

SURVIVAL

TECHNOLOGIES PVT. LTD.



NOTICE OF SEVENTEENTH ANNUAL GENERAL MEETING

SHORTER NOTICE BE AND IS HEREBY GIVEN THAT the SEVENTEENTH Annual General Meeting of Survival Technologies Private Limited (the "**Company**") will be held on Sunday, September 18, 2022 at 11:00 AM at the Registered office of the Company at 1401-A, Naman Midtown, 14th Floor, Senapati Bapat Marg, Elphinstone Road, Prabhadevi West Mumbai 400013, Maharashtra, India, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company prepared as per the Companies (Indian Accounting Standards) Rule, 2015 for the financial year ended March 31, 2022, and the Reports of the Board of Directors and the Auditors thereon.
2. To declare Final Dividend of ₹0.20 per Equity Share of the face value of ₹2 each for the financial year ended March 31, 2022.

SPECIAL BUSINESS

3. **TO APPROVE THE RE-APPOINTMENT AND REVISION IN TERMS OF REMUNERATION PAYABLE TO MR. NIMAI VIJAY AGRAWAL (DIN: 01501234) AS MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER OF THE COMPANY**

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

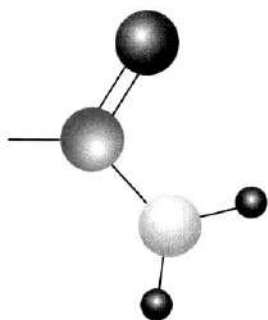
"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 read with Schedule V and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) thereto or re-enactment thereof for the time being in force) or any other applicable laws, rules and regulations etc. and pursuant to the Articles of Association of the company, the consent of members of the company be and is hereby accorded to re-appoint and revise the terms of remuneration payable, including the remuneration paid in the event of loss or inadequacy of profits in any financial year during the tenure of re-appointment of Mr. Nimai Vijay Agrawal (DIN: 01501234) as a Managing Director of the Company, designated as, Managing Director & Chief Executive Officer, for a period of five years effective from August 24, 2022, the period of his office shall not be liable to retire by rotation, except to the extent necessary to comply with the



Regd Office : 1401-A, Naman Midtown, 14th Floor, Senapati Bapat Marg, Elphinstone West, Mumbai - 400 013,
Tel: +91-22-6190 2000, Fax: +91-22-6190 2063, Email: info@survivaltechnologies.in
CIN NO. : U74999MH2005PTC154265

Bonding Chemistry

Website : www.survivaltechnologies.in



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provisions of the Companies Act, 2013, on the terms and conditions, as set out in the Explanatory Statement annexed to the Notice convening this meeting, with liberty to the Board of Directors of the Company (hereinafter referred to as "the Board" (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) , to alter and vary the terms and conditions of the said re-appointment in such manner as may be agreed between the Board and Mr. Nimai Vijay Agrawal.

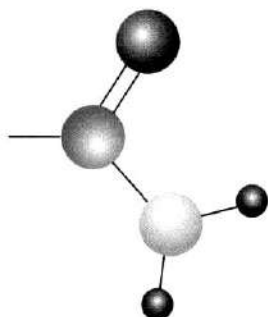
RESOLVED FURTHER THAT any Director and /or Company Secretary be and is hereby severally authorized to do all such acts, deeds, things, matters and take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution."

4. TO APPROVE THE APPOINTMENT OF MR. VIJAYKUMAR RAGHUNANDANPRASAD AGRAWAL (DIN: 01710632), AS THE CHAIRMAN AND WHOLE TIME DIRECTOR OF THE COMPANY.

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

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) thereto or re-enactment thereof for the time being in force) or any other applicable laws, rules and regulations etc. and pursuant to the Articles of Association of the company, the consent of members of the company be and is hereby accorded to appoint and pay remuneration, including the remuneration paid in the event of loss or inadequacy of profits in any financial year during the tenure of appointment of Mr. Vijaykumar Raghunandanprasad Agrawal (DIN: 01710632), who had attain the age of 70 years as a Whole Time Director of the Company, designated as Chairman & Whole Time Director, for a period of five years with effect from September 18, 2022, the period of his office shall be liable to retire by rotation, on the terms and conditions, as set out in the Explanatory Statement annexed to the Notice convening this meeting, with liberty to the Board of Directors of the Company (hereinafter referred to as "the Board" (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Vijaykumar Raghunandanprasad Agrawal.





RESOLVED FURTHER THAT any Director and /or Company Secretary be and is hereby severally authorized to do all such acts, deeds, things, matters and take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution."

5. TO APPROVE THE APPOINTMENT OF MS. PRABHA VIJAY AGARWAL (DIN: 01793823), AS THE WHOLE TIME DIRECTOR OF THE COMPANY.

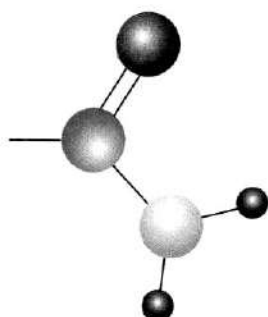
To consider and if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) thereto or re-enactment thereof for the time being in force) or any other applicable laws, rules and regulations etc. and pursuant to the Articles of Association of the company, the consent of members of the company be and is hereby accorded to appoint and revise terms of remuneration payable to, including the remuneration paid in the event of loss or inadequacy of profits in any financial year during the tenure of appointment of Ms. Prabha Vijay Agarwal (DIN: 01793823), as a Whole Time Director of the Company, for a period of five years with effect from September 18, 2022, the period of her office shall be liable to retire by rotation, on the terms and conditions, as set out in the Explanatory Statement annexed to the Notice convening this meeting, with liberty to the Board of Directors of the Company (hereinafter referred to as "the Board" (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Ms. Prabha Vijay Agarwal.

RESOLVED FURTHER THAT pursuant to section 196 and any other applicable provisions of the Companies Act, 2013, approval of the Members be and is hereby accorded to the continuation of directorship of Ms. Prabha Vijay Agarwal (DIN: 01793823), even after she attains the age of 70 years;

RESOLVED FURTHER THAT any Director and /or Company Secretary be and is hereby severally authorized to do all such acts, deeds, things, matters and take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution."





6. RATIFICATION OF COST AUDITOR'S REMUNERATION

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

"RESOLVED THAT pursuant to the provisions of Section 148 (3) of the Companies Act, 2013 and rule 6 of the Companies (Cost Records & Audit) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the Company hereby ratifies the remuneration of Rs. 50,000 (Rupees Fifty Thousand only) per annum plus applicable taxes and out of pocket expenses incurred in connection with the audit to NKJ & Associates, Cost Accountant, Navi Mumbai (Registration No. 101893) who were appointed by the Board of Directors as Cost Auditors of the Company to conduct cost audits of cost accounts/ records maintained by the Company for the financial year ending March 31, 2023."

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby severally authorized to do all such acts, deeds, things, matters and take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution."

By the order of the Board
For Survival Technologies Private Limited

Vijaykumar Agrawal
Director
DIN: 01710632

Place: Mumbai
Date: 15.09.2022

Registered Office:

1401-A, Naman Midtown, 14th Floor,
Senapati Bapat Marg, Elphinstone Road,
Prabhadevi West Mumbai 400013
Maharashtra, India

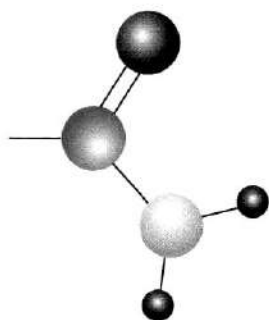
Tel: +91-22-61902000

e-mail: compliance@survivaltechnologies.in

Website: www.survivaltechnologies.in

CIN: U74999MH2005PTC154265





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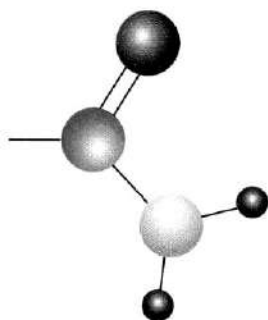
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NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE MEMBER. PROXIES SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE DATE OF THE ANNUAL GENERAL MEETING.
2. The Explanatory Statement in terms of Section 102 of the Companies Act, 2013, relating to special business is annexed to the Notice and the relevant details of the Directors seeking appointment and re-appointment under Companies Act, 2013 and Secretarial Standards – 2 on General Meetings issued by the Institute of Company Secretaries of India is annexed thereto.
3. The dividend for Financial Year 2021-22 as recommended by the Board, if approved at the AGM, will be paid to those Members whose name appear in the Register of Members as on September 16, 2022.
4. This meeting is being called at a shorter notice than the statutory required minimum of 21 clear days. Pursuant to the provisions of Section 101 of the Companies Act, 2013, a general meeting may be called after giving a shorter notice if consent is given in writing or by electronic mode by not less than ninety-five per cent of the members entitled to vote thereat. The members have accordingly given their consents to hold the meeting at a shorter notice.
5. The relevant records and documents connected with the businesses set out in the Notice are available for inspection at the Registered Office of the Company between 11:30 AM and 4:00 PM on all working days up to the day of the Annual General Meeting.
6. Road Map to the venue of the Annual General Meeting is annexed to this notice.





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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, IN RESPECT OF SPECIAL BUSINESS SET OUT IN THE NOTICE CONVENING THE ANNUAL GENERAL MEETING OF SURVIVAL TECHNOLOGIES PRIVATE LIMITED TO BE HELD ON, SUNDAY, 18TH SEPTEMBER AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 1401-A, NAMAN MIDTOWN, 14TH FLOOR, SENAPATI BAPAT MARG, ELPHINSTONE ROAD, PRABHADEVI WEST MUMBAI 400013, MAHARASHTRA, INDIA

Item No: 3

TO APPROVE THE RE-APPOINTMENT AND REVISION IN TERMS OF REMUNERATION PAYABLE TO MR. NIMAI VIJAY AGRAWAL (DIN: 01501234) AS MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER OF THE COMPANY

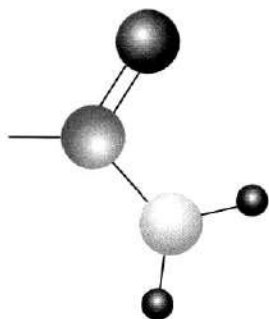
Mr. Nimai Vijay Agrawal has been the promoter & director of the company since inception and recently has been appointed in the board meeting held on August 24, 2022 as Managing Director & CEO of the company for a period of five years with effect from August 24, 2022.

Considering future prospects of the company which includes taking fresh approval of shareholders to convert itself into public company, the Board of Directors of the Company at its meeting held on September 15, 2022, subject to approval of the member has approved the re-appointment and revision in terms of remuneration payable to Mr. Nimai Vijay Agrawal as a Managing director & CEO of the company, in compliance with provisions of Sections 196, 197, 198 and 203 read with Schedule V and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) thereto or re-enactment thereof for the time being in force).

Mr. Nimai Vijay Agrawal is a Promoter Director of the Company and has been serving as a Director of the Company since inception. He has been actively involved in the operations of the Company. He has rich and varied experience of over 17 years in the specialty chemicals sector.

Mr. Nimai Vijay Agrawal is not disqualified from being re-appointed as a Director or Managing Director in terms of Section 164 of the Companies Act, 2013. He has communicated his willingness to be re-appointed and has given his consent to act as Managing Director of the company. He satisfies all the conditions as set out in Section 196(3) of the said Act and Part-I of Schedule V thereof.





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It is proposed to seek Members' approval for the re-appointment of and remuneration payable to Mr. Nimai Vijay Agrawal as a Managing Director designated as "Managing Director and Chief Executive Officer", in terms of the applicable provisions of the said Act and the Rules made thereunder.

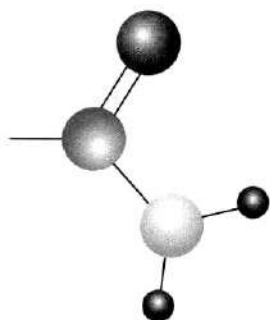
Broad particulars of the terms of re-appointment and remuneration are given below: -

i. **Remuneration and Terms & Condition:**

Sr.No.	Details	Particulars / Amount (in Rs.)
1.	Name of the Employee	Nimai Vijay Agrawal
2	Designation	MD & CEO
3	Pay & Allowance	
	- Basic + DA 45% CTC	35,00,000
	CTC Per Month	35,00,000
	CTC Yearly	4,20,00,000

- Tenure: for a period of 5 years w.e.f. August 24, 2022 to August 23, 2027.
- The period of his office shall not be liable to retire by rotation, except to the extent necessary to comply with the provisions of the Companies Act, 2013.
- Expenses incurred for travelling, boarding and lodging including for spouse and attendant(s) during business trips and provision of car(s) for use on Company's business and communication expenses at residence shall be reimbursed at actuals and not considered as perquisites.
- All the terms of his re-appointment should be as mentioned in the re-appointment letter, applicable laws and as per company's policies.
- Notwithstanding anything to the contrary herein contained, where, during the tenure of his appointment as Managing Director & CEO, the company has no profits or its profits are inadequate, the Company will pay the above remuneration as minimum remuneration in compliance with section 197 read with section II – Schedule V of the Companies Act, 2013.





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INFORMATION REQUIRED UNDER SECTION II OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013:

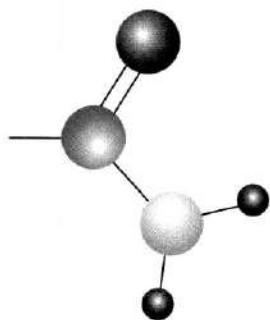
I. General Information:

- (1) Nature of Industry: Specialty Fine Chemicals
- (2) Date or expected date of commencement of commercial production: Company is already in operation
- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: NA
- (4) Financial performance based on given indicators: As per Audited Financial Results for the year ended March 31, 2022 Total income of the company (revenue plus other income) is 3216.73 millions, profit before tax is 970.45 millions, profit after tax is 734.62 million for the year and total comprehensive income for the year is 734.76 millions.
- (5) Foreign Investments or collaboration: NA

II. Information about the appointee:

- (1) Background Details: Mr. Nimai Vijay Agrawal is a Promoter & Director of the Company and has been serving as a Director of the Company since 2005. He has been actively involved in the operations of the Company. He has rich and varied experience of over 17 years in the specialty chemicals sector.
- (2) Past Remuneration: His last drawn salary was around Rs.4,20,00,000/- (Rupees Four Crore Twenty Lakhs only) per annum.
- (3) Recognition or awards: None
- (4) Job profile and his suitability: Mr. Nimai Vijay Agrawal will be in charge of overall affairs of the Company under the superintendence and guidance of the Board of Directors of the Company. Taking into consideration his experience, Mr. Nimai Vijay Agrawal is best suited for the responsibilities assigned to him by the Board of Directors.
- (5) Remuneration proposed: As mentioned in the resolution and explanatory statement.
- (6) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: The Remuneration payable to Mr. Nimai Vijay Agrawal is commensurate with respect to Industry, size of the Company and his profile.





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- (7) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any: as mentioned in the explanatory statement.

III. Other Information:

- (1) Reasons of loss or inadequate profits: The Company is in growing stage.
- (2) Steps taken or proposed to be taken for improvement: The Management has strong optimism about future growth prospects and has already initiated necessary steps towards improving the performance.
- (3) Expected increase in productivity and profits in measurable terms: It is expected to be increased substantially.

Mr. Nimai Vijay Agrawal alongwith all of the directors of the company and their relatives to the extent of their shareholding interest, if any, in the company are deemed to be interested in this resolution.

Further none of the Key Managerial Personnel and their relatives except Mr. Nimai Vijay Agrawal alongwith all of the directors of the company and their relatives to the extent of their shareholding interest, if any, is in any way, concerned or interested, financially or otherwise, in the aforesaid resolution.

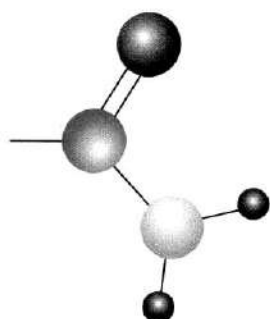
The Board recommends the Special Resolution set out at Item No. 3 for the approval of Members.

Item No: 4

TO APPROVE THE APPOINTMENT OF MR. VIJAYKUMAR RAGHUNANDANPRASAD AGRAWAL (DIN: 01710632), AS THE CHAIRMAN AND WHOLE TIME DIRECTOR OF THE COMPANY.

Considering future prospects of the company which includes taking fresh approval of shareholders to convert itself into public company, The Board, in its meeting held on September 15, 2022, has approved the appointment and remuneration payable to Mr. Vijay Raghunandanprasad Agrawal as a Whole time director of the company subject to the approval of the members of the company in this Annual General Meeting to be held on September 18, 2022 for the tenure of five years.





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Mr. Vijay Raghunandanprasad Agrawal had attained the age of 70 years; it is proposed to obtain approval of the shareholders as per the provisions of Section 196(3) of Companies Act, 2013 for continuation of his employment as a Whole Time Director.

Mr. Vijay Raghunandanprasad Agrawal is a Promoter & Director of the Company and has been serving as a Director of the Company since 2005. He has been actively involved in the operations of the Company. He has rich and varied experience of over 40 years in the speciality chemicals sector. It would be in the interest of the Company to continue the employment of Mr. Vijay Raghunandanprasad Agrawal as Whole Time Director designated as Chairman & Whole Time Director of the Company.

Mr. Vijay Raghunandanprasad Agrawal is not disqualified from being appointed as a Director or Whole Time Director in terms of Section 164 of the Companies Act, 2013. He has communicated his willingness to be appointed and has given his consent to act as Whole Time Director of the company. He satisfies all the conditions as set out in Section 196(3) of the said Act and Part-I of Schedule V thereof.

It is proposed to seek Members' approval for the appointment of and remuneration payable to Mr. Vijay Raghunandanprasad Agrawal as a Whole Time Director designated as "Chairman and Whole Time Director", in terms of the applicable provisions of the said Act and the Rules made thereunder.

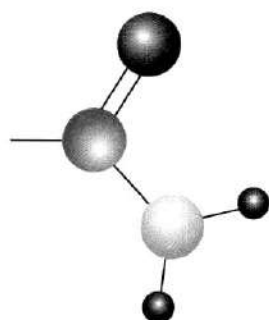
Broad particulars of the terms of appointment of and remuneration payable to Mr. Vijay Raghunandanprasad Agrawal are as under:

i. Remuneration and Terms & Condition:

Sr.No.	Details	Particulars / Amount (in Rs.)
1.	Name of the Employee	Vijaykumar Raghunandanprasad Agrawal
2	Designation	Chairman & Whole Time Director
3	Pay & Allowance	
	- Basic + DA 45% CTC	35,00,000
	CTC Per Month	35,00,000
	CTC Yearly	4,20,00,000

ii. Tenure: for a period of 5 years w.e.f. September 18, 2022 to September 17, 2027.





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- iii. The period of his office shall be liable to retire by rotation.
- iv. Expenses incurred for travelling, boarding and lodging including for spouse and attendant(s) during business trips and provision of car(s) for use on Company's business and communication expenses at residence shall be reimbursed at actuals and not considered as perquisites.
- v. All the terms of his appointment should be as mentioned in the appointment letter, applicable laws and as per company's policies.
- vi. Notwithstanding anything to the contrary herein contained, where, during the tenure of his appointment as Chairman and Whole time Director, if the company has no profits or its profits are inadequate, the Company will pay the above remuneration as minimum remuneration in compliance with section 197 read with section II – Schedule V of the Companies Act, 2013.

INFORMATION REQUIRED UNDER SECTION II OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013:

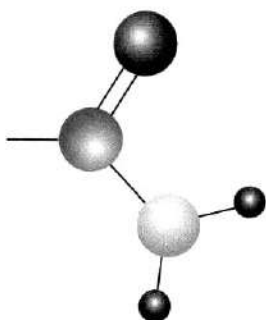
I. General Information:

- (1) Nature of Industry: specialty fine chemicals
- (2) Date or expected date of commencement of commercial production: Company is already in operation
- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: NA
- (4) Financial performance based on given indicators: As per Audited Financial Results for the year ended March 31, 2022 Total income of the company (revenue plus other income) is 3216.73 millions, profit before tax is 970.45 millions, profit after tax is 734.62 million for the year and total comprehensive income for the year is 734.76 millions.
- (5) Foreign Investments or collaboration: NA

II. Information about the appointee:

- (1) Background Details: Mr. Vijaykumar Raghunandanprasad is a Promoter & Director of the Company and has been serving as a Director of the Company since 2005. He has been actively involved in the operations of the Company. He has rich and varied experience of over 40 years in the specialty chemicals sector.





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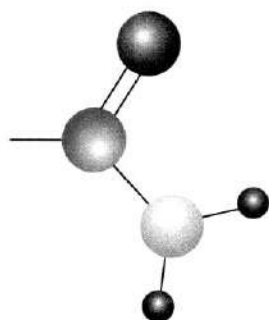
- (2) Past Remuneration: His last drawn salary was around Rs.4,20,00,000/- (Rupees Four Crore Twenty Lakhs only) per annum.
- (3) Recognition or awards: None
- (4) Job profile and his suitability: Mr. Vijaykumar Raghunandanprasad will be in charge of overall affairs of the Company under the superintendence and guidance of the Board of Directors of the Company. Taking into consideration his years of experience in specialty fine chemical, Mr. Vijaykumar Raghunandanprasad is best suited for the responsibilities assigned to him by the Board of Directors.
- (5) Remuneration proposed: As mentioned in the resolution.
- (6) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: The Remuneration payable to Mr. Vijaykumar Raghunandanprasad is commensurate with respect to Industry, size of the Company and his profile.
- (7) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any: as mentioned in the explanatory statement.

III. Other Information:

- (1) Reasons of loss or inadequate profits: The Company is in growing stage.
- (2) Steps taken or proposed to be taken for improvement: The Management has strong optimism about future growth prospects and has already initiated necessary steps towards improving the performance.
- (3) Expected increase in productivity and profits in measurable terms: It is expected to be increased substantially.

Mr. Vijaykumar Raghunandanprasad Agrawal alongwith all of the directors of the company and their relatives to the extent of their shareholding interest, if any, in the company are deemed to be interested in this resolution.





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Further none of the Key Managerial Personnel and their relatives except Mr. Vijaykumar Raghunandanprasad Agrawal alongwith all of the directors of the company and their relatives to the extent of their shareholding interest is, in any way, concerned or interested, financially or otherwise, in the aforesaid resolution.

The Board recommends the Special Resolution set out at Item No. 4 for the approval of Members.

Item No: 5

TO APPROVE THE APPOINTMENT OF MS. PRABHA VIJAY AGARWAL (DIN: 01793823), AS THE WHOLE TIME DIRECTOR OF THE COMPANY.

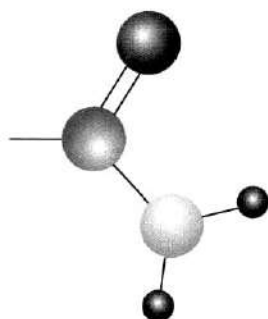
Considering future prospects of the company which includes taking fresh approval of shareholders to convert itself into public company, the Board, in its meeting held on September 15, 2022, , has approved the appointment and remuneration payable to Ms. Prabha Vijay Agarwal as a Whole time director of the company subject to the approval of the members of the company in this Annual General Meeting to be held on September 18, 2022 for the tenure of five years.

Ms. Prabha Vijay Agarwal is not disqualified from being appointed as a Director or Whole Time Director in terms of Section 164 of the Companies Act, 2013. She has communicated her willingness to be appointed and has given his consent to act as Whole Time Director of the company. Further, Ms. Prabha Vijay Agarwal will be attaining the age of 70 years during the proposed tenure, therefore approval of the members is also being sought through this Special Resolution for the said appointment and continuation of her employment as a whole time director after attaining the age of 70 years, in terms of Section 196(3) of the Companies Act, 2013.

Ms. Prabha Vijay Agarwal is a Promoter & Director of the Company and has been serving as a Director of the Company since 2005. She has been part of the company since inception. She has experience of over 17 years in the business. It would be in the interest of the Company to continue the employment of Ms. Prabha Vijay Agarwal as a Whole Time Director of the Company.

It is proposed to seek Members' approval for the appointment of and remuneration payable to Ms. Prabha Vijay Agarwal as a Whole Time Director in terms of the applicable provisions of the said Act and the Rules made thereunder.





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Broad particulars of the terms of appointment of and remuneration payable to Ms. Prabha Vijay Agarwal are as under:

i. Remuneration and Terms & Condition:

Sr. No.	Details	Particulars / Amount (in Rs.)
1.	Name of the Employee	Prabha Vijay Agarwal
2.	Designation	Whole Time Director
3.	Pay & Allowance	
	- Basic + DA 45% CTC	15,00,000
	CTC Per Month	15,00,000
	CTC Yearly	1,80,00,000

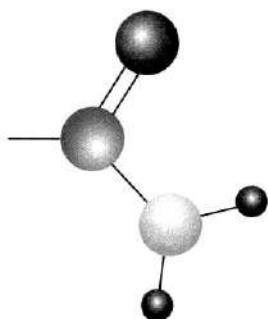
- ii. Tenure: for a period of 5 years w.e.f. September 18, 2022 to September 17, 2027.
- iii. The period of her office shall be liable to retire by rotation.
- iv. Expenses incurred for travelling, boarding and lodging including for spouse and attendant(s) during business trips and provision of car(s) for use on Company's business and communication expenses at residence shall be reimbursed at actuals and not considered as perquisites.
- v. All the terms of her appointment should be as mentioned in the appointment letter, applicable laws and as per company's policies.
- vi. Notwithstanding anything to the contrary herein contained, where, during the tenure of her appointment as Whole Time Director, of the Company has no profits or its profits are inadequate, the Company will pay the above remuneration as minimum remuneration in compliance with section 197 read with section II – Schedule V of the Companies Act, 2013.

INFORMATION REQUIRED UNDER SECTION II OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013:

I. General Information:

- (1) Nature of Industry: specialty fine chemicals





- (2) Date or expected date of commencement of commercial production: Company is already in operation
- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: NA
- (4) Financial performance based on given indicators: As per Audited Financial Results for the year ended March 31, 2022 Total income of the company (revenue plus other income) is 3216.73 millions, profit before tax is 970.45 millions, profit after tax is 734.62 million for the year and total comprehensive income for the year is 734.76 millions.
- (5) Foreign Investments or collaboration: NA

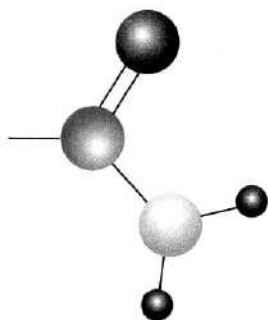
II. Information about the appointee:

- (1) Background Details: as mentioned in explanatory statement.
- (2) Past Remuneration: Her last drawn salary was around Rs. 1,80,00,000/- (Rupees One Crore Eighty Lakhs only) per annum.
- (3) Recognition or awards: None
- (4) Job profile and her suitability: Ms. Prabha Vijay Agarwal handles the works under the superintendence and guidance of the Board of Directors of the Company. Taking into consideration her experience, Ms. Prabha Vijay Agarwal is best suited for the responsibilities assigned to her by the Board of Directors.
- (5) Remuneration proposed: As mentioned in the resolution.
- (6) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: The Remuneration payable to Ms. Prabha Vijay Agarwal is commensurate with respect to Industry, size of the Company and her profile.
- (7) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any: as mentioned above in the explanatory statement.

III. Other Information:

- (1) Reasons of loss or inadequate profits: The Company is in growing stage.





- (2) Steps taken or proposed to be taken for improvement: The Management has strong optimism about future growth prospects and has already initiated necessary steps towards improving the performance.
- (3) Expected increase in productivity and profits in measurable terms: It is expected to be increased substantially.

Ms. Prabha Vijay Agarwal alongwith all of the directors of the company and their relatives to the extent of their shareholding interest, if any, in the company are deemed to be interested in this resolution.

Further none of the Key Managerial Personnel and their relatives except Ms. Prabha Vijay Agarwal alongwith all of the directors of the company and their relatives to the extent of their shareholding interest, if any, is, in any way, concerned or interested, financially or otherwise, in the aforesaid resolution.

The Board recommends the Special Resolution set out at Item No. 5 for the approval of Members.

Item No. 6

RATIFICATION OF COST AUDITOR'S REMUNERATION

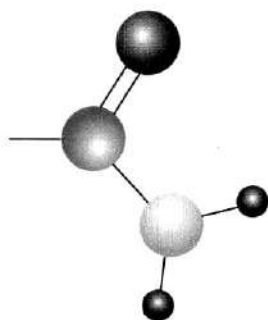
In accordance with the provisions of Section 148 of the Act and the Companies (Audit and Auditors) Rules, 2014 (the Rules), the Company is required to appoint a Cost Auditor to audit the cost records of the Company. The Board of Directors of the Company has approved the re-appointment of NKJ & Associates, Cost Accountant (firm registration number 101893), Navi Mumbai, as the Cost Auditor of the Company for the Financial Year ending March 31, 2023, at a remuneration of Rs. 50,000/- (Rupees Fifty Thousand only) excluding out of pocket expenses incurred in connection with the aforesaid audit and applicable government taxes/levies.

In terms of the provisions of Section 148(3) of Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor is required to be ratified by members of the Company.

Accordingly, members are requested to consider and ratify the remuneration payable to Cost Auditors for the year 2022-23 as set out in the resolution for the aforesaid services.

The Board recommends the resolution set out in item no. 6 of this Notice for the approval of the members of the Company by way of an Ordinary Resolution.





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None of the directors, key managerial personnel of the Company and their relatives are concerned or interested in the resolution set out at item no. 6 of the Notice.

By the order of the Board
For Survival Technologies Private Limited

Vijaykumar Agrawal
Director
DIN: 01710632



Place: Mumbai
Date: 15.09.2022

Registered Office:

1401-A, Naman Midtown, 14th Floor,
Senapati Bapat Marg, Elphinstone Road,
Prabhadevi West Mumbai 400013

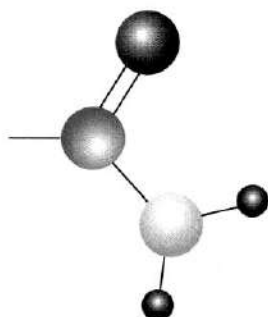
Maharashtra, India

Tel: +91-22-61902000

e-mail: compliance@survivaltechnologies.in

Website: www.survivaltechnologies.in

CIN: U74999MH2005PTC154265

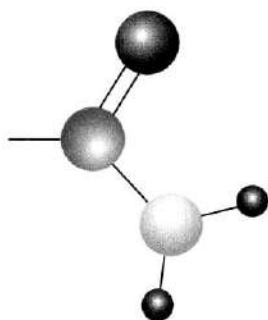


ANNEXURE TO NOTICE

Additional Information of Director recommended for appointment / re-appointment as per Secretarial Standards on General Meeting (SS-2):

Name of Director	Nimai Vijay Agrawal	Vijaykumar Raghunandan Prasad Agrawal	Prabha Vijay Agarwal
DIN Number	01501234	01710632	01793823
Date of Birth / Age	February 11, 1984 / 38 Years	March 13, 1952 / 70 Years	March 17, 1954 / 68 Years
Nationality	Indian	Indian	Indian
Date of first appointment on the board	Since June 27, 2005	Since June 27, 2005	Since June 27, 2005
Terms and conditions of appointment / Re-appointment	Five years with effect from August 24, 2022 and as mentioned in explanatory statement.	Five years with effect from September 18, 2022 and as mentioned in explanatory statement.	Five years with effect from September 18, 2022 and as mentioned in explanatory statement.
Qualifications & Experience	Mr. Nimai Vijay Agrawal is a Promoter & Director of the Company and has been serving as a Director of the Company since 2005. He has been actively involved in the operations of the Company. He has rich and varied experience of over 17 years in the specialty chemicals sector.	Mr. Vijaykumar Raghunandanprasad is a Graduate and is a Promoter & Director of the Company and has been serving as a Director of the Company since 2005. He has been actively involved in the operations of the Company. He has rich and varied experience of over 40 years in the specialty chemicals sector.	Ms. Prabha Vijay Agarwal is a post graduate and handles the works under the superintendence and guidance of the Board of Directors of the Company. She has been part of the company since inception.
Number of Meetings of the Board attended during the year	20 out of 20	20 out of 20	20 out of 20
Details of remuneration last drawn (FY 21-22)	Rs. 4,20,00,000	Rs. 4,20,00,000	Rs. 1,80,00,000





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Other Directorship	1) Rudra Speciality Chem Private Limited 2) Survival Health & Nutricare Privatelimited	1) Rudra Speciality Chem Private Limited 2) Lee Pharma Limited 3) Agarwal Chemical Agencies Privatelimited Survival Health & Nutricare Privatelimited	1) Rudra Speciality Chem Private Limited 2) Agarwal Chemical Agencies Privatelimited
Chairman / Member of committees of other Companies	None	None	None
No. of shares held in the Company	7625000	19543250	1550000
Disclosure of relationship between directors inter-se	Son of Prabha Agarwal and Vijay Agrawal	Father of Nimai Agrawal and spouse of Prabha Agarwal	Mother of Nimai Agrawal and spouse of Vijay Agrawal
Remuneration sought to be paid	Rs. 4,20,00,000	Rs. 4,20,00,000	Rs. 1,80,00,000

By the order of the Board
For Survival Technologies Private Limited

Vijaykumar Agrawal
Director
DIN: 01710632

Place: Mumbai
Date: 15.09.2022

Registered Office:

1401-A, Naman Midtown, 14th Floor,
Senapati Bapat Marg, Elphinstone Road,
Prabhadevi West Mumbai 400013

Maharashtra, India

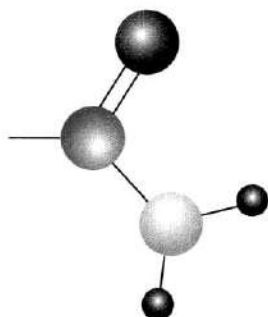
Tel: +91-22-61902000

e-mail: compliance@survivaltechnologies.in

Website: www.survivaltechnologies.in

CIN: U74999MH2005PTC154265





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TECHNOLOGIES PVT. LTD.

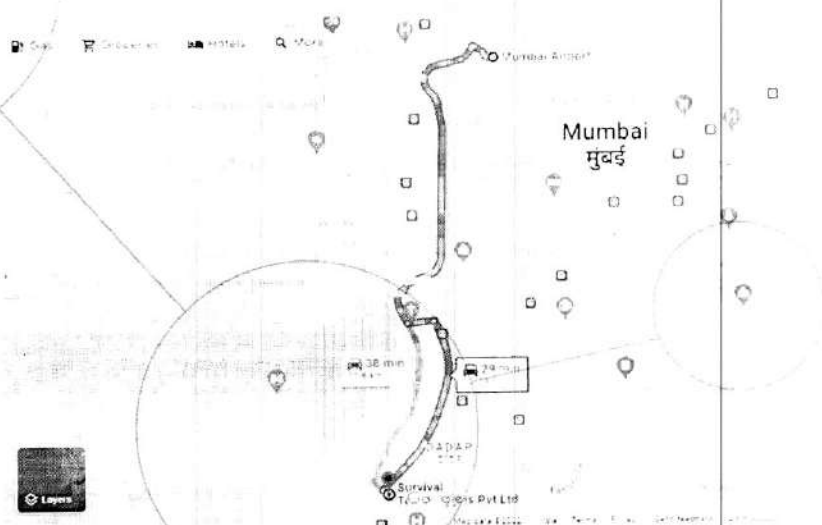


Venue of Annual General Meeting

1401-A, Naman Midtown, 14th Floor,
Senapati Bapat Marg,
Elphinstone Road,
Prabhadevi West, Mumbai - 400013

Road Map to the venue of the Annual General Meeting

FROM MUMBAI AIRPORT

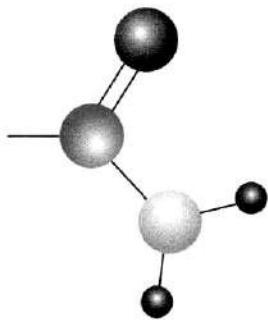


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Regd Office : 1401-A, Naman Midtown, 14th Floor, Senapati Bapat Marg, Elphinstone West, Mumbai - 400 013,
Tel: +91-22-6190 2000, Fax: +91-22-6190 2063, Email: info@survivaltechnologies.in
CIN NO. : U74999MH2005PTC154265

Bonding Chemistry

Website : www.survivaltechnologies.in

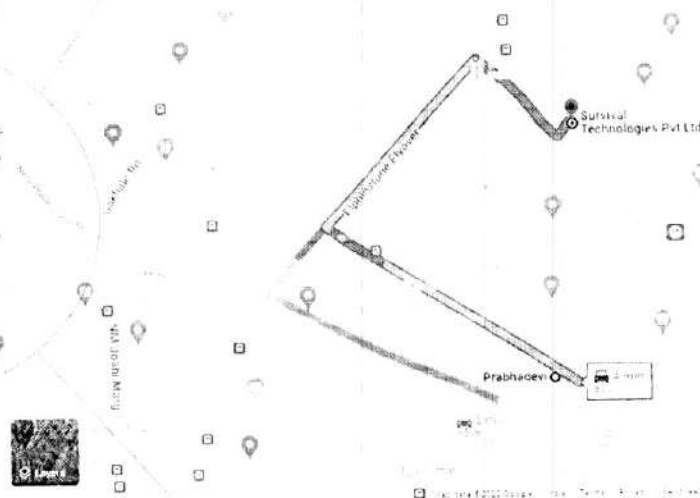


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FROM PRABHADEVI STATION



FROM AHOORA MAHAL MAJOR SHAREHOLDER OF THE COMPANY

