Evonile Pharma Limited

(formerly known as Novartis India Limited)

EVONILE PHARMA LIMITED
(formerly known as Novartis India Limited)
Corporate Identification No. (CIN) – L24200MH1947PLC006104
Registered Office: Inspire - BKC, 7th Floor, Bandra Kurla Complex, Bandra (East), Mumbai - 400051
Tel: +91 022-50243000
Website: www.evonilepharma.com ; E mail: investor.relations@nilpharma.co.in

NOTICE OF POSTAL BALLOT (02/2026-27)

Pursuant to Section 108 and 110 of the Companies Act, 2013 ('Act') read with the Companies (Management and Administration) Rules, 2014 ('Rules') each as amended, and the applicable Circulars issued by the Ministry of Corporate Affairs ('MCA')

E-VOTING STARTS ON	E-VOTING ENDS ON
9.00 A.M. (IST) on Wednesday, October 14, 2026	**5.00 P.M. (IST) on Thursday, November 12, 2026**

Dear Members,

NOTICE is hereby given pursuant to Sections 110 and 108 and other applicable provisions, if any, of the Companies Act, 2013, ("**Act**") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) ("**Rules**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ("**Secretarial Standard - 2**"), each as amended and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("**MCA**") for holding general meetings / conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and the latest being General Circular No. 03/2025 dated September 22, 2025 ("**MCA Circulars**"), to transact the following special business as considered in the resolutions appended below through Postal Ballot only by way of remote e-voting ("**e-voting**"):

Sr. No.	Particulars
1.	**To approve the grant of employee stock options, equal to or more than 1% of the issued capital of the Company to the identified employee under Employee Stock Option Scheme 2026 - (Special Resolution)**
2.	**To consider and approve the creation of charge on the assets of the Company under Section 180(1)(a) - (Special Resolution)**

Pursuant to Sections 102, 110 and other applicable provisions of the Act, the Statement pertaining to the said Resolutions setting out the material facts and the reason/ rationale thereof is annexed to this Notice of Postal Ballot (02/2026-27) for your consideration and forms part of this Notice of Postal Ballot (02/2026-27) ("**Notice**").

In compliance accordance aforesaid MCA Circulars, the Notice and e-voting instructions are being sent only by e-mail to those Members who have registered their e-mail address with their Depository Participants ("**DPs**") or with MUFG Intime India Private Limited ("**MUFG**") (Formerly known as Link Intime India Private Limited), Registrar to the Issue and Share Transfer Agent **("RTA")** of the Company and whose names appears in the Register of Members / List of Beneficial Owners as received from the National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") (collectively referred to as "**Depositories**") as on **Friday, October 09, 2026** ("**Cut-off Date**") and the communication of assent / dissent of the Members on the resolutions proposed in the Notice will take place only through the e-voting system.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 110 and 108 of the Act read with the Rules, the MCA Circulars and Secretarial Standard – 2, the Company is only providing e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot form physically. The instructions for e-voting are appended to this Notice. The Company has engaged NSDL for the purpose of providing e-voting facility/ services to its members.

The Notice is also available on the website of the Company at https://evonilepharma.com/annual-general-meeting/

Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in the 'Notes' section of this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes by remote e-voting not later than 05:00 p.m. (IST) on **Thursday, November 12, 2026**. The remote e-voting facility will be disabled by NSDL immediately thereafter.

The Board of Directors have appointed Mr. S. N. Viswanathan, Practicing Company Secretary (FCS: 13685; COP No. 24335) as the Scrutinizer, and Ms. Ashwini Vartak as an Alternate Scrutinizer (ACS 29463; COP No. 16723), to scrutinize the e-voting process in a fair and transparent manner. Members desiring to exercise their vote through the e-voting process 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 the Notice for casting of votes by e-voting not later than *5:00 P.M. (IST) on* **Thursday, November 12, 2026.** E-voting will be blocked immediately thereafter by NSDL, and no e-voting will be allowed beyond the said date and time.

The results of the Postal Ballot/ e-voting will be declared along with the Scrutinizer's Report on or before **Saturday, November 14, 2026**, and shall be placed on the website of the Company https://evonilepharma.com/annual-general-meeting/ on the e-voting website of NSDL at www.evoting.nsdl.com; and shall also be simultaneously communicated to BSE Limited at www.bseindia.com. The Resolutions, if passed with the requisite majority through Postal Ballot, shall

be deemed to have been passed, on the last date specified for e-voting i.e. **Thursday, November 12, 2026.**

SPECIAL BUSINESS:

1. **To approve the grant of employee stock options, equal to or more than 1% of the issued capital of the Company to the identified employee under Employee Stock Option Scheme 2026. - (Special Resolution)**

   To consider and if deemed fit, to pass the following resolution as a Special Resolution: -

   "**RESOLVED THAT** pursuant to Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, relevant provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time, read with the circulars issued thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI Listing Regulations") read with the circulars issued thereunder, the provisions of Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder and any rules, circulars, notifications, guidelines and regulations issued by the Reserve Bank of India and any other applicable law for the time being in force, the relevant provisions of the Memorandum of Association and Articles of Association of Evonile Pharma Limited *(formerly known as Novartis India Limited)* ("the Company") and the resolutions of the Board of Directors of the Company and the Shareholders of the Company passed on August 07, 2026 and September 24, 2026, respectively in connection with the ESOP 2026 (as defined below), and subject to any applicable approval(s), permission(s) and sanction(s) of any authorities and further subject to any condition(s) and modification(s) as may be prescribed or imposed by such authorities while granting such approval(s), permission(s) and sanction(s), the consent of the shareholders of the Company be and is hereby accorded to authorize the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee duly authorised by the Board, including the Nomination and Remuneration Committee which the Board has constituted under Regulation 19 of the SEBI Listing Regulations to exercise its powers, including the powers, conferred by this resolution) to offer and grant, from time to time, in one or more tranches or over one or more years, such number of employee stock options ("Options") under "Employee Stock Option Scheme 2026" ("ESOP 2026"), to Dr. Vikas Gupta, Managing Director and Chief Executive Officer of the Company, which during any one year may be equal to or exceed 1% (one percent) of the issued capital (excluding outstanding warrants and conversions) of the Company on such terms and conditions as may be determined by the Board in accordance with the provisions of ESOP 2026 and in due compliance with applicable law."

   "**RESOLVED FURTHER THAT** for the purpose of giving effect to the foregoing, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient in relation to ESOP 2026 and the grant, vesting and exercise of the Options, including finalising the terms of grant, issuing grant letters, making any filings with the Registrar of Companies and intimations, disclosures and submissions to the

stock exchanges and other authorities, obtaining such approvals and consents as may be required, maintaining statutory and other records, and appointing or engaging advisers, intermediaries and service providers, to delegate all or any of the powers conferred by this resolution to any committee, director, officer or other person authorised by the Board, without being required to seek any further consent or approval of the members, subject always to applicable law."

2. **To consider and approve the creation of charge on the assets of the Company under Section 180(1)(a) (Special Resolution)**

To consider and if deemed fit, to pass the following resolution as a Special Resolution: -

"**RESOLVED THAT** in accordance with applicable provisions of the Companies Act, 2013 (including Section 180(1)(a)) and the rules framed thereunder, including the Companies (Meetings of Board and its Powers) Rule 2014 (including all other applicable provisions, if any, of the Companies Act, 2013, and any statutory modifications or re-enactments thereof for the time being in force), the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "**Board**" which includes a duly constituted committee thereof) to mortgage, hypothecate, pledge and/or charge, in addition to the mortgages / hypothecations / pledge / charges created/to be created by the Company, in such form and in such manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the assets held by the Company and any other assets of the Company constituting the whole or substantially the whole of the undertaking of the Company, as the case may be (including its current, movable and/or immovable properties or receivables), both present and future, in favour of any lender, their agents and/or trustees for securing the borrowings availed/to be availed by the Company or any of its subsidiary company, associate company or any other group company, by way of loans/borrowings/debentures denominated in foreign currency and/or Indian rupee currency, for the sums not exceeding INR 1500,00,00,000 (Rupees Fifteen Hundred Crores Only) on such terms and conditions as may be agreed between the Company and such lenders, their agents and/or trustees, from time to time."

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolutions, the Board be and is hereby authorised to finalise, settle and execute such documents/deeds/writings/papers/agreements as may be required and do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to creating mortgage/hypothecation/pledge/ charge as aforesaid, and/or do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary, proper or desirable and to delegate all or any of these powers to any Committee of Directors or Director or any other officer of the Company or any other person.

RESOLVED FURTHER THAT the Board of the Company be and are hereby authorised by the members of the Company to do all such acts, deeds, things and execute all such documents, undertakings as may be necessary for giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT a copy of this resolution may be provided to any person (including any authorised representatives, agents, consultants or officers of such person) under the signatures of any Director or Company Secretary of the Company.

Registered Office
Inspire-BKC, G – Block,
7th Floor, Bandra Kurla Complex,
Bandra East, Mumbai – 400 051

By Order of the Board of Directors
For Evonile Pharma Limited
(formerly known as Novartis India Limited)

Date: October 08, 2026
Place: Mumbai

Chandni Maru
Company Secretary & Compliance Officer
Membership No: ACS 60291

NOTES:

1. The relevant explanatory statement pursuant to the provisions of Section 102 read with Section 110 of the Act and Rules 20 and 22 of the Rules, SS - 2 and SEBI Listing Regulations, wherever applicable, setting out the material facts and reasons, in respect of proposed Item No. 1 and 2 of this Notice of Postal Ballot, is annexed herewith.

2. The Ministry of Corporate Affairs ("MCA") vide MCA Circulars, has permitted companies to conduct the postal ballot by sending the notice in electronic form only. Accordingly, a physical copy of the Notice of Postal Ballot along with Postal Ballot Form and pre-paid Business Reply Envelope will not be sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place through the process of e-voting only.

3. In compliance with the provisions of Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide facility of e-voting, to enable its Members to cast their votes electronically in respect of the resolutions as set out in this Notice of Postal Ballot ('Notice'). The Company has engaged the services of NSDL to provide e-voting facilities to its members.

4. In conformity with the regulatory requirements, the Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members of the Company or in the List of Beneficial Owners maintained by the Depositories as on **Friday, October 09, 2026** ("Cut-off Date"), and who have registered their e-mail addresses with the Company or with the Depositories. Members may note that this Notice will also be available on the Company's website at https://evonilepharma.com/annual-general-meeting/ BSE Limited ('BSE') at www.bseindia.com and on the website of NSDL at www.evoting.nsdl.com

5. Voting rights will be reckoned on the paid-up value of shares registered in the names of the Members on Cut-off Date. Only those Members whose names are recorded in the Register of

Members of the Company or in the List of Beneficial Owners maintained by the Depositories as on the Cut-off Date will be entitled to cast their votes. The Resolutions, if passed by the requisite majority, will be deemed to be passed on the last date specified for e-voting i.e. **Thursday, November 12, 2026.**

6. Members can vote on the Resolutions only through e-voting. E-voting will commence at 9:00 A.M. (IST) on **Wednesday, October 14, 2026,** and will end at 5:00 P.M. (IST) on **Thursday, November 12, 2026.** During this period, Members holding shares either in physical form or in dematerialized form, as the Cut-off Date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast vote again.

7. The Company hereby requests all its Members to register/ update their e-mail addresses, if not yet registered/updated, to promote green initiative and to enable the Company to provide all communications to the Members through email. To facilitate Members to receive the Notice electronically and cast their vote electronically, the Company has made special arrangements with MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) for registration of e-mail addresses in terms of the MCA Circulars.

8. Eligible Members are required to provide their e-mail address to MUFG (Link Intime) (rnt.helpdesk@in.mpms.mufg.com) before 5:00 P.M. (IST) on **Thursday, November 12, 2026**, pursuant to which any Member may receive on the e-mail address provided by the Member, the Notice and the procedure for e-voting. Members holding shares of the Company in electronic form can verify/update their email address and mobile number with their respective DPs.

9. The Board of Directors has appointed Mr. S. N. Viswanathan, Practicing Company Secretary (FCS 13685; COP No. 24335) as the Scrutinizer, and Ms. Ashwini Vartak as an Alternate Scrutinizer (ACS 29463; COP No. 16723), to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of e-voting will be final.

10. The Scrutinizer will submit his/her report to the Chairperson, or any other person authorised by him, after scrutiny of the votes cast, on the result of the Postal Ballot through remote e-voting within two working days from the conclusion of the Postal Ballot viz. on or before **Saturday, November 14, 2026**. The Scrutinizer's decision on the validity of votes cast will be final.

11. The results declared, along with the Scrutinizer's Report, shall be placed on the Company's website https://evonilepharma.com/annual-general-meeting/ and on the website of NSDL www.evoting.nsdl.com and the same shall be communicated to the Stock Exchanges where the equity shares of the Company are listed.

12. All the documents referred to in this Notice and Explanatory Statement will be available for inspection by the Members between 11.00 A.M. and 1.00 P.M. on all working days, except Saturdays & Sundays, from the date hereof until the last date of e-voting. Members seeking to inspect such documents can send a request over an e-mail to investor.relations@nilpharma.co.in

13. Resolutions passed by Members with requisite majority, through Postal Ballot shall be deemed to

have been passed at a General Meeting of Members convened on that behalf.

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.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** 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 **"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 i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com . Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal

	Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the 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 the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, users will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) 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 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 helpdesk.evoting@cdslindia.com 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 :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
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 user 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.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on 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 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.

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 resolution 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 investor.relations@nilpharma.co.in

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 investor.relations@nilpharma.co.in. If you are an Individual shareholder 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 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.

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 Scrutinizer@snaco.net with a copy marked to 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 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 or call on: 022 - 4886 7000 or send a request to Mr. Sagar S. Gudhate, Senior Manager at evoting@nsdl.com

Registered Office
Inspire-BKC, 7th Floor,
Bandra Kurla Complex,
Bandra East, Mumbai – 400 051

By Order of the Board of Directors
For Evonile Pharma Limited
(formerly known as Novartis India Limited)

Date: October 08, 2026
Place: Mumbai

Chandni Maru
Company Secretary & Compliance Officer
Membership No: ACS 60291

ANNEXURE TO NOTICE OF POSTAL BALLOT (02/2026-27)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and Regulation 6 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021

Item No. 1 - To approve the grant of employee stock options, equal to or more than 1% of the issued capital of the Company to the identified employee under Employee Stock Option Scheme 2026 (Special Resolution)

The shareholders of Novartis India Limited ("the Company") have approved the 'Employee Stock Option Scheme 2026' ("ESOP 2026"), enabling the grant of employee stock options ("Options") to eligible employees of the Company in accordance with the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB Regulations").

Pursuant to Regulation 6(3)(d) of the SEBI SBEB Regulations, a separate approval of shareholders by way of a special resolution is required where grant of Options to an identified employee, during any one year, equals to or exceeds one percent of the issued capital (excluding outstanding warrants and conversions) of the Company.

The Nomination and Remuneration Committee ("Committee"), at its meeting held on October 08, 2026, has identified Dr. Vikas Gupta, Managing Director and Chief Executive Officer, as the identified employee for purposes of Regulation 6(3)(d) of the SEBI SBEB Regulations as he is a key leader whose vision, strategic direction and leadership are expected to play a critical role in the long-term growth, transformation and value creation journey of the Company.

Dr. Vikas Gupta was appointed as the Managing Director and Chief Executive Officer of the Company with effect from July 29, 2026, for a term of five (5) years. He brings more than two decades of experience spanning commercial strategy, business transformation and brand building across multiple therapeutic areas and geographies. Throughout his professional career, he has demonstrated strong leadership capabilities in driving business growth, organizational transformation and execution excellence across complex and competitive operating environments.

The Board believes that the long-term success of the Company is significantly dependent on the quality of its leadership and its ability to attract, retain and motivate high-caliber executive talent. In an increasingly competitive market for experienced business leaders, equity-based compensation has become an important component of executive remuneration frameworks, enabling companies to directly align management incentives with shareholder value creation.

The proposed grant mechanism under ESOP 2026 is intended to strengthen such alignment by linking a meaningful portion of the potential rewards of the Managing Director and Chief Executive Officer to the long-term performance of the Company and the creation of sustainable shareholder value. The vesting and realization of value from the Options will be dependent on continued association with

the Company and fulfilment of applicable vesting conditions prescribed under ESOP 2026 and any document and letter issued pursuant thereto.

The proposed approval is an enabling authorization under Regulation 6(3)(d) of the SEBI SBEB Regulations. Any grant made to Dr. Vikas Gupta shall be subject to the terms and conditions of ESOP 2026, the recommendations and approvals of the Committee, and compliance with all applicable laws including the SEBI SBEB Regulations.

Accordingly, the approval of the shareholders of the Company is being sought to authorize the Board and/or the Committee to grant Options under ESOP 2026 to Dr. Vikas Gupta, Managing Director and Chief Executive Officer of the Company, which, during any one year, may equal or exceed one percent of the issued capital (excluding outstanding warrants and conversions) of the Company, in accordance with the terms of ESOP 2026 and applicable laws.

The Board believes that the proposed resolution is in the best interests of the Company and its shareholders and recommends the resolution set out in **Item No. 1** for the approval of the shareholders of the Company by way of **Special Resolution**.

Except Dr. Vikas Gupta and his relatives, to the extent of their interest, if any, none of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution.

Item No. 2

The members of the Company are hereby informed that the Company has availed certain borrowing facilities from banks and financial institutions in the ordinary course of business and may, from time to time, require additional borrowings to support its business, operational and strategic requirements. Such borrowings are typically required to be secured by way of mortgage, hypothecation, pledge and/or charge over the assets of the Company.

In terms of Section 180(1)(a) of the Companies Act, 2013, the Board of Directors requires the approval of the Members by way of a Special Resolution for creation of security over the whole or substantially the whole of the undertaking of the Company. Accordingly, in order to facilitate existing borrowings and provide flexibility for securing future borrowing requirements, approval of the Members is being sought to authorise the Board to create such mortgages, hypothecations, pledges and/or charges over the assets of the Company, from time to time, within the limits specified in the resolution.

The Board therefore recommends the **Item No. 02** set out in the Notice of Postal Ballot as a **Special Resolution** for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives, except to the extent of their shareholding, if any, is concerned or interested in the proposed resolution.