



PHYTO CHEM (INDIA) LIMITED

CIN : L24110TG1989PLC009500

Corporate Office : 8-3-229/23, First Floor, Thaherville,
Yousufguda Checkpost, Hyderabad-500 045, Telangana.
Tel : 040 - 23557712, 23557713, Fax : 91-40-23557714.
Email : info@phytochemindia.com

PCIL/BSE/2020-21/AR/0140/2021-22

Date: 03-09-2021

To
M/s Bombay Stock Exchange Limited,
Floor 25, PJ Towers,
Dalal Street,
Mumbai – 400 001,
Tel: 022-22721234/33

Kind Attn: Dept. of Corporate Services.

Dear Sir (s),

Sub: Submission of Notice of Thirty Second Annual General Meeting of the
Company – Regarding.

Ref: BSE Script Code – 524808.

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, We wish to inform you that the Thirty Second Annual General Meeting of our Company for the Financial Year 2020-21 will be held on Monday, the 27th day of September 2021 at 11:45 A.M. at the Registered Office at Survey No. 628, Temple Street, Bonthapally - 502313, Gummadidala Mandal, Sangareddy District, Telangana.


We herewith attach soft copy of Notice of AGM for the Financial Year 2020-21. This is for your information and record.

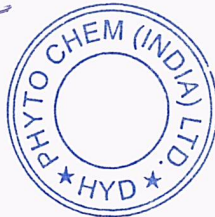
Kindly acknowledge receipt of the same.

Thanking you

Yours faithfully

For Phyto Chem (India) Limited


(Y. Nayudamma)
Managing Director
DIN: 00377721



Encl: as above.

Notice of AGM

Notice is hereby given that the Thirty Second Annual General Meeting of the Members of M/s Phyto Chem (India) Limited (CIN: L24110TG1989PLC009500) will be held on Monday, the 27th day of September 2021 at 11:45 A.M. at the Registered Office of the Company at Survey No.628, Temple Street, Bonthapally - 502 313, Gummadidala Mandal, Sangareddy District, Telangana State to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2021, Profit and Loss Account and Cash Flow Statement for the year ended on that date along with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Dr. Sreemannarayana Prathipati (DIN: 00377472), who retires by rotation and being eligible, offers himself for reappointment.

Special Business:

3. Continuation of Directorship of Dr. Sreemannarayana Prathipati (DIN: 00377472) as a Non-Executive Non-Independent Director in terms of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

To consider and if thought fit, to pass with or without modification(s) the following resolution as Special Resolution:

“RESOLVED THAT pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the applicable provisions of the Companies Act, 2013 and relevant rules framed thereunder (including any statutory modification or re-enactment thereto), approval of members be and is hereby accorded to the continuation of Directorship of Dr. Sreemannarayana Prathipati (DIN: 00377472) as a Non-Executive Non Independent Director of the Company, liable to retire by rotation.”

For and on behalf of the Board

**Place : Hyderabad
Date : 14th August 2021**

**Y.Nayudamma
Managing Director
DIN: 00377721**

Notes

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on poll instead of himself/herself and a proxy need not be a member of the Company. The instrument of Proxy in order to be effective should be deposited at its Registered Office of the Company not later than forty eight hours before the commencement of the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent 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 a proxy for any other person or shareholders.

2. The Register of Members and Share Transfer Books of the Company will remain closed from 21-09-2021 to 27-09-2021 (both days inclusive) for the purpose of the meeting.
3. Electronic copy of the Annual Report and the Notice of the Annual General Meeting of the Company 'inter-alia' indicating the process and manner of e-voting along with Attendance Slip and Proxy Form are being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes, unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the above documents are being sent in the permitted mode.
4. Members are requested to notify any change in their addresses to the Company or Registrar and Transfer Agent. Members holding shares in electronic form are requested to advise change of address, email IDs and Bank details to their Depository Participants.

The Members are aware that the Company's shares are tradable compulsorily in electronic form and your Company has established connectivity with Central Depository Services

(India) Limited (CDSL) and National Securities Depository Limited (NSDL). In view of the numerous advantages offered by the depository system, the Members are requested to avail the facility of Dematerialisation of the Company's shares on NSDL or CDSL. The ISIN allotted to the Company's Equity shares is INE 037C01010.

5. Members are requested to affix their signatures at the space provided on the Attendance Slip annexed to Proxy Form and handover the Slip at the entrance of the meeting hall. The Corporate members are requested to send a duly certified copy of the Board resolution / power of attorney authorising their representatives to attend and vote at the Annual General Meeting.
6. Members may also note that the Notice of the Annual General Meeting and the Annual Report will also be available on the Company's website for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office at Survey No.628, Temple Street, Bonthapally – 502 313, Gummadidala Mandal, Sangareddy District, Telangana State for inspection during normal business hours on all working days. Even after registering for e-communication, members are entitled to receive such communication in physical form upon making a request for the same by post at free of cost.
7. The details of the unpaid/unclaimed dividend declared for the F.Y 2013-14 as on 24th September 2015 is available on the Company's website www.phytochemindia.com and on the website of Ministry of Corporate Affairs at www.mca.gov.in.

8. Voting through Electronic means:

- a. The Company is pleased to provide members the facility to exercise their right to vote on the resolutions as set out in the Notice calling for the Annual General Meeting (AGM) by 'electronic means' and all the business may be transacted through e-Voting services provided by Central Depository Services (India) Limited (CDSL), in compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the

Companies (Management and Administration) Rules, 2014.

- b. Voting rights are reckoned on the basis of the shares registered in the names of the members / beneficial owners as on the record date fixed for this purpose viz., 20-09-2021.
- c. CS Puttaparthi Jagannatham, Corporate Advocate has been appointed as scrutinizer for conducting the e-Voting process in a fair and transparent manner.
- d. Members are requested to read the instructions given below:
- e. The E-Voting facility is available at the link:

EVSN (e – Voting Sequence Number)	Commencement of e-Voting	End of e-Voting
210825010	24-09-2021	26-09-2021

In case of members receiving e-mail:

- i. Log on to the e-voting website: www.evotingindia.com
- ii. Click on “Shareholders” tab to cast your votes.
- iii. Now, select the “EVSN” along with “PHYTO CHEM (INDIA) LIMITED” from the drop down menu and click on “SUBMIT”
- iv. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v. Next enter the Image Verification as displayed and Click on Login.
- vi. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- vii. If you are a first time user, follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders):</p> <p>* Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field.</p> <p>* In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.</p>
DOB#	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	<p>Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio.</p> <p>* Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company, please enter the number of shares held by you as on the cut off date in the Dividend Bank details field.</p>

- viii. After entering these details appropriately, click on “SUBMIT” tab.
- ix. Members holding shares in physical form will then reach directly the Company selection screen. However, 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 on the 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 is confidential.
- x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
 - xi. Click on the relevant EVSN on which you choose to vote.
 - xii. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the 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.
 - xiii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
 - xiv. After selecting the resolution if 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.
 - xv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
 - xvi. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
 - xvii. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- * Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
 - * They should email a scanned copy of the Registration Form bearing the stamp and sign of the entity helpdesk.evoting@cdslindia.com.
 - * After receiving the login details, they have to create a compliance user using the admin login and password. The compliance user would be able to link the account(s) which they wish to vote
 - * The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - * They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
- In case of members receiving the physical copy:
- A. Please follow all steps from S.No. i to S.No. xvii of notes.8.e. above to cast vote.
 - B. The e-voting period begins from 9:00 am on Friday, the 24th September 2021 and closes by 5:00 pm on Sunday, the 26th September 2021. During this period, shareholders’ of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date (holding date) i.e Monday, 20th September 2021, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - C. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
 - D. The Scrutinizer shall within a period not exceeding three working days from the conclusion of the e-Voting period unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast “in favour” or “against”, if any, forthwith to the Chairman of the Company.
 - E. The results declared along with the Scrutinizer’s Report will be placed on the Company’s website www.phytochemindia.com and on the website of CDSL within two days of passing of the resolutions at the AGM and communicated to the Stock Exchange.
 - F. All documents referred to in the accompanying Notice and the Explanatory Statement will be open for inspection at the Registered Office of the Company during normal business hours on all working days upto and including the date of the AGM.

Additional information about the Directors being appointed / reappointed as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Item No.2. Re-appointment of Dr. Sreemannarayana Prathipati as Director of the Company.

Dr. Sreemannarayana Prathipati (DIN: 00377472) aged about 74 years, is a Post Graduate in Medicine, Non-Resident Indian and he had worked for more than 30 years in U.S.A. He has been the Chairman of the Company since 1995. He is presently residing in India.

Item No.3. Continuation of Directorship of Dr. Sreemannarayana Prathipati as a Non-Executive Non- Independent Director in terms of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dr. Sreemannarayana Prathipati (DIN: 00377472), is a Non-Resident Indian aged about 74 years is a Post Graduate in Medicine (M.D.), had worked for more than 30 years in U.S.A. and he holds 1,25,100 Equity Shares in the Company. Since, Dr. Sreemannarayana Prathipati will be exceeding 75 years in the coming Financial Year, It is to be considered necessary to continue his directorship on the Board of Directors of the Company.

Explanatory Statement:

This explanatory statement is provided as per Section 102 of the Act.

Special Business:

Item No.3

Continuation of Directorship of Dr. Sreemannarayana Prathipati (DIN: 00377472) as a Non-Executive Non-Independent Director in terms of regulation 17(1A) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.

As per Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") with effect from April 1, 2019, no listed Company shall appoint or continue the directorship of a Non-Executive Director who has attained the age of 75 (Seventy Five) years, unless a Special Resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the Notice for such appointment.

Dr. Sreemannarayana Prathipati (DIN: 00377472) is a Non-Executive Director of the Company liable to retire by rotation.

Dr. Sreemannarayana Prathipati (DIN: 00377472) has been a Director of the Company from 05th December 1994. Since he will be exceeding 75 years in the coming Financial Year and his services are felt beneficial to the Company and hence it is considered necessary to approve his Directorship on the Board of Directors of the Company.

The Nomination and Remuneration Committee and the Board of Directors of the Company have recommended the continuation of directorship of Dr. Sreemannarayana Prathipati (DIN: 00377472) as a "Non- Executive Director" of the Company, considering his rich experience, knowledge, expertise, continued valuable guidance and immense contribution in the growth of the Company.

The Members may approve by way of passing a Special Resolution for the continuation of directorship of Dr. Sreemannarayana Prathipati (DIN: 00377472) as a 'Non- Executive Director' of the Company, liable to retire by rotation.

The Board of Directors recommends the Special Resolution set forth in Item No. 3 for approval of the Members.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard- 2 issued by the Institute of Company Secretaries of India are set out in the Annexure to the Explanatory Statement.

Except the Director who is being appointed, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No.3.

For and on behalf of the Board

**Y.Nayudamma
Managing Director
DIN: 00377721**

**Place : Hyderabad
Date : 14th August 2021**