companies Act, 2013, as amended from time to time.

House Rent Allowance (HRA) of Rs. 30,000/- (Rupees Thirty Thousand only) per month with perquisites as mentioned below:

II. Perquisites:

1. Medical Reimbursement:

Medical expenses incurred by the appointee on self, spouse and dependent children and/or Medclaim policy will be reimbursed to him subject to a ceiling of one month's salary in a year or three month's salary over a period of three years.

2. Club Fees:

Fees of clubs subject to a maximum of two clubs excluding admission and life membership fees.

3. Car with driver for use on Company's business and telephone and internet connection at residence shall be provided and those shall not be considered as perquisites.

4. Leave at the rate of 30 days per calendar year of service. Leave calculation for a part of the calendar year at the date of appointment as Executive Director or on ceasing to be Executive Director shall be made on a pro-rata basis at the rate of two and a half days leave for every completed month of service. Leave accumulated and not availed of may be encashed at the end of the tenure or as per the rules of the Company.

5. Gratuity shall be payable at a rate not exceeding half month's Salary for each completed year of service.

6. The Company shall reimburse actual entertainment and traveling expenses incurred by the Executive Director in connection with the Company's business.

SIGACHI LABORATORIES LIMITED

The Executive Director is not entitled to any sitting fees for attending any meetings of Board of Directors or committees thereof. The remuneration including perquisites stated above shall be subject to and within the overall limits for managerial remuneration in Section II of Part II of Schedule V of the Companies Act, 2013 read with section 196,197 and 198 of the said Act. The nature of appointment shall be contractual, terminable by either party giving notice of two months so long as he functions as such. He is not liable to retire by rotation till he continues as Executive Director and further that the perquisites mentioned above shall be interchangeable.”

“Resolved further that subject to the applicable provisions of the Companies Act, 2013, in the event of loss or inadequacy of profits, in any financial year during the tenure of appointment, the above mentioned salary shall be paid to Sri. Tunuguntla Raja Sekhar, Executive Director as minimum remuneration.”

“Resolved further that the terms and conditions set out for appointment and/or agreements may be altered and varied from time to time by the Board during his tenure as Executive Director as it may, at its discretion, deem fit so as not to exceed the limits specified in Part II of Schedule V of the Companies Act, 2013 or any other amendments made there under in this regard.”

4. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Sections 149, 150, 152, Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, Schedule IV and other provisions of the Companies Act, 2013 (“Act”) and applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or enactment thereof for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee and approval accorded by the Board of Directors of the Company, Smt. Shilpa Bung (DIN:08257931) who was appointed as an Additional Director in the capacity of Independent Women Director of the Company by the Board of Directors with effect from 10th February, 2021 and who holds office till the date of the ensuing Annual General Meeting in terms of Section 161 of the Act, be and is hereby appointed as a Director and Independent Women Director of the Company for a term of 5 (five) consecutive years with effect from 10th February, 2021 to 9th February, 2026 and shall not be subject to retirement by rotation.”

5. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under, as amended from time to time, read with Schedule IV to the Companies Act, 2013, (‘Act’) and applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Sridevi Madati (DIN:02446610) who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the said Act and in respect of whom the Company has received a notice in writing from a member in terms of Section 160 of the Companies Act, 2013, proposing her candidature for the office of Director and Independent Director and based on the recommendations of nomination and remuneration committee and board of directors, be and is hereby appointed as a Director and Independent Director of the Company, to hold office from the date of this Annual General Meeting i.e., 24th September, 2021 for a term of five consecutive years and not liable to retire by rotation.”

By Order of the Board of Directors
for Sigachi Laboratories Limited

(Lekha Sai Surapaneni)
Company Secretary
ACS:57228

Place: Hyderabad
Date : 31.07.2021

NOTES:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated 5th May, 2020 read with circulars dated 8th April, 2020, 13th April, 2020 and 13th January, 2021 (collectively referred to as 'MCA Circulars') and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 has permitted the holding of the Annual General Meeting ('AGM') through VC/OAVM facility, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and MCA Circulars, the AGM of the Company is being held through VC/OAVM. The company has appointed Central Depository Services (India) Limited (CDSL) to provide Video Conferencing (VC)/Other Audio Visual Means (OAVM) facility for the 27th Annual General Meeting and the attendant enablers for conducting of the AGM.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars and SEBI Circular through VC/OAVM, 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 and Attendance Slip are not annexed to this Notice.
3. Institutional/Corporate Shareholders (i.e., other than individuals/HUF, NRIs etc.), are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC /OAVM, on its behalf and to vote through remote e-voting. The said Resolution / Authorization shall be sent to the Scrutinizer at the email address dvrtnam97@gmail.com and to the Company at the email address viz., sigachilaboratories@yahoo.co.in.
4. Members desiring any information/clarifications regarding the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before the 20-9-2021 through email on sigachilaboratories@yahoo.co.in. The same will be replied by the company suitably.
5. The Register of Members and Share Transfer Books will remain closed from 18th September, 2021 to 24th September, 2021 (both days inclusive).
6. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, M/s. Venture Capital and Corporate Investments Private Limited in this regard.
7. The Company's Shares have been listed at Metropolitan Stock Exchange of India Limited and the listing fee has been paid up to 2021-2022.

SIGACHI LABORATORIES LIMITED

8. Members holding shares in the same name, under different Ledger Folios are requested to apply for consolidation of such Folios and send the relevant share certificates to the Share Transfer Agent (RTA)/Company.
9. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
10. To support "Green Initiative" Members are advised to register their email address in respect of shares held in physical form to the company or Registrars and Share Transfer Agent of the company. Members who have not yet registered their email addresses are requested to register with concerned depository participant in respect of shares held in demat form to enable the company to serve documents in electronic form.
11. Members who hold shares in physical form can nominate any person in respect of all the shares held by them singly or jointly. Members who hold shares in single name are advised, in their own interest to avail of the nomination facility. Members holding shares in dematerialized form may contact their respective depository participant(s) for recording nomination in respect of their shares. Members holding shares in physical form are requested to convert their holdings to dematerialized form to eliminate all risks associated with physical shares.
12. During the AGM, Members may access the electronic copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act. Members desiring inspection of statutory registers and other relevant documents may send their request in writing to the Company at sigachilaboratories@yahoo.co.in, latest by 23rd September, 2021 (up to 3:00 p.m.).
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details and also their Bank Account Numbers to the Company/RTA.
14. Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard - 2 (SS-2) on General meetings, brief profile of Sri. P.L.V. Subba Rao, the director liable for retirement by rotation, Sri. T. Raja Sekhar, Executive Director, Smt. Shilpa Bung, Independent Director and Ms. Sridevi Madati, Proposed Independent Director, is furnished as Annexure to the notice respectively.

Except Sri. P.L.V. Subba Rao, who is proposed to be reappointed as director of the company, none of the other directors or Key Managerial Personnel of the Company and their relatives are any way concerned or interested in the resolution. The board recommends for the approval of the members to pass the resolution as set out at item No.2 of the Notice as an Ordinary resolution.

Sri. T. Raja Sekhar, who is proposed to be reappointed as Executive Director and who is son of Sri. T. Adinarayana, Director of the company, none of the other Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution. The board recommends for the approval of the members to pass the resolution as set out at item No.3 of the Notice as a Special resolution.

SIGACHI LABORATORIES LIMITED

Further Smt. Shilpa Bung, who is proposed to be appointed as an Independent Women Director, none of the other Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution. The board recommends for the approval of the members to pass the resolution as set out at item No.4 of the Notice as an Ordinary resolution.

Further Ms. Sridevi Madati, who is proposed to be appointed as an Independent Director, none of the other Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution. The board recommends for the approval of the members to pass the resolution as set out at item No.5 of the Notice as an Ordinary resolution.

15. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
16. In compliance with the Ministry of Corporate Affairs ("MCA") Circular dated May 5, 2020 read with Circulars dated April 8, 2020, April 13, 2020 and January 13, 2021 (collectively referred to as "MCA Circulars") and SEBI vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Notice of the AGM along with the Annual Report 2020-2021 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2020-2021 will also be available on the Company's website www.sllab.com, website of the Metropolitan Stock Exchange of India Limited www.msei.in and on the website of CDSL <https://www.evotingindia.com>.
17. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
18. E- Voting:
 - a. In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA circulars dated 8th April, 2020, 13th April, 2020 and 5th May, 2020, the Company is pleased to provide the Members with the facility to exercise their right to vote on resolutions proposed to be considered at the 27th Annual General Meeting (AGM) by electronic means, through the e-voting services provided by Central Depository Services (India) Limited (CDSL). The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
 - b. The Chairman shall formally propose to the members participating through VC/OAVM facility to vote on the resolutions as set out in the Notice of the 27th AGM and announce the start of the casting of vote through the e-voting system of CDSL.
 - c. The Members can join the AGM in the VC/OAVM mode 15 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 to at least 1000 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.

SIGACHI LABORATORIES LIMITED

- d. The voting rights of members shall be in proportion to their shareholding in the paid up equity share capital of the company as on 17th September, 2021, being the cut-off date.
- e. The remote e-voting period commences on Tuesday, 21st September, 2021 (9:00 a.m. IST) and ends on Thursday, 23rd September, 2021 (5:00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Friday, 17th September, 2021 i.e., cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Those Members, who will be 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 during the AGM.
- The members of the Company, holding shares either in physical form or in dematerialized form, as on 17th September, 2021, being the cut-off date, may cast their vote (for or against) electronically. In case a person has become the member of the company after sending of AGM Notice but on or before the cut-off date i.e., 17th September, 2021 may write to M/s. Venture Capital and Corporate Investments Private Limited, (RTA), email: investor.relations@vccipl.com requesting for the user ID and pass word/sequence number. After receipt of the above credentials please follow the instructions for share holders voting electronically.
- f. The Members who have casted their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.
- g. The Board has appointed Mr. D. Venkata Ratnam, Chartered Accountant, of M/s. Suresh and Babu, Chartered Accountants, as scrutinizer for conducting the remote e-voting and voting during the Annual General Meeting in a fair and transparent manner.
- h. Members can opt for only one mode of voting, i.e., e-voting in view of the COVID 19 pandemic and members may refer to the detailed procedure on e-voting as mentioned here under:

Instructions for e-voting and joining the AGM are as follows:

The instructions for shareholders for e-voting and Joining Virtual Meeting are as under:

- (i) The e-voting period will commence on Tuesday, 21st September, 2021 (9:00 a.m. IST) and ends on Thursday, 23rd September, 2021 (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 cut-off date (record date) i.e., 17th September, 2021 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.
- (iii) 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.

SIGACHI LABORATORIES LIMITED

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.

- (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 Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit 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 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 i.e., CDSL/NSDL/KARVY/LINKINTIME, 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 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 e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. 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</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.nsd.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.nsd.com. Select "Register Online for "IDeAS" Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp. 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 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.
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., CDSL and NSDL.

SIGACHI LABORATORIES LIMITED

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 022- 23058738 and 22-23058542-43.
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.

(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): <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.

SIGACHI LABORATORIES LIMITED

- 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 the relevant Company, Sigachi Laboratories Limited, on which you choose 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 out 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. 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

SIGACHI LABORATORIES LIMITED

- * A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- * Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc., together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz., sigachilaboratories@yahoo.co.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. 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.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their requesting advance at least 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at sigachilaboratories@yahoo.co.in. The Company reserves the right to restrict the number of speakers and time for each speaker depending on availability of time for the AGM. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at sigachilaboratories@yahoo.co.in. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. 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.
10. 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 shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

SIGACHI LABORATORIES LIMITED

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.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

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 on 022-23058542/43.

General Instructions

1. The Scrutiniser, after scrutinising the votes cast at the meeting and through remote e-voting, unblock the votes cast in the presence of atleast two witnesses, not in the employment of the company, not later than two days of conclusion of the AGM, make a consolidated Scrutiniser's Report of the total votes cast in favor or against, if any, and submit the same to the Chairman or to a person authorized by him in writing.
2. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.slilab.com and on the website of CDSL i.e., www.evotingindia.com. The Company shall simultaneously forward the results to Metropolitan Stock Exchange of India Limited, where the shares of the Company are listed, within two working days of conclusion of its AGM.
3. Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Annual General Meeting i.e., on 24th September, 2021.

By Order of the Board of Directors
for Sigachi Laboratories Limited

(Lekha Sai Surapaneni)
Company Secretary
ACS:57228

Place: Hyderabad
Date :31.07.2021

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**Item No.3**

The Members may note that Sri. T. Raja Sekhar had been appointed as a Whole time Director in the capacity and designation of Executive Director of the company for a period of three years on 11th June, 2018 by the Board of Directors and his appointment was approved by members at the 24th Annual General Meeting of the company held on 7th September, 2018. Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 11th June 2021 approved the reappointment of Sri. T. Raja Sekhar as Whole time Director in the capacity and designation of Executive Director of the company for further period of three years, w.e.f. 11th June, 2021 to 10th June, 2024 on a remuneration and other terms and conditions mentioned in the proposed special resolution.

Sri. T. Raja Sekhar holds 26,500 (Twenty Six Thousand Five Hundred Only) equity shares constituting 0.39% of total equity share capital of the Company.

Except Sri. T. Raja Sekhar and Sri. T. Adinarayana, Directors of the company, none of the other Directors and Key Managerial Personnel of the company or their respective relatives are concerned or interested in the said Special resolution.

The Board is of the opinion that the aforesaid Special Resolution at Item No.3 is in the interests of the Company and hence, recommends for the approval of Members.

Annexure:**I. General Information:**

1. Nature of Business:
Manufacture of Bulk Drugs and Intermediates (Pharmaceutical Products) and also carrying on Investments in shares and securities.
2. Year of Commencement of Commercial production: 2000
3. In case of new companies, expected date of commencement of activities as per project approved by the financial institutions appearing in the prospectus: Not Applicable.
4. Financial performance:

(Rs. in Lakhs)

Particulars	Year Ended 31.03.2021	Year Ended 31.03.2020	Year Ended 31.03.2019
Turnover/Gross Revenue	385.70	172.57	197.78
Profit/(Loss) before Interest, Depreciation and Tax	330.22	131.94	142.12
Net Profit/(Loss)	275.41	70.66	104.51

The effective capital of the Company based on the latest audited accounts of the Company for the Year ended 31st March, 2021 was Rs. 1,819.74 Lakhs, excluding OCI.

5. Foreign investment or collaboration, if any: The Company has no foreign collaboration so far.

II. Information about the appointee:

1. Background details:

Sri T. Raja Sekhar, aged about 38 years, has studied BE., and did his Masters in Engineering in USA.

2. Past remuneration: Rs. 12.21 Lakhs per annum.

3. Recognition or awards: NIL

4. Job profile and his suitability: Sri T. Raja Sekhar, is a director of the company for about 8 years and worked as Executive Director for 3 years in the company and is also having about 7 years working experience with various other companies. He is well suited for the job.

5. Remuneration proposed: As mentioned in the special resolution.

6. Comparative remuneration with respect to industry, size of the Company, profile of the position and person:

Considering the size of the Company and the job profile of the position and the credentials, qualifications and experience of the appointee, the remuneration proposed is moderate and reasonable and compares well with that of similar companies.

7. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:

Sri T. Raja Sekhar is part of promoter group and together with his family members, holds substantial stake in the Company. He has no relationship with any other Directors except Sri. T. Adinarayana, Director of the Company.

III. Other Information:

1. Reasons for loss or inadequate profits:

The margins in the business are reasonable and the company has leased its two factories from 1-11-2017 and as such there were no losses but inadequate profits.

2. Steps taken or proposed to be taken for improvement:

The Company is looking forward to take all such steps and measures for improvement of margins through investments, diversification and restructuring etc., which are in the best interests of the company. The Company is making all possible efforts to increase its profitability.

3. Expected increase in productivity and profits in measurable terms:

The company had leased out its two factories and is expected to register an increase of about 5% per annum due to investment management, barring unforeseen circumstances.

IV. Disclosures:

The shareholders of the Company are informed of the remuneration package of the Executive Director through the notice of the Annual General Meeting. Further there are no performance linked incentives along with the performance criteria or service contracts, notice period, severance fees and Stock option in the remuneration package of the Executive Director.

The Corporate Governance report is attached as annexure to Director's report.

Item No.4

In accordance with the provisions of Section 149 read with schedule IV to the Companies Act, 2013, appointment of independent director requires approval of members of the company. Smt. Shilpa Bung was appointed as an Additional Director (Independent Women Director) of the Company at the Board Meeting held on 10th February, 2021 and whose tenure comes to an end at the ensuing Annual General Meeting.

The Nomination and Remuneration Committee and the Board of Directors at its meetings held on 10.2.2021 considered, approved and recommended, subject to the approval of the members, to appoint Smt. Shilpa Bung as an Independent Women Director with effect from 10th February, 2021 to hold office for a term of five consecutive years not liable to retire by rotation.

Smt. Shilpa Bung is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as an Independent Director. The Company has also received declaration from Smt. Shilpa Bung that she meets the criteria of independence as prescribed both under Section 149(6) of the Act and applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). In the opinion of the Board, Smt. Shilpa Bung fulfils the conditions for appointment as an Independent Director as specified in the Act and the Listing Regulations. She has 7 years experience in Drafting, Pleading and Secretarial field with expertise in Foreign Exchange Management Act, International Business advisory, structuring and regulatory affairs. She is a Practicing Company Secretary.

None of the other directors or Key Managerial Personnel of the Company and their relatives are any way concerned or interested in the resolution. Hence, the board recommends to the members to pass the resolution as set out at item No.4 of the Notice as an Ordinary resolution, for the approval of the Members.

Item No.5

Ms. Sridevi Madati is proposed to be appointed as an Independent Director for a term of five consecutive years, in Pursuance of Sections 149,150,152,160 and other applicable provisions of the Companies Act 2013 ("Act") and applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member in terms of Section 160 of the Companies Act, 2013, proposing her candidature for the office of Director and Independent Director.

The Nomination and Remuneration Committee and the Board of Directors at its meetings held on 31.7.2021 considered and recommended, subject to the approval of the members, the appointment of Ms. Sridevi Madati as an independent director for a period of five consecutive years commencing from the date of 27th Annual General Meeting i.e., 24th September, 2021. She has about 17 Years of rich Experience in corporate, secretarial affairs, legal, regulatory matters, compliance assignments and had been associated with listed and non-listed Companies, NGO's in various capacities spanning from Company Secretary, Head of Legal and Secretarial Department, advisor etc., She is a Practicing Company Secretary.

SIGACHI LABORATORIES LIMITED

Ms. Sridevi Madati is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as an Independent Director. The Company has also received declaration from Ms. Sridevi Madati that she meets the criteria of independence as prescribed both under Section 149(6) of the Act and applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). In the opinion of the Board, Ms. Sridevi Madati fulfils the conditions for the appointment as an Independent Director as specified in the Act and the Listing Regulations.

None of the other directors or Key Managerial Personnel of the Company and their relatives are any way concerned or interested in the resolution. Hence, the board recommends to the members to pass the resolution as set out at item No.5 of the Notice, as an Ordinary resolution for the approval of the Members.

A brief Resume of all the proposed four appointees is given herein below in the Annexure.

By Order of the Board of Directors
for Sigachi Laboratories Limited

(Lekha Sai Surapaneni)
Company Secretary
ACS:57228

Place: Hyderabad
Date : 31.07.2021

SIGACHI LABORATORIES LIMITED

Annexure

Details of Directors/KMP's seeking appointment and/or re-appointment at the ensuing Annual General Meeting (as per Regulation 36(3) of the SEBI (LODR) Regulations, 2015 and Secretarial Standard – 2 (SS-2).

Particulars	Director	Executive Director
Name	P.L.V. Subba Rao	T. Raja Sekhar
Date of Birth	07/05/1955	21/12/1982
Nationality	Indian	Indian
Age	66 years	38 years
Date of Appointment	30/03/2015	30/01/2010 (Reappointed as an Executive Director on 11-6-2021)
DIN	07268648	02943146
Experience	He has worked at Andhra Pradesh State Financial Corporation for about 33 years in various departments and cadres and retired as Assistant General Manager during the year 2013.	Sri T. Raja Sekhar, aged about 38 years, has studied BE., and did his Masters in Engineering in USA. He has been working as Whole Time Director in the capacity and designation of Executive Director since 3 years in the company. He has 7 years experience in service with various companies.
No. of equity shares held in the Company (as on 31 st March, 2021)	NIL	26,500
Qualifications	M.Com.,	B.E., MS (USA),
Directorships other Public Companies (excluding Foreign, Private and Section. 8 Companies)	NIL	Ushakiran Finance Ltd.,
Membership/Chairmanship of Committees of other Public Companies	NIL	Member of Audit committee and Nomination and Remuneration Committee in Ushakiran Finance Ltd.,
Relationships, if any, between Directors inter- se	NIL	Son of Mr. T. Adinarayana, Director
Remuneration Sought to be paid per annum	Sitting Fees as approved by the Board of Directors	Rs. 15.60 Lakhs+Perks as proposed in the resolution
Remuneration last drawn per annum	Sitting Fees of Rs.0.12 lakhs	Rs.12.21 lakhs
Terms and conditions of appointment / reappointment	Liable to retire by rotation	Not Liabe to retire by rotation
Number of board meetings attended during the year	5	5

SIGACHI LABORATORIES LIMITED

Particulars	Independent Director	Independent Director
Name	Shilpa Bung	Sridevi Madati
Date of Birth	15/10/1988	10/01/1977
Nationality	Indian	Indian
Age	33 years	44 years
Date of Appointment	10-2-2021 appointed as an Additional director (Independent Women Director)	Proposed to be appointed as an Independent director at the ensuing AGM.
DIN	08257931	02446610
Experience	Smt. Shilpa Bung, aged about 33 years, studied B.Sc., Biotechnology and also did her graduation in law and she is Qualified Company Secretary & a member of Institute of Company Secretaries of India (ICSI). She has 7 years experience in Drafting, Pleading and Secretarial field with expertise in Foreign Exchange Management Act, International Business advisory, structuring and regulatory affairs. She is a Practicing Company Secretary.	Ms. Sridevi Madati, aged about 44 years, studied B.com., and also did her graduation in law and she is Qualified Company Secretary & a member of Institute of Company Secretaries of India (ICSI). She has 17 years experience in corporate, secretarial affairs, legal, regulatory matters, compliance assignments. She is a Practicing Company Secretary and also an Insolvency Professional.
No. of equity shares held in the Company (as on 31 st March, 2021)	NIL	NIL
Qualifications	BSc., ACS., LLB.,	B.Com., FCS., LLB., Insolvency Professional
Directorships other Public Companies (excluding Foreign, Private and Section. 8 Companies)	NIL	Non Executive Director at M/s. Danlaw Technologies India Limited
Membership/Chairmanship of Committees of other Public Companies	--	--
Relationships, if any, between Directors inter- se	--	--
Remuneration Sought to be paid per annum	Sitting Fees as approved by the Board of Directors	Sitting Fees as approved by the Board of Directors
Remuneration last drawn per annum	--	--
Terms and conditions of appointment / reappointment	Not Liable to retire by rotation	Not Liable to retire by rotation
Number of board meetings attended during the year	2	NA