



**KWALITY PHARMACEUTICALS LIMITED**

Regd. Office:- VILLAGE NAGKALAN, MAJITHA ROAD, AMRITSAR – 143601

CIN : L24232PB1983PLC005426; Ph. : 8558820862

Email Id:- [ramesh@kwalitiypharma.com](mailto:ramesh@kwalitiypharma.com); Website :- [www.kwalitiypharma.com](http://www.kwalitiypharma.com)

**NOTICE OF POSTAL BALLOT**

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

Dear Member(s),

**NOTICE** is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') read with its General Circulars dated April 8, 2020, April 13, 2020, along with subsequent circulars issued in this regard and the latest dated September 22, 2025 (collectively referred to as 'MCA Circulars'), to transact the special business as set out hereunder by passing the Special Resolutions, as applicable, by way of Postal Ballot, only by voting through electronic means ('remote e-Voting').

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice ('Notice') is being sent by **Kwaliti Pharmaceuticals Limited ('the Company')** only through electronic mode to those Members whose e-mail addresses are registered with the Company / Bigshare Services Private Limited, Registrar and Transfer Agent ('RTA') / Depository Participants ('DPs'). The communication of the assent or dissent of the Members would only take place through the remote e-Voting system. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The instructions for remote e-Voting along with the procedure for registration of e-mail address is appended in the Notes section of this Notice.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules, MCA Circulars and SS-2, the Company is providing remote e-Voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of National Securities Depository Limited ('NSDL') for the purpose of providing remote e-Voting facility to its Members.

The Explanatory Statements pursuant to Sections 102 and 110 and other applicable provisions of the Act, pertaining to the said Resolutions setting out the material facts and the reasons / rationale thereof are annexed to this Notice.

The Notice will also be placed on the website of the Company at [www.kwalitiypharma.com](http://www.kwalitiypharma.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) . The Notice can also be accessed from the website of the stock exchange BSE Limited ('BSE') at [www.bseindia.com](http://www.bseindia.com).

Members desirous of exercising their vote through the remote e-Voting facility arranged by the Company are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of this Notice for casting votes by remote e-Voting not later than **5:00 p.m. (IST) on Saturday, March 28, 2026**. The remote e-Voting facility will be disabled by NSDL immediately thereafter and voting shall not be allowed beyond the said date and time.

The Board of Directors of the Company had appointed **Mr. Rishi Mittal, (Membership No. A12613) Proprietor of M/s Rishi Mittal & Associates, Practicing Company Secretaries, as the Scrutiniser to scrutinise the remote e-Voting process in a fair and transparent manner.**

After completion of scrutiny of the votes cast, the Scrutiniser will submit the report to the Chairman of the Company, or any other person authorised by him. The results declared, along with the Scrutiniser's Report, shall be announced by the Chairman or such person as authorised, on or before **5:00 p.m. (IST) on Monday, March 30, 2026**. The Scrutiniser's decision on the validity of votes cast will be final. The said results along with the Scrutiniser's Report will be displayed on the website of the Company at [www.kwalitypharma.com](http://www.kwalitypharma.com), the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and shall also be communicated to BSE, where the Equity Shares of the Company are listed at [www.bseindia.com](http://www.bseindia.com). The results shall also be available at the Registered Office of the Company.

## **SPECIAL BUSINESS**

### **PROPOSED RESOLUTIONS:**

**1. To approve appointment of Mr. Preetmohinder Singh Bedi (DIN:11452004) as an Independent Director of the Company for a term of 5 (five) consecutive years**

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:

**"RESOLVED THAT Mr. Preetmohinder Singh Bedi (DIN: 11452004)**, who was appointed on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors as an Additional Director (Non-Executive, Independent) of the Company with effect from **January 01, 2026**, in terms of Section 161(1) of the Companies Act, 2013 ("the Act") read with the Rules made thereunder (including any statutory modification(s) or amendment(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company, who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under section 160 of the Act, proposing his candidature, be and is hereby appointed as a Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Act, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable Rules, if any, (including any statutory modification(s) or amendment(s) or re-enactment thereof for the time being in force), Regulations 17, 25 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the Articles of Association of the Company, **Mr. Preetmohinder Singh Bedi (DIN: 11452004)**, who has submitted a declaration that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years **commencing from January 01, 2026 to December 31, 2030 (both days inclusive).**

**RESOLVED FURTHER THAT** the Board of Directors, which term shall deem to include any Committee constituted by the Board, be and is hereby authorized to do all such acts, deeds, matters and take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution.”

**2. To approve appointment of Mr. Bhavesh Mahajan (DIN: 09614108) as an Independent Director of the Company for a term of 5 (five) consecutive years**

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:

“**RESOLVED THAT Mr. Bhavesh Mahajan (DIN: 09614108)**, who was appointed on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors as an Additional Director (Non-Executive, Independent) of the Company with effect from **January 28, 2026**, in terms of Section 161(1) of the Companies Act, 2013 (“the Act”) read with the Rules made thereunder (including any statutory modification(s) or amendment(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company, who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under section 160 of the Act, proposing his candidature, be and is hereby appointed as a Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Act, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable Rules, if any, (including any statutory modification(s) or amendment(s) or re-enactment thereof for the time being in force), Regulations 17, 25 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the Articles of Association of the Company, **Mr. Bhavesh Mahajan (DIN: 09614108)**, who has submitted a declaration that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years **commencing from January 28, 2026 to January 27, 2031 (both days inclusive)**.

**RESOLVED FURTHER THAT** the Board of Directors, which term shall deem to include any Committee constituted by the Board, be and is hereby authorized to do all such acts, deeds, matters and take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution.”

By Order of the Board of Directors  
**For Kwality Pharmaceuticals Limited**

Sd/-  
**Gurpreet Kaur**  
Company Secretary & Compliance Officer  
M.No.: A52091

Place: Amritsar, Punjab  
Date: February 21, 2026

Regd. Office Address: Village Nagkalan,  
Majitha Road, Amritsar-143601  
CIN: L24232PB1983PLC005426  
Ph. :- 8558820862  
Email Id:- ramesh@kwalitypharma.com  
Website: - [www.kwalitypharma.com](http://www.kwalitypharma.com)

**Notes:**

1. The Explanatory Statements pursuant to Section 102 of the Act read with the Rules made thereunder and the applicable provisions of the SEBI Listing Regulations, which set out the material facts relating to the aforesaid Resolutions and the reasons thereof are annexed hereto and forms part of this Notice. Details pursuant to Regulation 36(3) of the SEBI Listing Regulations and SS-2 are also annexed to this Notice as **Annexure**.
2. In compliance with the provisions of Regulation 44 of the SEBI Listing Regulations, Sections 108 and 110 of the Act read with Rules made thereunder and the MCA Circulars:
  - i. The Notice is being sent by electronic mode to those Members whose names appear in the Register of Members/List of Beneficial Owners as on **Monday, February 23, 2026 (the 'Cut- Off Date')** and whose e-mail addresses are registered with the Company/Registrar and Transfer Agent ("RTA") / National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited (collectively referred as "Depositories").
  - ii. The facility to vote on the proposed resolutions is provided through remote e-voting facility only. The Members shall exercise their right to vote on the matters included in the Notice by such remote e-voting facility. The Company has engaged the services of NSDL for the purpose of providing remote e-voting facility to its Members.
  - iii. The Members can provide their assent or dissent on the Resolutions through remote e-voting system. Please note that there will be no dispatch of physical copies of the Notice or Postal Ballot Forms to the Members of the Company and no physical ballot forms will be accepted.
3. A copy of this Postal Ballot Notice is also available on the website of the Company at [www.kwalitypharma.com](http://www.kwalitypharma.com), the relevant section of the website of BSE at [www.bseindia.com](http://www.bseindia.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
4. Members whose names appear in the Register of Members/List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their vote electronically. The voting rights of Members will be in proportion to their share in the paid-up share capital of the Company as on the Cut-Off Date.
5. The remote e-voting period commences on **Friday, February 27, 2026, at 09.00 a.m. (IST)** and ends on **Saturday, March 28, 2026, at 05.00 p.m. (IST)**. The remote e-voting module will be disabled by NSDL for voting thereafter. Once the votes on Resolutions are cast by the Members, the Members shall not be allowed to change it subsequently.
6. The results of the Postal Ballot will be hosted on the website of the Company i.e. [www.kwalitypharma.com](http://www.kwalitypharma.com) and the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and the same shall also be disseminated to BSE, where the shares of the Company are listed. The results along with the Scrutinizer Report shall also be available at the Registered Office of the Company.

**The Resolutions, if passed, by the requisite majority through Postal Ballot will be deemed to have been passed on the last date specified for remote e-voting i.e. on Saturday, March 28, 2026.**
7. All documents as referred to in the Notice will be available for electronic inspection during business hours by the Members without payment of any fee, from the date of dispatch of the Notice until the last date of remote e-voting. Members seeking to inspect such documents are requested to send an

email from their registered e-mail address to [cs@kwalitapharma.com](mailto:cs@kwalitapharma.com) mentioning their name, Folio No./Client ID and DP ID and the documents they wish to inspect. Inspection shall be provided during the business hours of the Company.

8. Institutional/Corporate Members are required to send scanned copy (PDF/JPG Format) of the relevant Board or governing body Resolution, authorization etc., whereby their authorized representative has been appointed to vote on their behalf pursuant to Section 113 of the Act, to the Scrutinizer’s e-mail id: [rmittalcs@gmail.com](mailto:rmittalcs@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com).
9. Members of the Company who have not registered their e-mail address can register the same with their concerned depository participants, in respect of shares held in Demat form and in respect of shares held in physical form, by writing to the RTA of the Company i.e., Bigshare Services Private Limited at [investor@bigshareonline.com](mailto:investor@bigshareonline.com).
10. Instructions and other information relating to remote e-voting is provided under the section “Electronic Voting Particulars”.

**"Electronic Voting Particulars"  
Instructions for Remote e-voting**

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’</li> </ol>

	<p>section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <ol style="list-style-type: none"> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <p>  <b>App Store</b>  <b>Google Play</b> </p> <div style="display: flex; justify-content: space-around;">   </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>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 Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>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. Additionally, there is also links provided to access</li> </ol>

	<p>the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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) 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. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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. NSDL and CDSL.**

Login type	Helpdesk details
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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
  - c) How to retrieve your ‘initial password’?
    - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf

file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) **If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
    - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
    - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
  7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
  8. Now, you will have to click on “Login” button.
  9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [rmittalcs@gmail.com](mailto:rmittalcs@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their

Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call at 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Assistant Vice-President, National Securities Depository Ltd., 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at the designated email address: [evoting@nsdl.com](mailto:evoting@nsdl.com) or at telephone no. 022- 48867000.

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide 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 [cs@kwalitpharma.com](mailto:cs@kwalitpharma.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@kwalitpharma.com](mailto:cs@kwalitpharma.com) If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**EXPLANATORY STATEMENTS AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013  
ANNEXED TO AND FORMING PART OF POSTAL BALLOT NOTICE**

**Item No. 1: To approve appointment of Mr. Preetmohinder Singh Bedi (DIN:11452004) as an Independent Director of the Company for a term of 5 (five) consecutive years**

The Board of Directors (the "Board"), on the recommendation of the Nomination and Remuneration Committee (the "NRC") had approved the appointment of **Mr. Preetmohinder Singh Bedi (DIN: 11452004)** as an Additional (Independent) Director of the Company, for a period of 5 (five) consecutive years commencing from **January 01, 2026 upto December 31, 2030**, subject to approval of the Members by way of special resolution.

Pursuant to the provisions of Section 161 of the Act, **Mr. Preetmohinder Singh Bedi** will hold office upto the date of the ensuing Annual General Meeting. However, in terms of Regulation 17(1)(c) of SEBI LODR, approval of members of the Company is required to be obtained for appointment of a Director, at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Therefore, the approval of members is being sought for the aforesaid appointment of **Mr. Preetmohinder Singh Bedi** through this Postal Ballot.

The Company has received a notice in writing from a Member, in terms of Section 160 of the Act, proposing the appointment of **Mr. Preetmohinder Singh Bedi** as a Director of the Company.

The Company has received from **Mr. Preetmohinder Singh Bedi** consent to act as Director of the Company, in Form DIR-2, in terms of Section 152 of the Act. He has also given declaration that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and he meets the criteria of independence prescribed under the Act and the SEBI LODR. He further declared that he is not debarred from holding the office of Director by virtue of any order of the SEBI or any other such authority. He confirmed that he is not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact his ability to discharge his duties as an Independent Director of the Company and he has also complied with Rule 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to Independent Directors' databank.

In the opinion of the NRC and the Board, **Mr. Preetmohinder Singh Bedi** fulfils the conditions of independence as specified in the Act, the Rules thereunder and the SEBI LODR, and is independent of the Management.

Further, in the opinion of the NRC and the Board, **Mr. Preetmohinder Singh Bedi** possesses the requisite skills and capabilities required for the role of an Independent Director of the Company, considering his qualifications, rich experience and expertise. A brief profile of **Mr. Preetmohinder Singh Bedi**, alongwith additional details as required under Regulation 36 of SEBI LODR and SS-2, are given in **Annexure** to this Notice.

In conformity with the Company's Nomination and Remuneration Policy, **Mr. PREETMOHINDER SINGH BEDI**, will be entitled to receive sitting fees for the Board and Committee meetings attended by him in line with the fees paid to other non-executive independent directors of the Company.

**Mr. Preetmohinder Singh Bedi** is not related to any other Director or Key Managerial Personnel of the Company or relatives of the Directors or Key Managerial Personnel.

Except **Mr. Preetmohinder Singh Bedi** and his relatives, none of the other Directors, Key Managerial Personnel or any of their respective relatives are, in any way, concerned or interested, whether financially or otherwise, in this resolution.

The Board recommends the Special Resolution as set out in Item No. 1 of this Notice, for approval of members of the Company.

**Item No. 2: To approve appointment of Mr. Bhavesh Mahajan (DIN: 09614108) as an Independent Director of the Company for a term of 5 (five) consecutive years**

The Board of Directors (the "Board"), on the recommendation of the Nomination and Remuneration Committee (the "NRC") had approved the appointment of **Mr. Bhavesh Mahajan (DIN: 09614108)** as an Additional (Independent) Director of the Company, for a period of 5 (five) consecutive years commencing from **January 28, 2026 upto January 27, 2031**, subject to approval of the Members by way of special resolution.

Pursuant to the provisions of Section 161 of the Act, **Mr. Bhavesh Mahajan** will hold office upto the date of the ensuing Annual General Meeting. However, in terms of Regulation 17(1)(c) of SEBI LODR, approval of members of the Company is required to be obtained for appointment of a Director, at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Therefore, the approval of members is being sought for the aforesaid appointment of **Mr. Bhavesh Mahajan** through this Postal Ballot.

The Company has received a notice in writing from a Member, in terms of Section 160 of the Act, proposing the appointment of **Mr. Bhavesh Mahajan** as a Director of the Company.

The Company has received from **Mr. Bhavesh Mahajan** consent to act as Director of the Company, in Form DIR-2, in terms of Section 152 of the Act. He has also given declaration that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and he meets the criteria of independence prescribed under the Act and the SEBI LODR. He further declared that he is not debarred from holding the office of Director by virtue of any order of the SEBI or any other such authority. He confirmed that he is not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact his ability to discharge his duties as an Independent Director of the Company and he has also complied with Rule 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to Independent Directors' databank.

In the opinion of the NRC and the Board, **Mr. Bhavesh Mahajan** fulfils the conditions of independence as specified in the Act, the Rules thereunder and the SEBI LODR, and is independent of the Management.

Further, in the opinion of the NRC and the Board, **Mr. Bhavesh Mahajan** possesses the requisite skills and capabilities required for the role of an Independent Director of the Company, considering his qualifications, rich experience and expertise. A brief profile of **Mr. Bhavesh Mahajan**, alongwith additional details as required under Regulation 36 of SEBI LODR and SS-2, are given in **Annexure** to this Notice.

In conformity with the Company's Nomination and Remuneration Policy, **Mr. Bhavesh Mahajan**, will be entitled to receive sitting fees for the Board and Committee meetings attended by him in line with the fees paid to other non-executive independent directors of the Company.

**Mr. Bhavesh Mahajan** is not related to any other Director or Key Managerial Personnel of the Company or relatives of the Directors or Key Managerial Personnel.

Except **Mr. Bhavesh Mahajan** and his relatives, none of the other Directors, Key Managerial Personnel or any of their respective relatives are, in any way, concerned or interested, whether financially or otherwise, in this resolution.

The Board recommends the Special Resolution as set out in Item No. 2 of this Notice, for approval of members of the Company.

By Order of the Board of Directors  
**For KWALITY PHARMACEUTICALS LIMITED**

Sd/-  
**GURPREET KAUR**  
COMPANY SECRETARY  
M.NO- A52091

Place: Amritsar, Punjab

Date: February 21, 2026

Regd. Office Address: Village Nagkalan,

Majitha Road, Amritsar-143601

CIN: L24232PB1983PLC005426

Ph. :- 8558820862

Email Id:- ramesh@kwalitypharma.com

Website: - [www.kwalitypharma.com](http://www.kwalitypharma.com)

## Annexure

**Additional Disclosures as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 are as under:**

<b>Name of Director</b>	<b>PREETMOHINDER SINGH BEDI</b>	<b>BHAVESH MAHAJAN</b>
<b>Director Identification Number (DIN)</b>	11452004	09614108
<b>Date of Birth &amp; Age</b>	12/11/1971 54 YEARS	20/12/1980 45 YEARS
<b>Date of first appointment on the Board</b>	01/01/2026	28/01/2026
<b>Qualifications</b>	Dr. Preet Mohinder Singh Bedi did Ph.D. from Department of Pharmaceutical Sciences, Guru Nanak Dev University, Amritsar and also holds a Bachelor of Pharmacy (B.Pharmacy) degree from Punjab University, Chandigarh, and a Master of Pharmacy (M.Pharmacy) degree from Punjabi University, Patiala.	Mr. Bhavesh Mahajan is a Chartered Accountant. He has completed his Bachelor of Commerce (B.Com.) from Guru Nanak Dev University. He has also completed the Diploma in Information System Audit (DISA) conducted by the Institute of Chartered Accountants of India. Further, he has successfully completed the Certificate Course in Concurrent Audit of Banks and the Certificate Course in Forensic Accounting and Fraud Detection, both conducted by the Institute of Chartered Accountants of India.
<b>Brief Profile</b>	Dr. Preet Mohinder Singh Bedi is a Professor in the Department of Pharmaceutical Sciences at Guru Nanak Dev University, Amritsar and Director, Global Ranking and International Collaboration Cell. He has been included in the 2025 Stanford– Elsevier list of the world's top 2% scientists, which evaluate research impact across an entire academic career.  Mr. Bedi having an extensive experience over 28 years in the Pharmaceutical field, has contributed 150 publications to various reputed International & National journals and also holds patents in the field of Medicinal	Mr. Bhavesh Mahajan is a Chartered Accountant with over 19 years of professional experience in audit & assurance, banking audits, direct and indirect taxation, financial consultancy, and corporate advisory services.  He is the Senior Partner at M/s Bhavesh Mahajan & Co., Chartered Accountants, Amritsar, a Category-II CA firm empaneled with the Reserve Bank of India, since 2005.  He has extensive experience in statutory audits, internal audits, bank and concurrent

	<p>Chemistry. His research focuses on drug design, synthesis and ADME studies of biologically active molecules possessing antimicrobial, antidiabetic, anti-inflammatory, and anticancer activities.</p> <p>Dr Bedi had been honored with the Royal Society Fellowship, UK and was also conferred the “Best Educationist Award” for the year 2012 by the International Institute of Education &amp; Management, New Delhi.</p> <p>He was also served as the Dean Colleges, Dean Student Welfare at Guru Nanak Dev University Amritsar. He is an active member of several national and international professional bodies and a reviewer for leading scientific journals.</p>	<p>audits, GST advisory, forensic accounting, financial and strategic planning, and regulatory compliances. He has handled various high-stake assignments in audit and taxation, including banking sector engagements.</p> <p>He has been associated with ICAI as an empaneled faculty for Ethics, Taxation, and Professional Development programmes and has previously served as Vice Chairman and Secretary of the Amritsar Branch of ICAI.</p> <p>He is also involved in various non-executive directorships and social initiatives contributing to education and socio-economic development.</p>
<b>Experience and expertise in specific functional areas</b>	Dr. PreetMohinder Singh Bedi has over 28 years of experience in pharmaceutical research and medicinal chemistry with notable contributions in academic leadership, research publications, patents, and international collaborations.	Mr. Bhavesh Mahajan has over 19 years of experience in audit and assurance, banking and concurrent audits, taxation, GST advisory, forensic accounting, regulatory compliance, corporate governance and financial oversight.
<b>Terms and conditions of appointment</b>	Appointment as a Non-Executive, Independent Director for a term of 5 (five) consecutive years w.e.f. January 01, 2026 up to December 31, 2030 (both days inclusive), not liable to retire by rotation.	Appointment as a Non-Executive, Independent Director for a term of 5 (five) consecutive years w.e.f. January 28, 2026 up to January 27, 2031 (both days inclusive), not liable to retire by rotation.
<b>Remuneration sought to be paid</b>	Sitting Fees	Sitting Fees
<b>Remuneration Last Drawn</b>	Not Applicable	Not Applicable
<b>Number of Meetings of Board attended during the year</b>	2	1
<b>Inter-se relationship with other Directors and Key Managerial Personnel of the Company</b>	There exists no relationship with other Directors and Key Managerial Personnel inter-se	There exists no relationship with other Directors and Key Managerial Personnel inter-se
<b>Shareholding in the Company including shareholding as a beneficial owner as on date of Notice</b>	NIL	NIL

<b>Directorships of other Boards (including Directorships on the Board of Listed companies)</b>	NIL	Teja Singh Samundri Viksit Amritsar Foundation (Section 8 company)
<b>Listed entities from which the Director has resigned in the past three years</b>	NIL	NIL
<b>Memberships/ Chairmanship of Board Committees of other companies</b>	NIL	NIL
<b>The skills and capabilities required for the role and the manner in which proposed person meets such requirements</b>	<b>Dr. PreetMohinder Singh Bedi</b> has extensive experience in pharmaceutical research and development, with expertise in medicinal chemistry and drug development. His academic leadership, regulatory exposure, and experience in international research collaborations enable him to provide independent judgment and strategic guidance, thereby meeting the skills and capabilities required for the role.	<b>Mr. Bhavesh Mahajan</b> possesses strong skills in financial management, audit, taxation and regulatory compliance, supported by over 19 years of professional experience as a Chartered Accountant. His extensive exposure to banking audits, governance, and financial oversight enables him to provide independent judgment, effective supervision, and strategic guidance, thereby meeting the skills and capabilities required for the role.