

TRANSCRIPT

Extraordinary General Meeting of Morepen Laboratories Limited

March 18, 2024

Mr. Vipul Kumar Srivastava (Company Secretary) : Ladies and gentlemen, I, Vipul Kumar Srivastava, Company Secretary of Morepen Laboratories Limited, welcome all the directors, shareholders and other participants in this extraordinary general meeting of Morepen Laboratories Limited. Members, due to preventive measures, the ministry of corporate affairs and SEBI has permitted the companies to hold the general meeting through video conferencing and other audio visual modes. Accordingly, this EGM is being held through video conferencing mode. Faculty to joining of this EGM is being made available on first cum first serve basis. All members who have joined this meeting, by default, placed on mute mode to avoid any disturbance from background and to ensure smooth seamless conduct of the meeting. The company has taken requisite steps to enable Members to participate and to vote on the item being considered in this EGM.

Since the members are eligible to join this EGM through video conferencing mode, therefore, facility to appoint proxy to attend and to vote cast is not available for this EGM. The registered office of the company is situated in Himachal Pradesh, shall be the deemed venue of this EGM and the proceeding of this EGM shall be deemed to be made thereat. During the meeting the Register of Directors & KMPs and their shareholding and register of contract or arrangements in which the directors are interested, are open for inspection electronically members may inspect the same.

Please note that the proceeding of this meeting is being recorded and the transcript of the same shall be uploaded on the website of the company. Now, I would like to introduce the members of the Board and other dignitaries who are joining us today through video conferencing mode. Coming from Mr. Sushil Suri, Chairman and Managing Director of the Company, being the Chairman of this EGM as per the Articles of Association of the Company, joining this meeting from Gurugram.

Mr. Sushil Suri (Chairman & Managing Director): [Greeted with folded hands] Good morning. Good morning, everybody.

Mr. Vipul Kumar Srivastava (Company Secretary) : Mr. Sanjay Suri, Whole Time Director, joining this meeting from Gurugram.

Mr. Sanjay Suri: [Greeted with folded hands] Good morning, everyone.

Mr. Vipul Kumar Srivastava (Company Secretary) : Mr. Manoj Joshi, an Independent Director and Chairman of Audit Committee, Stakeholders Relationship Committee, attending this meeting from Gurugram.

Mr. Manoj Joshi: [no sound]

Mr. Vipul Kumar Srivastava (Company Secretary) : Mr. Praveen Kumar Dutt, an Independent Director and Chairman of Nomination and Remuneration Committee and Risk Management Committee attending this meeting from Delhi.

Mr. Praveen Kumar Dutt : [Greeted with folded hands] Good morning.

Mr. Vipul Kumar Srivastava (Company Secretary) : Good morning !, Mr. Bhupendra Raj Wadhwa, an Independent Director attending this meeting from Gurugram.

Mr. Bhupendra Raj Wadhwa : [Greeted with folded hands] Good morning, everyone.

Mr. Vipul Kumar Srivastava (Company Secretary) : Good morning !, Mr. Sukhcharan Singh, an Independent Director attending this meeting from Gurugram.

Mr. Sukhcharan Singh: [Greeted with folded hands] Good morning to everyone.

Mr. Vipul Kumar Srivastava (Company Secretary) : Good morning !, Doctor Savita, an Independent Director attending this meeting from Delhi.

(Mrs.) Doctor Savita: [Greeted with folded hands] Good morning, everyone.

Mr. Vipul Kumar Srivastava (Company Secretary) : Further, Mr. Ajay Kumar Sharma, Chief financial officer of the company, Mr. S. P. Babauta, partner of M/s. S. P. Babuta & Associates, Statutory Auditors.

Mr. Ajay Kumar Sharma (Chief financial officer) : [Greeted with folded hands] Good morning.

Mr. S. P. Babauta (Statutory Auditor) : [Greeted with folded hands] Good morning.

Mr. Vipul Kumar Srivastava (Company Secretary) : Mr. Praveen Dua, proprietor of M/s. P D & Associates, Practising Company Secretary, Secretarial Auditor and Scrutinizer, is also joining us in this meeting.

Mr. Praveen Dua (Scrutinizer) : My greetings to all of you, my greetings to you.

Mr. Vipul Kumar Srivastava (Company Secretary): As I am seeing the requisite quorum is being present, now, I hand over the proceedings to Mr. Sushil Suri, Chairman and Managing Director of the company. Thank you and over to you, Sir.

Mr. Sushil Suri (Chairman & Managing Director): Hi friends, good morning and a very warm welcome to the extraordinary general meeting of your company. Hope everybody's fine and in the best of health and spirit, I know it's exam days for the kids and of course annual closing for the people who are in business. I wish everybody a lovely healthy year ending, of course. Good luck and a great luck. Since the requisite forum is present, I call the meeting to order.

Notice of the extraordinary general meeting has been circulated to all the members on 24th February, the notice of the EGM is available on the website, so the company Stock Exchange and NSDL.

Coming to the business of the company or business of this meeting. With the permission, I shall take the notice of the EGM comprising the resolution, explanatory statement, as read. Friends, I am delighted to share that your company has entered in the 40th year of its beautiful journey of growing together with you. As we chart our new phase of life, new phase of growth with more power and energy. So we continue on our mission and empowering consumers with innovative health products, medtech products in India and to the global markets. We strive to achieve vaccines in whatever we do, be it research, production, sales, consumer relations, I would say everything. It's basically a 360 degree excellence. To achieve this excellence, so we remain committed to our three core values, of course first is passion, then action and innovation, which is the core of the pharma industry.

Dear friends, in last 40 years we have been able to establish Morepen as a well-diversified company with a strong portfolio of API 's and of course direct relationship with the consumers through medical devices and OTC products. Between API and medical devices, we secure around 80 to 90% of the business as we continue expanding our product basket and the consumer reach both. Now, coming specifically to the API business, which has been our core, we have established Morepen as a long standing brand that stands for quality and commitment and of course with a loyal customer base in 80 countries, businesses in all the continents have been growing very rapidly with a solid base of around 1200 customers and 60% of sales every year come from our loyal customers who have been in business should that's more than 10 years. So it's a very regular.

Our company had been a category leader in six lead products like Loratadine, Desloratadine, Montelukast, Atorvastatin, Rosuvastatin and Fexofenadine. These products make up almost 90% or more than 90% of the revenues with the robust growth. All these products are stable and established despite the fluctuation in the pricing which we had seen in the last couple of years, both pre COVID and post COVID, the company has been able to maintain a steady growth of business over the years. Friends, as you understand the code of API business is regulatory compliance and the focus on the regulatory filings including DMFs and patents, we are well approved and accepted by all the international regulators including USFDA, PMDA Japan, KFDA Korea, TFDA Taiwan, TGA Australia and of course lately ANVISA Brazil, so the API had been very good strength now coming to the medical devices.

Back in year 2000, your company could foresee either the marketing trends and the market trends are changing, and we took a big move and pivoted towards creating a direct relationship with consumers and launched a brand called Dr Morepen, which has become a household name in India today. Other than the legacy brands, which we acquired like Burnol and Lamolate in the OTC business, your company has pioneered in establishing medical devices in business in India and of course it's for the home use Dr Morepen franchise has grown with revenues almost 500 crores between medical devices and OTC product and reaching to almost 4,00,000 outlets with almost 4000 distributors in the different segments. Our medical device business is unique in one way that we are the only company at such a scale to medical to manufacture these medical devices in India and doing an end to end manufacturing from beer chips to the finished products.

Our Glucometers and BP monitors are 100% manufactured in house and 90% of sales come from these 2 products. Of course, you all know India is a diabetic capital of the world and diabetic and heart. Again, these problems go together hand in hand. With the estimated 10,00,00,000 diabetic patients in India and growing. We have crossed to 1,00,00,000 customer base this year for glucometers and these glucometers give us regular and repeat business and we add around 20,00,000 blue customers every year we sell 20,00,000 meters every year our medical devices again are all approved and audited by ISO 13485 which is a global standard for medical devices. And as you know, the Government of India is focusing more and more on manufacturing medical devices in India to make it a global hub. And on the same line. Your company is also expanding in capacities in the medical. Besides, we have started export to the neighbouring markets like Nepal, Bhutan, Thailand and we're working on the Middle East market. As we speak, we stand committed to continue our journey on this growth trajectory as we are working for some resource mobilization to continue this growth.

At the end I would like to thank everybody for all your support and understanding. With this, I would pass the proceedings to the Company Secretary to give the details of the voting process.

Mr. Vipul Kumar Srivastava (Company Secretary) : Thank you so much, Sir. Dear Members, in terms of the Companies Act 2013 and the Listing Regulations the Company had provided remotely voting facility with the help of NSDL to the members. The remote voting period had comments from 15th of March 2024 from 9:00 O'clock till 17th March 2024 till evening 5:00 O'clock. Such members, who have not cast their vote through remote e-voting can cast their vote through e-voting during the meeting by visiting the page of NDL. The voting platform is presently open and shall remain open till 15 minutes after the conclusion of this meeting.

Since the meeting is being conducted through video conferencing mode and the resolutions stated in the notice of EGM is already put to vote through e-voting, so there will be no proposing and seconding of the resolution.

Mr. Parveen dua, Company Secretary in practice being scrutinizer, present in the meeting, shall immediately after the conclusion of this meeting, unblock the votes cast through remote voting and e-voting in this EGM and shall make a consolidated scrutiniser report on the total vote casted in favor or against, if any.

The results of voting shall be declared within 48 hours after the conclusion of this EGM and shall be placed on the website of the company and the website of NSDL and stock exchanges. The company has also provided the facility to ask questions and exchange their thoughts, if any. In this regard, the company has received requests from 8 members to register themselves as a speaker, but they had not sent their request in the prescribed format given in the notice of this EGM. That is from my side, Sir, over to you.

Mr. Sushil Suri (Chairman & Managing Director): Thank you Vipul, with this now I'm authorizing the company secretary to conduct the e-voting process as stated earlier by him that e-voting shall remain open till 15 minutes after the conclusion of this EGM and the results should be declared later by 20th March. I am thankful to all the members, directors, auditors who have joined this meeting through video conferencing today and for their cooperation and

smooth conduct of the EGM; with your consent, now, we conclude the meeting. Thank you once again everybody.

Mr. Vipul Kumar Srivastava (Company Secretary) : Thank you everyone for joining us today. We will address the queries, if any, we have received in our chat box through emails. Further, you can vote 15 minutes after now, if you had not voted earlier, thank you so much. Thank you.

Mr. Sushil Suri (Chairman & Managing Director): Thank you.
