



LINCOLN
PHARMACEUTICALS LIMITED
HEALTHCARE FOR ALL

Date: September 5, 2020

To The Manager, Listing Department, National Stock Exchange of India Limited, (NSE) Exchange Plaza, C-1, Block-G, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051. Scrip Code – LINCOLN	To The Manager, The Department of Corporate Service, BSE Limited, (BSE) Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai – 400 001. Scrip Code – 531633
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Dear Sir / Madam,

Sub: Notice of 26th Annual General Meeting of the Company.

This is to inform that the 26th Annual General Meeting ("AGM") of the members of the Company will be held on **Wednesday, September 30, 2020 at 11:00 a.m. (IST)** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, we hereby enclose the Notice of 26th Annual General Meeting of the Company which is being sent to the members through electronic mode. The same is also uploaded on the website of the Company at www.lincolnpharma.com.

We request you to kindly take the above information on your record.

Thanking you,

Yours faithfully,
For Lincoln Pharmaceuticals Ltd.

Niren A. Desai
Company Secretary



Encl: a/a

Regd. Office : "Lincoln House", Science City Road, Sola, Ahmedabad-380 060. Gujarat, India
Phone : +91-79-4107 8000 | Fax : +91-79-4107 8062 | CIN L24230GJ1995PLC024288
E-mail : info@lincolnpharma.com | Website : www.lincolnpharma.com

Factory : 10, 12, 13, Trimul Estate, Near Khatraj Chokadi, P.O. Khatraj-382721.

Ta. : Kalol, Dist. Gandhinagar, (Guj.) | Phone : +91-79-49135000 | E-mail : khatraj@lincolnpharma.com



LINCOLN PHARMACEUTICALS LIMITED

Regd. Office: "LINCOLN HOUSE", Behind Satyam Complex, Science City Road, Sola, Ahmedabad-380060, Gujarat, India

CIN: L24230GJ1995PLC024288; Tel.: +91-79-4107-8000; Fax: +91-79-4107-8062;

Email: cs@lincolnpharma.com; Website: www.lincolnpharma.com.

NOTICE

NOTICE is hereby given that the **26th (Twenty Sixth) Annual General Meeting ("AGM")** of the members of Lincoln Pharmaceuticals Limited ("the Company") will be held on **Wednesday, September 30, 2020 at 11:00 am (IST)** through Video Conference ("VC") or Other Audio Visual Means ("OAVM"), to transact the following Businesses:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year Ended March 31, 2020 together with the Auditors' Report thereon and the Report of the Board of Directors of the Company.
2. To consider the interim dividend paid on equity shares as final dividend for the financial year 2019-2020.
3. To appoint a Director in place of Mr Arvind G. Patel [DIN: 00104885], who retires by rotation and being eligible offers himself for re-appointment as a Director.
4. To appoint a Director in place of Mr Rajanikant G. Patel [DIN: 00104786], who retires by rotation and being eligible offers himself for re-appointment as a Director.

SPECIAL BUSINESSES:

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION:-**
RESOLVED THAT pursuant to the provisions of Regulation 17 (1A) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval be and is hereby granted for continuing the directorship of Mr Pirabhai R Suthar (DIN: 00453047) as a Non-Executive Independent Director of the Company who shall attain the age of 75 years in next year.
RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary or expedient to give effect to this resolution.
6. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:-**
RESOLVED THAT pursuant to provisions of section 148 (3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the consent of the members be and is hereby accorded to ratify the payment of remuneration of Rs. 1,50,000 (Rupees One Lakh Fifty Thousand Only) p.a. plus out of pocket expense to M/s. Kiran J. Mehta & Co., Cost Accountants [FRN: 000025], Ahmedabad for conducting the Audit of the cost records relating to the products manufactured by the Company for the Financial Year Ending on March 31, 2021.

By Order of the Board
For Lincoln Pharmaceuticals Limited

Niren A. Desai
Company Secretary
M. No. A60285

Ahmedabad, August 20, 2020

Registered Office:

"LINCOLN HOUSE", Behind Satyam Complex,
Science City Road, Sola, Ahmedabad – 380 060,
Gujarat, India.

NOTES:

1. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 ("the Act"), Secretarial Standard – 2 on General Meetings and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") in respect of the special businesses is annexed hereto.
2. In view of the outbreak of the CoVID-19 pandemic, social distancing norms and pursuant to the General Circular No. 14/2020, 17/2020 and 20/2020 dated April 08, 2020, April 13, 2020 and May 05, 2020, respectively, issued by the Ministry of Corporate Affairs (**collectively "MCA Circulars"**) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India ("**SEBI Circular**") read with and in compliance with the applicable provisions of the Act and Listing Regulations, the 26th AGM of the Company is being held through VC/OAVM Facility, which does not require physical presence of

Members at the venue. The proceedings of the 26th AGM shall be deemed to be made at the Registered Office of the Company situated at "LINCOLN HOUSE", Behind Satyam Complex, Science City Road, Sola, Ahmedabad 380060, Gujarat, India (deemed venue for the AGM).

3. The 26th Annual Report along with Notice of the AGM including general guidelines for participation at the 26th AGM through VC/OAVM, procedure for remote e-voting and e-voting during the AGM, is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depository. The same has also been uploaded on the website of the Company, i.e. www.lincolnpharma.com. In accordance with the MCA Circulars and SEBI Circular, copy of the 26th Annual Report is being sent only through emails to the Members of the Company. Members who have not registered their e-mail addresses are requested to register the same with the Company by writing e-mail on investor@lincolnpharma.com or respective Depository Participant(s).
4. Corporate Members intending to attend the meeting through VC/OAVM are requested to send a scanned copy of the certified true copy of board resolution / power of attorney together with their respective specimen signatures authorising of their representative(s) from the corporate member's registered email address authorizing their representatives to attend the AGM on their behalf, at the email id on investor@lincolnpharma.com. Further, the corporate members are requested to also state the Client ID/DP ID in which the Company's shares are held.
5. Members holding shares in physical form are requested to promptly notify in writing any change in their address, email address and also avail the nomination facility by filing Form SH-13, as prescribed under Section 72 of the Act and rules made thereunder, with the Company/RTA. Members holding shares in demat form may contact their respective Depository Participant(s) for availing this facility.
6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participant with whom they are maintaining their demat account(s). Members holding shares in physical form can submit their PAN details to the Company's RTA. As per Regulation 40 of SEBI Listing Regulations (as amended), requests for effecting transfer of securities, except in case of transmission or transposition of securities, shall not be processed effective from April 01, 2019 unless the securities are held in the dematerialized form. Hence, the Members holding equity shares of the Company in physical form are requested to take action to dematerialize the same promptly.
7. The brief profile and other requisite information of the directors recommended for appointment / re-appointment at the AGM as required by Listing Regulations and Secretarial Standard on General Meetings (SS-2), are annexed to the Notice.
8. The Register of Members and Share Transfer Books of the Company will remain closed from September 21, 2020 (Monday) to September 30, 2020 (Wednesday) (both days inclusive) for the purpose of AGM.
9. All the relevant documents referred in this Notice shall be available for inspection by the Members upto the date of 26th AGM electronically and the Member(s) may send a request for inspection of documents to the Company Secretary on investor@lincolnpharma.com and mention the details of Folio No. or Client ID/DP ID wherein the shares of the Company are held by the Member(s).
10. Members are requested to note that pursuant to the provisions of Section 124 of the Act, the dividend remaining unclaimed / unpaid for a period of seven consecutive years from the date it becomes due for payment shall be transferred to the Investor Education and Protection Fund (IEPF) set up by the Central Government. Those Members who have not, so far, encashed these dividend warrants or any subsequent dividend warrants may claim or approach our RTA or to the Company for payment thereof. Members are hereby informed that the unclaimed / unpaid dividend amount shall be transferred by the Company to IEPF within the period of thirty (30) days from the due date(s) or such other period as may be specified under the Act and rules made thereunder, from time to time and no claims will be entertained by the Company for any unclaimed / unpaid dividend transferred to IEPF thereafter. The details of unclaimed / unpaid dividends transfer to IEPF are available on the website of the Company i.e. www.lincolnpharma.com. The unclaimed dividend for the financial year 2012-2013 is due to be transferred to IEPF in this financial year.
11. Further, pursuant to the provisions of Section 124 (5) and (6) of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the IEPF Rules") and amendments thereto, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall also be transferred to demat account of the IEPF Authority. The Company has intimated through letter to the concerned members regarding their equity shares including the unclaimed / unpaid dividend due for transfer during the financial year 2020-2021. The concerned members are requested to claim the same to avoid transfer of shares / dividend to IEPF Account. No claim shall lie against the company after the shares are transferred to IEPF authority. Upon transfer, the Members can claim these equity shares from the IEPF Authority by following the requisite procedure, the details of which are also available at www.iepf.gov.in. Hence, it is in the Members' interest to claim any uncashed dividends and for future, opt for electronic credit of dividend, so that dividends paid by the company are credited to the Member's account on time.

12. General Instructions for accessing and participating at the 26th AGM through Electronic Means (VC/OAVM):

- a) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of Listing Regulations (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose,

the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorised e-voting agency. The facility of casting votes by a Member using remote e-voting as well as e-voting during the AGM will be provided by CDSL.

- b) Members may join the AGM in the VC/OAVM mode 15 minutes before, and after the scheduled time of the commencement of the Meeting by following the procedure as mentioned in this Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 Members on first come first served basis. This will not include large Members (Members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- c) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.
- d) Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this 26th AGM is being held, pursuant to the MCA Circulars, through VC/OAVM, physical attendance of Members has been dispensed with. In view of this, the facility for appointment of proxies by the Members is not available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members such as the President of India or the Governor of a State or Body Corporates can attend the AGM through VC/OAVM and cast their votes through e-voting, subject to the applicable conditions as mentioned in Note No. 14 below.
- e) Notice of the 26th AGM has been uploaded on the website of the Company at www.lincolnpharma.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the remote e-voting facility) i.e. www.evotingindia.com.
- f) AGM has been convened through VC/OAVM in compliance with applicable provisions of the Act read with MCA Circulars. Members shall refer Notice for the instructions for attending the AGM through VC/OAVM.
- g) The recorded transcript of the 26th AGM shall be made available on the website of the Company, www.lincolnpharma.com under the Investors Section, after the conclusion of the AGM as soon as possible.

13. Process for those Members whose Email addresses are not registered - for registration of Email addresses to obtain AGM Notice/Annual Report of the Company and/or login credentials for e-voting on the Resolutions set out in this Notice:

- a) For Members holding shares in physical form - Member(s) may send a request providing necessary details viz., Folio No., Name of Member, mobile number, e-mail address, scanned copy of the share certificate (both sides), scanned copies of self-attested PAN card and Aadhar Card by email to investor@lincolnpharma.com.
- b) For Members holding shares in dematerialised mode - Member(s) are requested to register their e-mail addresses with their respective Depository Participant(s) or by providing their name, mobile number, e-mail address, DP ID and client ID, scanned copies of self-attested client master or consolidated account statement and scanned copies of self-attested of PAN card and Aadhar Card by e-mail to investor@lincolnpharma.com.

For login credentials, please send request providing demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + Client ID), Name of Member, scanned copies of self-attested client master or consolidated account statement and scanned copies of self-attested of PAN card and Aadhar Card by e-mail to investor@lincolnpharma.com.

14. Voting through electronic means:

The Company is pleased to provide remote e-voting facility through Central Depository Services (India) Limited (CDSL) for the Members of the Company to enable them to cast their votes electronically on the resolutions mentioned in this Notice of 26th AGM of the Company dated August 20, 2020 ("Notice"). The details and instructions for remote e-voting and e-voting during the AGM are furnished in the Notice. These details form an integral part of this Notice.

A. Procedure for Remote E-Voting:

- a) The remote e-voting period commences on Sunday, September 27, 2020 at 10:00 a.m. (IST) and ends on Tuesday, September 29, 2020 at 5:00 p.m. (IST). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 23, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- b) The Members who have already voted prior to the meeting date would not be entitled to voted again during the meeting.
- c) The Members should log on to the e-voting website www.evotingindia.com.
- d) Click on "Shareholders" module.
- e) Now Enter your User ID

- 1) For CDSL: 16 digits beneficiary ID,
 - 2) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - 3) The Members holding shares in Physical Form should enter Folio Number registered with the Company.
- f) Next enter the Image Verification as displayed and Click on Login.
- g) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- h) If you are a first time user follow the steps given below:

For Members holding shares in demat form and physical form	
PAN	<ul style="list-style-type: none"> • Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat Members as well as physical Members) • Shareholder who have not updated their PAN with the Company / Depository participated are requested to use the Sequence Number. Please send request to investor@lincolnpharma.com, to get sequence number.
Dividend Bank Details OR Date of Birth (DOB)	<ul style="list-style-type: none"> • Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the dividend bank details field as mentioned in instruction (e) above.

- i) After entering these details appropriately, click on "SUBMIT" tab.
- j) Members holding shares in physical form will then directly reach the Company selection screen. However, the Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- k) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- l) Click on the EVSN of **LINCOLN PHARMACEUTICALS LIMITED** on which you choose to vote.
- m) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- n) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- o) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- p) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- q) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- r) If a demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.
- s) **The Members can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.**

B. Procedure for e-voting during the AGM:

- a) The procedure for e-voting during the AGM is same as the instructions mentioned above for remote e-voting since the meeting is being held through VC/OAVM.
- b) Only those Members who are present in the AGM through VC/OAVM facility and have not cast their vote on the resolutions through remote e-voting earlier and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.
- c) If any votes are cast by the Members through the e-voting available during the AGM and if the same Members have not participated in the meeting through VC/OAVM facility, then the votes cast by such Members shall be considered invalid as the facility of e-voting during the AGM is available only to the Members attending the AGM through VC/OAVM.



- d) The Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

15. Instructions for Members attending the AGM through VC/OAVM are as under:

- a) Members will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-voting system. Members may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- b) Members are encouraged to join the Meeting through Laptops / IPads / Tablets for better experience. Further Members may be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- c) Please note that Participants i.e. Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/ Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- d) Members who would like to express their views/ask questions during the AGM may register themselves as a speaker by sending their request from their respective registered email id(s) in advance atleast 7 (seven) days before the commencement time of 26th AGM, mentioning their name, demat account number/folio number, email id, mobile number at investor@lincolnpharma.com. Members who do not wish to speak during the AGM but would like to seek further information or clarification on the annual financial statements or operations of the Company, may send their queries from their registered email id(s) in advance atleast 7 (seven) days prior to AGM date, mentioning their name, demat account number/folio number, email id, mobile number at investor@lincolnpharma.com, so that the queries can be replied by the company suitably.
- e) Those Members who have registered themselves as a speaker, as mentioned above, will only be allowed to express their views/ask questions as speaker during the AGM.

16. Note for Non - Individual Members and Custodians:

- a) Non-Individual Members (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- b) A scanned copy of the Registration Form bearing the stamp and sign of the entity shall be emailed to helpdesk.evoting@cdslindia.com with copy to investor@lincolnpharma.com
- c) After receiving the login details a Compliance User would be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- d) The list of accounts linked in the login shall be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- e) A scanned copy of the board resolution and power of attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the Scrutinizer to verify the same.
- f) Alternatively Non Individual Members are required to send the relevant board resolution / authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investor@lincolnpharma.com, if they have voted from individual tab and not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

17. Other Instructions/information:

- a) The voting rights of the Members shall be in proportion of the shares held by them in paid-up equity share capital of the company as on the cut-off date i.e. September 23, 2020. A person who is not the Member as on cut-off date should treat this notice for information purpose only.
- b) Any person(s), who acquires shares of the Company i.e. becomes Member(s) after Notice is sent by the Company, and holds shares as of the cut-off date i.e. September 23, 2020 should follow the same procedure of e-voting as mentioned in this Notice. In case such Member(s) has not updated the respective PAN with the Company/ Depository Participant, the Member may approach the Company/RTA as per details provided in the Notice.
- c) Mr. Umesh Parikh (C.P. No. 2413), Practicing Company Secretary, has been appointed as the Scrutinizer to Scrutinize the e-voting process (including the e-voting during the AGM) in a fair and transparent manner.
- d) The Scrutinizer shall, within a period not exceeding two days from the conclusion of the e-voting period and after conclusion of AGM, unblock the votes in the presence of at least two witnesses (not in the employment of the Company) and a Scrutinizer's Report of the votes cast in the favor or against, if any, shall be submitted to the Chairman of the AGM or any person authorised by him, who shall counter sign the same. The result will be intimated to Stock Exchanges where the Company's securities are listed and displayed along with the Scrutinizer's Report on the Company's website (www.lincolnpharma.com) and CDSL's

website (www.evotingindia.com). Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of 26th AGM.

- e) Members who are present at AGM through VC/OAVM and have not used the facility of remote e-voting during the e-voting period as stated above to cast their votes on the resolution(s) mentioned in this Notice, and are otherwise not barred from doing so, shall be provided e-voting facility during the AGM. Members can opt for only one mode of voting i.e. either through remote e-voting during e-voting period before the AGM date or e-voting during the AGM subject to the Member(s) joining the AGM through VC/OAVM.

18. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) or e-voting manual available at www.evotingindia.com, under help section or addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.

In addition, any query / grievance with respect to the voting by electronic means may please be addressed to Mr Niren A. Desai, Company Secretary of the Company shall be responsible for addressing all the grievances in relation to 26th AGM including e-voting related queries. Further, contact details for query / grievance investor@lincolnpharma.com, Ph. No.: +91-79-4107-8000/81. Regd. Office Address: “LINCOLN HOUSE”, Behind Satyam Complex Science City Road, Sola, Ahmedabad-380060, Gujarat, India..

19. Since the 26th AGM shall be held through VC/OAVM facility only and physical presence of the Members at the venue is not required, thus route map is not annexed to this Notice.

CONTACT DETAILS:

Name of Company	Lincoln Pharmaceuticals Limited
Registrar and Transfer Agent (RTA)	Link Intime India Private Limited 5 th Floors, 506-508, Amarnath Business Centre-1, Beside Gala Business Centre, Near St. Xavier’s Collage Corner, Off C. G. Road, Navrangpura, Ahmedabad-380009. Ph. No.: +91-79-2646-5179/3000-2684, Email ID: ahmedabad@linkintime.co.in . Website: www.linkintime.co.in
E-Voting Agency	Central Depository Services (India) Limited Email ID: helpdesk.evoting@cdslindia.com
Scrutinizer	Mr. Umesh G. Parikh (Proprietor of M/s. Umesh Parikh & Associates), Practicing Company Secretary, Email ID: evoting@parikhdave.com



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF
THE COMPANIES ACT, 2013:**

Item No.5:

Mr Pirabhai R. Suthar (DIN: 00453047), is Non-Executive Independent Director of the Company. He is associated with the Company for more than two decade. He is having a very good knowledge of medicine and the formulations / contents of the medicines. Looking to his knowledge and long association with the Company and his immense contribution in progress of the Company, the Board considers it desirable to continue to have his association for the benefit of the Company.

As per the Regulation 17 (1A) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 the approval of the shareholders is required by way of special resolution for continuing the Directorship of any Non-Executive Director who have attained the age of 75 years. Mr Pirabhai R. Suthar will attain the age of 75 years in next year.

In view of the above your Directors recommends passing of the proposed special resolution.

Except Mr Pirabhai R. Suthar, being an appointee, none of the other Directors, Key Managerial Personnel of the Company, and/or their relatives are in any way concerned or interested financially or otherwise in the proposed resolution. The proposed resolution does not relate to or affect any other company.

Item No. 6:

The Board of Directors on the recommendation of the Audit Committee, has appointed M/s. Kiran J. Mehta & Co., Cost Accountants [FRN No.: 000025], Ahmedabad to conduct the audit of cost records relating to the products, manufactured by the Company for the financial year ending on March 31, 2021 at a remuneration as mentioned in the resolution attached to the Notice.

As per the provisions of section 148 (3) of the Act read with Rule 14 of The Companies (Audit and Auditors) Rules, 2014, the remuneration fixed by the Board of Directors is to be ratified by the Members of the Company.

Accordingly, consent of the Members of the Company is sought for ratification of remuneration payable to the Cost Auditors for the financial year ending on March 31, 2021.

Your Directors recommend passing of the proposed resolution.

None of the Directors, Key Managerial Personnel of the Company, and/or their relatives are in any way concerned or interested financially or otherwise in the proposed resolution.

**By Order of the Board
For Lincoln Pharmaceuticals Limited**

**Niren A. Desai
Company Secretary
Membership No. A60285**

Ahmedabad, August 20, 2020

Registered Office:

"LINCOLN HOUSE", Behind Satyam Complex,
Science City Road, Sola, Ahmedabad – 380 060,
Gujarat, India.

Information on Directors being appointed / re-appointed as required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings:

Name of Directors	Mr Arvind G. Patel	Mr Rajnikant G. Patel	Mr Pirabhai R. Suthar
DIN	00104885	00104786	00453047
Date of Birth	September 29, 1950	February 05, 1958	May 07, 1946
Date of Appointment on the Board	February 03, 1995	October 01, 2008	October 30, 1999
Qualification	B.E. (Electrical)	B. Pharm	M B B S
Remuneration last drawn	Nil	Nil	Nil
Nature of expertise in specific functional areas	Corporate Planning, Legal & Financial Matters	Marketing & Sales	Research and Development (R & D)
Relationship with other Directors, Manager and other Key Managerial Personnel	Mr Arvind G. Patel is brother of Mr Mahendra G. Patel and Mr Rajnikant G. Patel	Mr Rajnikant G. Patel is brother of Mr Mahendra G. Patel and Mr Arvind G. Patel and Father of Mr Ashish R. Patel	None
Directorship held in other Public Companies	None	None	None
Chairmanship / Membership of Committee in other Companies, if any	None	None	None
No. of Shares held in the Company as on March 31, 2020	1,11,000	7,25,401	0