

NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that the 1st Extra-Ordinary General Meeting (“EGM”) of the financial year 2024-25 of the members of Sajjan India Limited (“Company”) will be held at a shorter notice, on Tuesday, October 15, 2024, at 5:00 P.M. IST through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to transact the business as mentioned hereinbelow. The venue shall be deemed to be the Registered Office of the Company situated at 14th Floor, Tower A, Urmi Estate, 95, Ganpatrao Kadam Marg, Lower Parel (W), Mumbai, Maharashtra 400013, India.

ITEM 1: BUY-BACK OF EQUITY SHARES OF THE COMPANY

To consider and if thought fit to pass the following resolution as a special resolution:

“RESOLVED THAT pursuant to provisions of the Article 9 of Part A of the Articles of Association of the Company read with sections 68, 69, 70 and other applicable provisions, if any of Companies Act, 2013 (“the Act”) and subject to compliance with rules, regulations / directions under applicable law, approval of the members be and is hereby accorded to the buy-back of 4,00,714 (four lakh seven hundred fourteen) fully paid-up equity shares having a face value of INR 10/- (Indian Rupees Ten only), representing 11.19% (eleven point one nine percent) of the total paid-up capital of the Company, at a buyback price of INR 5,440.91¹ (Indian Rupees Five Thousand Four Hundred Forty and Ninety One Paise only) each, aggregating to INR 2,18,02,49,665 (Indian Rupees Two Hundred Eighteen Crores Two Lakhs Forty Nine Thousand Six Hundred Sixty Five only), constituting 12.90% (twelve point nine zero percent) (which is within 25% (twenty five percent)) of the existing paid-up capital and free reserves (“Buyback”), based on the unaudited financial statements of the Company (which are subjected to limited review by the auditors of the Company) as at June 30, 2024. The buyback price shall be paid to the shareholders of the Company after deduction of applicable taxes.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, all directors of the Company and Company Secretary be and are hereby empowered and authorised severally on behalf of the Company to accept and make any alteration(s), modification(s) to the terms and conditions as it may deem necessary, concerning any aspect of the Buyback, in accordance with the statutory requirements or any conditions laid down by any authority while giving its approval as well as to give such directions as may be necessary or desirable, to settle any questions, difficulties or doubts that may arise and generally, to do all acts, deeds, matters and things as the Board and/or any person authorised by the Board of Directors may, in their absolute discretion deem necessary, expedient, usual or proper in relation to or in connection with or for matters consequential to the Buyback without seeking any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

ITEM 2: AMENDMENTS TO THE TERMS OF APPOINTMENT OF MR. RAJESH KUMAR SRIVASTAVA (DIN: 02215055), MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER

To consider and if thought fit to pass the following resolution as a special resolution:

¹ This is the rounded off buyback price per share. The exact buyback price per share up to the last decimal is INR 5,440.912134.

*“**RESOLVED THAT** pursuant to Sections 152, 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, and any other relevant rules, circulars, notifications made thereunder, including any statutory modification, amendment or re-enactment thereof, the articles of association of the Company, and as recommended by the nomination and remuneration committee and the Board, the approval of the members be and is hereby accorded for changes in the terms of appointment of Mr. Rajesh Srivastava (DIN: 02215055), Managing Director & the Chief Executive Officer of the Company, as set out in Appendix C of the Explanatory Statement annexed to the notice of this EGM.*

***RESOLVED FURTHER THAT** Mr. Anurag Surana, Chairman, and / or Mr. Anant Jain, Director, and / or Ms. Prutha Harshajith, CHRO, of the Company be and is hereby authorized to negotiate, execute, and agree to any amendments to the Employment Agreement and any documents, agreements, deeds, in each case, including any amendment or modification thereto, with Mr. Rajesh Srivastava and to do all such acts, deeds, matters and things as may be necessary or desirable in connection with or incidental to giving effect to this resolution and matters incidental thereto.*

***RESOLVED FURTHER THAT** any Director of the Company and / or the Company Secretary be and are hereby severally authorized to sign and file the requisite statutory forms with the Registrar of Companies, Maharashtra, Mumbai and such other forms as may be necessary in accordance with the provisions of the Companies Act, 2013, and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution, including to make necessary entries in the statutory records and registers of the Company.*

***RESOLVED FURTHER THAT** any Director and / or Company Secretary of the Company be and is hereby severally authorized to certify a copy of this resolution and issue the same to all concerned persons.”*

ITEM 3: AMENDMENTS TO THE TERMS OF APPOINTMENT OF MR. ANURAG SURANA (DIN: 00006665), CHAIRMAN AND NON-EXECUTIVE DIRECTOR

To consider and if thought fit to pass the following resolution as a special resolution:

*“**RESOLVED THAT** pursuant to Sections 152 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, and any other relevant rules, circulars, notifications made thereunder, including any statutory modification, amendment or re-enactment thereof, the articles of association of the Company, and as recommended by the nomination and remuneration committee and the Board, the approval of the members be and is hereby accorded for changes in the terms of appointment of Mr. Anurag Surana (DIN: 00006665), Chairman & Non-Executive Director of the Company, as set out in Appendix E of the Explanatory Statement annexed to the notice of this EGM.*

***RESOLVED FURTHER THAT** Mr. Anant Jain, Director, and / or Ms. Prutha Harshajith, CHRO, of the Company be and is hereby authorized to negotiate, execute, and agree to any amendments to the terms of the letter of appointment and / or any documents, agreements, deeds, in each case including*

any amendment or modification thereto, with Mr. Anurag Surana and to do all such acts, deeds, matters and things as may be necessary or desirable in connection with or incidental to giving effect to this resolution and matters incidental thereto.

RESOLVED FURTHER THAT any Director of the Company and / or the Company Secretary be and are hereby severally authorized to sign and file the requisite statutory forms with the Registrar of Companies, Maharashtra, Mumbai and such other forms as may be necessary in accordance with the provisions of the Companies Act, 2013, and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution, including to make necessary entries in the statutory records and registers of the Company.

RESOLVED FURTHER THAT any Director and / or Company Secretary of the Company be and is hereby severally authorized to certify a copy of this resolution and issue the same to all concerned persons.”

ITEM 4: GRANT OF OPTIONS TO THE EMPLOYEES DURING ANY ONE YEAR, EQUAL TO OR EXCEEDING 1% OF THE ISSUED CAPITAL OF THE COMPANY AT THE TIME OF GRANT OF OPTION

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

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and all other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof) read with Rule 12 of Companies (Share Capital and Debentures Rules), 2014 (***“the Act”***), the Memorandum of Association and Articles of Association of the Company as amended from time to time and subject to such approvals, consents, permissions and sanctions as may be applicable including such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as ***“Board”***), which term shall include the Nomination and Remuneration Committee), approval of the members of the Company be and is hereby accorded for the grant of 35,800 employee stock options as detailed in the explanatory statement, to Mr. Anurag Surana, Chairman, notwithstanding that such number of employee stock options granted during any one year may exceed 1% of the issued capital of the Company at the time of grant of option, in one or more tranches and in multiple series of Sajjan India Limited – Employee Stock Option Scheme 2023 (***“ESOS 2023”***).

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any powers conferred herein, to any committee of directors, with the power to further delegate its powers to any executives/ officers of the Company and /or to one or more sub committees of the Company for implementing the ESOS 2023 and to do all such acts, deeds, matters and things as also to execute such documents, writings, etc., as may be necessary in this regard.”

ITEM 5: CHANGE IN THE NAME OF THE COMPANY AND ALTERATION TO MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY

To consider and if thought fit to pass the following resolution as a special resolution:

*“**RESOLVED THAT** pursuant to the provisions of Section 13 read with Rule 29 of Companies (Incorporation) Rules, 2014, and any other applicable provisions of Companies Act, 2013 read with Rules thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), subject to the approval of Central Government and Registrar of Companies, Mumbai, the consent of the members of the Company be and is hereby accorded to change the name of the Company from ‘Sajjan India Limited’ to ‘Cohizon Life Sciences Limited’;*

***RESOLVED FURTHER THAT** the existing Clause I of the Memorandum of Association of the Company be substituted by the following Clause: The name of the Company is “Cohizon Life Sciences Limited”.*

***RESOLVED FURTHER THAT** Mr. Rajesh Kumar Srivastava, Managing Director & CEO, and / or Company Secretary of the Company, be and is hereby authorized to delegate any or all of the aforesaid powers in favour of any person / official/consultants/Practicing Company Secretary/law firm etc, to act, represent, and appear before any statutory authority for and on behalf of the Company for the purpose of giving effect to this resolution;*

***RESOLVED FURTHER THAT** Mr. Rajesh Kumar Srivastava, Managing Director & CEO, and / or Company Secretary of the Company, be and is hereby authorized to do all such acts, things, deeds and matters as may be necessary or expedient to give effect to the aforesaid Resolution, including, but not limited to filing of necessary statutory documents with concerned Registrar of Companies and other statutory authorities, as applicable.”*

By the order of the Board of Directors

Sajjan India Limited

**Priya V
Lohani**

Digitally signed
by Priya V Lohani
Date: 2024.10.15
13:59:12 +05'30'

Date: October 15, 2024

Place: Mumbai

Priya Lohani

Company Secretary

ACS 49828

NOTES:

1. Ministry of Corporate Affairs has vide its General Circular Nos.14/2020, 17/2020, 20/2020, 2/2021, 2/2022, 10/2022 and 9/2023 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 respectively, issued by the Ministry of Corporate Affairs (collectively referred to as “**MCA Circulars**”) permitted the holding of the Annual General Meeting and extraordinary general meetings using video conference (VC) or other audio-visual means (OAVM), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”) and MCA Circulars, the **EGM** of the Company is being held through VC / OAVM on **Tuesday, October 15, 2024, at 5:00 PM (IST)**. The deemed venue for the EGM of the Company will be the registered office of the Company at 14th Floor, Tower A, Urmi Estate, 95, Ganpatrao Kadam Marg, Lower Parel (W), Mumbai, Maharashtra 400013, India.
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 the EGM is being convened pursuant to the MCA Circulars through VC / OAVM, where physical attendance of the member has been dispensed with, accordingly, in terms of the MCA circulars, the facility for appointment of proxies by the members will not be available for this EGM and hence the proxy form, attendance slip and map for the EGM are not annexed to this Notice.
3. The Company has made arrangements to allow members to participate through video conferencing. Members are requested to click on the following link to attend the meeting via Microsoft Teams by accessing the link - **<https://teams.microsoft.com/>** followed by entering the meeting Id: **488 486 024 046** and passcode: **uGUUpi** in order to attend the meeting.
4. Since the EGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
5. Corporate Members intending to appoint their authorized representatives pursuant to Section 113 of the Act, to attend the EGM through VC / OAVM are requested to send a duly certified copy of the Board Resolution by e-mail to **compliance@sajjan.com** authorizing their representative to attend and vote at the meeting.
6. The attendance of the Members attending the EGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. The Members can join the EGM in the VC / OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting. The Members are requested to log in to the link in order to attend the meeting. The link will be shared to Members separately.
8. In line with the MCA Circulars, the Notice of the EGM along with the relevant annexures is being sent only through electronic mode to those Members whose email addresses are registered with the Company.
9. The Notice is being sent to members in electronic form to the email addresses registered with the Company. Members whose email IDs are not registered, are requested to contact **Ms. Priya Lohani** to

register the same. In line with the MCA Circulars, physical copies of the Notice are not being dispatched.

10. Since the number of members are less than 50, the voting at the meeting will be conducted by the Chairman through show of hands, unless demand for a poll is made by any member in accordance with Section 109 of the Act.
11. Voting rights will be reckoned based on the paid-up value of the equity shares registered in the name of the members as on October 15, 2024 (EGM date) (“**Cut-off date**”). Only those members whose names are recorded in the register of members of the Company on the Cut-off date will be entitled to cast their votes.
12. Members may access the electronic copies the registers, required under the Companies Act, 2013 and the Rules made thereunder by writing to the Company at compliance@sajjan.com.
13. Members who wish to inspect the relevant documents referred to in the Notice can send an email to compliance@sajjan.com up to the conclusion of this Meeting.
14. For any queries in relation to attending the EGM through VC / OAVM or need any assistance with using the technology to attend the EGM, you may reach out to Ms. Priya Lohani at priya.lohani@sajjan.com.
15. In case of a poll on any resolution at the EGM, members can cast their vote on the resolutions only by sending emails through their email addresses which are registered with the company. The said emails can only be sent to Ms. Priya Lohani and the email ID is priya.lohani@sajjan.com.

By the order of the Board of Directors

**Priya V
Lohani**
Sajjan India Limited
Digitally signed by
Priya V Lohani
Date: 2024.10.15
13:59:37 +05'30'

Date: October 15, 2024

Place: Mumbai

Priya Lohani
Company Secretary
ACS 49828