

## Gennova Biopharmaceuticals Limited

CIN: U24231PN2001PLC016253

Registered Office: Plot No. P-1 & P-2, IT-BT Park, Phase-II, M.I.D.C.,

Hinjawadi, Pune - 411057, Maharashtra, India

Website: [www.gennova.bio](http://www.gennova.bio) Phone: 020-35070105 / 020-35070000 Fax: 020-35070079

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### NOTICE

NOTICE IS HEREBY GIVEN THAT AN EXTRA-ORDINARY GENERAL MEETING ("EOGM") (NO. 01/2025-26) OF THE MEMBERS OF GENNOVA BIOPHARMACEUTICALS LIMITED ("THE COMPANY") WILL BE HELD ON SATURDAY, JANUARY 10, 2026 AT 10:00 A.M. (IST) AT PLOT NO. P1 & P2, IT-BT PARK, PHASE II, M.I.D.C., HINJAWADI, PUNE - 411 057, TO TRANSACT THE FOLLOWING BUSINESS:

### SPECIAL BUSINESS:

#### Re-Appointment of Dr. Kavita Singh (DIN: 06784250) as an Independent Director:

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

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder ("the Act"), read with Schedule IV to the Act, as amended from time to time, Dr. Kavita Singh (DIN: 06784250 and IDDB Registration Number - IDDB-DI-202105-036264), who was appointed as an Independent Director of the Company for a period of 3 (three) consecutive years at the Annual General Meeting of the Company held on July 10, 2023 and holds office up to January 23, 2026 and who is eligible for re-appointment as an Independent Director of the Company and meets the criteria for independence pursuant to the provisions of the Act and who has submitted a declaration to that effect and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing her candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of 3 (three) years with effect from January 24, 2026."

#### **Registered Office:**

Plot No. P-1 & P-2, IT - BT Park,  
Phase II, M.I.D.C, Hinjawadi,  
Pune - 411057, Maharashtra, India

**By order of the Board**

**For Gennova Biopharmaceuticals Limited**

Place: Pune

Date : December 17, 2025

Sd/-

**Rutuja Gohad**

**Company Secretary**

**Membership No. A35340**

**NOTES:**

1. The statement pursuant to section 102 of the Companies Act, 2013 ("the Act") in respect of the Special Business to be transacted at the Extra-Ordinary General Meeting ("EOGM") is annexed hereto.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EOGM IS ENTITLED TO APPOINT A PROXY, TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO EFFECTIVE SHALL BE DULY STAMPED, SIGNED AND FILLED (COMPLETED IN ALL ASPECTS) AND DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE EOGM.**

**A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS UP TO AND NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR MEMBER.**

3. Members/Proxies should bring the enclosed attendance slip duly filled in, for attending EOGM.

4. Corporate members intending to send their authorized representatives to attend the EOGM are requested to send a certified copy of their Board resolution or any other document validly executed by its director or other authorised signatories/persons, authorizing their representative to attend and vote on their behalf at the EOGM.

5. Members who hold shares in dematerialized form are requested to bring their client ID and DP ID for easier identification of attendance at the meeting. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EOGM.

6. All documents referred to in the Notice calling the EOGM and the Explanatory Statement are available with the Company for inspection by the Members upto the date of this meeting and will also be available at the venue of the EOGM.

7. During the period beginning 48 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during business hours of the



Company, provided that not less than three days of notice is given in writing to the Company.

8. Route map showing directions to reach the venue of the general meeting is annexed.
9. Members holding shares in the dematerialized (electronic) form may update changes in their address or bank mandate with their respective Depository Participants. The Company or its Registrars cannot act on any request received directly from the shareholders holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the shareholders.
10. Members who have not registered their e-mail addresses are requested to register the same with MUFG Intime India Pvt. Ltd., the Registrars and Transfer Agents of the Company or with the respective Depository Participant(s) for sending future communication(s) in electronic form.

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Rutuja Gohad  
Company Secretary  
Membership No. A35340**

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

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The Members of the Company at their Annual General Meeting held on July 10, 2023, had appointed Dr. Kavita Singh as an Independent Director of the Company for a term of 3 (three) years with effect from January 24, 2023. Her current term as an Independent Director is expiring on January 23, 2026. As per the provisions of the Companies Act, 2013 ("the Act"), Dr. Kavita Singh is eligible to be re-appointed as an Independent Director for another term. Considering the valuable contribution provided by Dr. Kavita Singh to the Company, based on the recommendation of Nomination and Remuneration Committee and on the basis of her performance evaluation, the Board has recommended the re-appointment of Dr. Kavita Singh as an Independent Director for a second term of 3 (three) consecutive years with effect from January 24, 2026, at its meeting held on November 06, 2025.

The Company has received a notice in writing under the provisions of Section 160 of the Act, from a member proposing the candidature of Dr. Kavita Singh for the office of an Independent director of the Company.

***A brief Profile of Dr. Kavita Singh is as under:***

Dr. Kavita Singh is a senior medical professional with in-depth understanding of healthcare product development and has an experience of over 24 years in Indian Pharma Industry, Government and not-for-profit organization. She has successfully established and led a research & development focused not-for-profit society and led key missions of Ministry of Science and Technology, Govt. of India.

The Company has received a declaration from her to the effect that she meets the criteria of Independence as provided in Section 149(6) of the Act and Rules framed thereunder.

A copy of the draft letter of appointment as an Independent Director stating the terms and conditions, is available for inspection by Members.

During her tenure as an Independent Director of the Company, Dr. Kavita Singh shall be eligible to receive Sitting Fees and Commission as per the provisions of the Act and the Remuneration Policy of the Company.

Your Board of Directors recommend this resolution as a Special Resolution for the approval of the members.



Except Dr. Kavita Singh, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

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Pune - 411057, Maharashtra, India

Place: Pune

Date : December 17, 2025

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**Sd/-  
Rutuja Gohad  
Company Secretary  
Membership No. A35340**

**DETAILS OF DIRECTORS UNDER SS 2 - SECRETARIAL STANDARDS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING EXTRA-ORDINARY GENERAL MEETING (EOGM)**

<b>Name of the Director</b>	<b>Dr. Kavita Singh</b>
<b>Age (Yrs.)</b>	56 Years
<b>Nationality</b>	Indian
<b>Date of first Appointment on the Board</b>	January 24, 2023
<b>Relationship with other Directors of the Company</b>	None
<b>Area of Expertise</b>	Pharma Sector
<b>Qualifications</b>	MBBS from Government Medical College, Patiala; MD, Microbiology from Postgraduate Institute of Medical Education & Research, Chandigarh and Postgraduate Diploma in Epidemiology from Public Health Foundation of India.
<b>Experience</b>	Experience of over 24 years in Indian Pharma Industry, Government and not-for-profit organization.
<b>Directorships held in other Companies</b>	–
<b>Chairmanship/ Membership in the Committees of the Boards of Companies in which she is Director</b>	<b>Chairman:</b> NIL <b>Member:</b> NIL
<b>No. of Board Meetings attended during FY 2025-26</b>	3 out of 3
<b>No. of Shares held in the Company as on March 31, 2025 and % of Paid-up Share Capital</b>	NIL
<b>Terms and conditions of appointment or re-appointment</b>	To be re-appointed as an Independent Director, not liable to retire by rotation.
<b>Details of remuneration sought to be paid and the remuneration last drawn by such person</b>	During her tenure as an Independent Director of the Company, Dr. Kavita Singh shall be eligible to receive Sitting Fees and Commission as per the provisions of the Act and the Remuneration Policy of the Company. Further, during the last financial

	year, Sitting fees of Rs. 2,00,000/- and Commission of Rs. 7,50,000/- were paid to Dr. Singh.
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Maharashtra, India

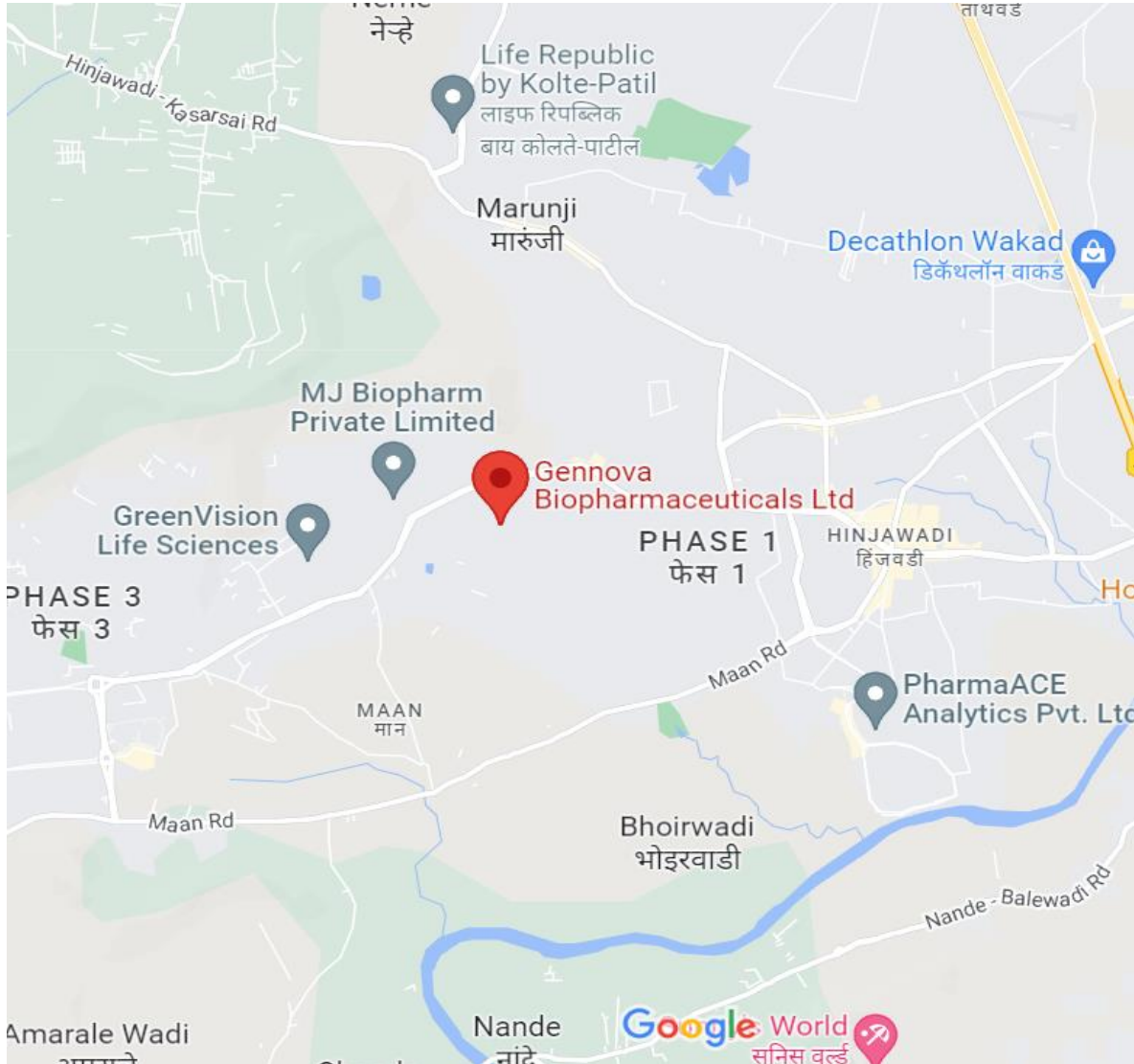
Place: Pune

Date : December 17, 2025

**By order of the Board  
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**Sd/-  
Rutuja Gohad  
Company Secretary  
Membership No. A35340**

## **ROUTE MAP FOR THE VENUE OF THE EXTRA-ORDINARY GENERAL MEETING**



### **Venue of Extra-Ordinary General Meeting:**

Gennova Biopharmaceuticals Limited, Plot No. P-1 & P-2, IT - BT Park, Phase II, M.I.D.C, Hinjawadi, Pune - 411057, Maharashtra, India

**Prominent Landmark:** Infosys Limited, Hinjawadi Phase-II, Pune

**ATTENDANCE SLIP**

**GENNOVA BIOPHARMACEUTICALS LIMITED**

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Phone: 020-35070105, 35070000, E-mail id: [Gennova.Corporate@gennova.bio](mailto:Gennova.Corporate@gennova.bio)

**EXTRA-ORDINARY GENERAL MEETING - JANUARY 10, 2026**

Name of the Beneficial Owner: \_\_\_\_\_

Registered Folio No.: \_\_\_\_\_

No. of Shares held: \_\_\_\_\_

I / We certify that I/ We am/are a member/proxy for the member of the Company.

I/We hereby record my / our presence at the Extra-Ordinary General Meeting of the Company held on Saturday, January 10, 2026 at Plot No. P-1 & P-2, IT - BT Park, Phase II, M.I.D.C, Hinjawadi, Pune - 411057 at 10.00 a.m. (IST)

.....  
Name of attending Member/Proxy  
.....  
Member's/Proxy's Signature  
(To be signed at the time of handing over this slip)

**Note:**

1. Sign this attendance slip and hand it over at the Extra-Ordinary General Meeting venue.
2. Bodies corporate, whether a Company or not, who are members, may attend through their authorized representatives appointed under Section 113 of the Companies Act, 2013. A copy of authorization should be deposited with the Company.
3. In case of shares held in Demat/Electronic Form, the signature of the Beneficial Owner is liable for verification with the record furnished to the Company by NSDL/CDSL.
4. The map to reach the EOGM venue is given overleaf.

**GENNOVA BIOPHARMACEUTICALS LIMITED**

**Form No. MGT-11**

**Proxy form**

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]*

**CIN:** U24231PN2001PLC016253

**Name of the Company:** Gennova Biopharmaceuticals Limited

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Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

I/We, being the member (s) of ..... shares of the above named Company, hereby appoint

1. Name: .....  
Address: .....  
E-mail Id: .....  
Signature:....., or failing him
  
2. Name: .....  
Address: .....  
E-mail Id: .....  
Signature:....., or failing him
  
3. Name: .....  
Address: .....  
E-mail Id: .....  
Signature:..... or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company, to be held on Saturday, January 10, 2026, at 10:00 a.m. (IST) at Plot No. P-1 & P-2, IT - BT Park, Phase - II, M.I.D.C, Hinjawadi, Pune - 411057, Maharashtra, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars	For	Against	Abstain
1.	Re-appointment of Dr. Kavita Singh as an Independent Director			

**(Please indicate the manner in which you want the proxy to vote on your behalf by putting a tick mark against your choice in respect of each resolution)**

Signed on ....., ..... 2026

Signature of shareholder

Signature of proxy holder(s)

Affix  
Revenue  
Stamp