

Date: 30/09/2022

To
BSE Limited,
Dept. of Corporate Services,
Floor 25, P J Towers,
Dalal Street,
Mumbai – 400001.

Dear Sir/ Madam,

Scrip Code: 526445

Sub: Summary of Proceedings of the 30th Annual General Meeting ("AGM") of the Company held on Friday, the September 30, 2022.

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a summary of proceedings of the 30th Annual General Meeting of the Company held on Friday, September 30, 2022 at 12.30 P.M (1ST) through Video Conference ("VC") / Other Audio Visual Means ("OAVM").

Kindly take the same into your records.

Thanking you.

Yours faithfully,

For Indrayani Biotech Limited

Kasiraman Sayee Sundar
Managing Director
DIN: 01295584

Encl.: As above

SUMMARY OF PROCEEDINGS OF 30TH ANNUAL GENERAL MEETING OF INDRAYANI BIOTECH LIMITED HELD ON FRIDAY, 30TH SEPTEMBER, 2022 AT 12.30 P.M. 1ST.

The 30th Annual General Meeting (AGM) of the Members of Indrayani Biotech Limited ('the Company') was held on Friday, 30th September, 2022 at 12.30 P. M. (1ST) through Video Conferencing and Other Audio-Visual Means (VC/OAVM). The AGM was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs (MCA), circulars issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The following Directors, Key Managerial Personnel (KMPs), Statutory Auditors, Secretarial Auditors and Registrar and Transfer Agent were present at the 30th AGM:

| S. No | Name of the Person | Designation | Mode of Participating Meeting |
|-------|---|--|---|
| 1 | Mr. Kasiraman Sayee Sundar | Managing Director | (Attended through VC/OAVM from Chennai) |
| 2 | Mr. Swaminathan | Wholetime Director | (Attended through VC/OAVM from Chennai) |
| 3 | Mr. Muthukrishnan Ramesh | Wholetime Director | (Attended through VC/OAVM from Chennai) |
| 4 | Mrs. Lakshmiprabha Kasiraman | Non-Executive - Non Independent Director | (Attended through VC/OAVM from Chennai) |
| 5 | Mr. Nangavaram Mahadevan Ranganathan | Non-Executive - Independent Director-Chairperson | (Attended through VC/OAVM from Chennai) |
| 6 | Mrs. Bokara Nagarajan Padmaja Priyadarshini | Non-Executive -Independent Director | (Attended through VC/OAVM from Chennai) |

| S. No | Name of the Person | Designation | Mode of Participating Meeting |
|--|--------------------------------|--|---|
| KEY MANAGERIAL PERSONNEL: | | | |
| 1. | Mr. Vinayaka Bodala | Chief Financial Officer | (Attended through VC/OAVM from Chennai) |
| SENIOR MANAGEMENT, AUDITORS & RTA | | | |
| 2. | Mr. R Dhinakaran | Chief Coordination Officer | (Attended through VC/OAVM from Chennai) |
| 3. | Mr. Vivek P | The representative of Statutory Auditor | (Attended through VC/OAVM from Chennai) |
| 4. | Mr. Krishnamurthi Ravichandran | Secretarial Auditor | (Attended through VC/OAVM from Chennai) |
| 5. | Mr. R Kannan | Scrutinizer for the AGM, Partner of KRA & Associates | (Attended through VC/OAVM from Chennai) |

| | | | |
|----|--------------------|--|--|
| 6. | Mrs. Dhanalakshimi | Registrar & Transfer Agent- Link Intime India Private Limited, Coimbatore. | (Attended through VC/OAVM from Coimbatore) |
|----|--------------------|--|--|

The meeting commenced at 12.30 P.M. (IST) and concluded at 1.03 P.M. (IST) [time allowed for e-voting at AGM was upto 1.30 P. M. (IST)].

We wish to inform that as per Clause 45 of Articles of Association of the company, the Board of Directors has unanimously decided Mr. Kasiraman Sayee Sundar, Managing Director of the company, to be the chairman of today's Annual General Meeting and to conduct the proceedings accordingly.

Accordingly, by virtue of the authorisation given by the Board of Directors, Mr. Kasiraman Sayee Sundar, Managing Director has Chaired the meeting held today i.e., September 30, 2022.

At 12.30 P.M (IST), the Chairman commenced the meeting by welcoming the members to 30th Annual General Meeting of the Company. The Chairman informed the Members that the meeting is being held through Video Conference (VC)/ Other Audio-Visual Means (OAVM) in accordance with the circulars and guidelines issued by MCA and SEBI.

The Chairman introduced the Co-Directors of the Board with the Shareholders and welcomed Mr. Dasarthy of M/s. Venkatesh & Co- Statutory Auditor, Mr. Ravichandran - Secretarial Auditor, Mr. Rajagopalan Kannan of M/S. KRA & Associates - Scrutinizer of the meeting and Mr. Vinayaka Boadala - Chief Financial Officer, to the meeting and announced their presence to the members. He also added that Ms. Vennila Vijayaragavan, Company Secretary and Compliance officer was not present at the meeting due to health issues.

The Chairman then after the confirmation of the requisite quorum, announced that pursuant to the provisions of Section 103 of the Companies Act, 2013 and Circulars issued by MCA, requisite quorum being present, declared the meeting to be in order.

The Chairman further informed that the AGM notice dated September 07, 2022, has been circulated by e-mail to shareholders and hosted on the website of the Company, Stock Exchanges and also published in Trinity Mirror (English Newspaper) and Makkal Kural (Tamil Newspaper) on September 08, 2022. The Notice had been taken as read.

The Chairman informed that the Company had provided the facility to members to cast their vote electronically on all resolutions set forth in the Notice. He added that the remote e-voting period started on Tuesday, 27th September, 2022 at 9.00 A. M. and ended on Thursday, 29th September, 2022 at 5.00 P.M. and for this purpose, the cut-off date for determining the shareholders who are eligible for cast their vote through the e-voting facility was Friday, the 23rd September, 2022. He informed that the members who have not casted their votes through remote e-voting can cast their vote through the electronic voting system made available during the AGM.

The Chairman then invited the shareholders who have registered as speakers at the AGM to speak. As the registered speaker shareholders were not present, the Chairman proceeded with the next agenda of answering the questions which were previously received and consolidated. Subsequently the speaker shareholders joined the meeting and aired their views and questions.

The following business items as set out in the Notice convening the 30th AGM were transacted at the meeting:

| S. No | Resolutions | Type of Resolutions |
|---------------------------|--|---------------------|
| Ordinary Business: | | |
| 1. | Adoption of the Audited Financial Statements (standalone and consolidated Financial Statements) of the Company for the Financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Statutory Auditors thereon, including Annexures thereto. | Ordinary |
| 2. | Appointment of Director in place of Mrs. Lakshmi Prabha Kasiraman (DIN: 02885912), who retires by rotation and being eligible, offers herself for re-appointment as Non-Executive Director of the Company. | Ordinary |
| 3. | Appointment of Director in place of Mr. Swaminathan (DIN: 02481041), who retires by rotation and being eligible, offers himself for re-appointment as Wholtime Director of the Company. | Ordinary |
| Special Business: | | |
| 4. | Approval of investment in the shares of other entities to the extent of Rs. 250 crores. | Special |
| 5. | Amendment in the Object Clause of Memorandum of Association (MOA) of the Company | Special |
| 6. | Approval of the material related party transaction between Indrayani Biotech Limited and HSL Agri Solutions Limited, a subsidiary of Indrayani Biotech Limited for an amount of Rs. 100 Crores. | Ordinary |
| 7. | Approval of the material related party transaction between Indrayani Biotech Limited and Dindigul Farm Product Private Limited, a subsidiary of Indrayani Biotech Limited for an amount of Rs. 50 Crores. | Ordinary |
| 8. | Approval of the material related party transaction between Indrayani Biotech Limited and HSLPrime Properties Private Limited, a subsidiary of Indrayani Biotech Limited for an amount of Rs. 30 Crores. | Ordinary |
| 9. | Approval of the material related party transaction between Indrayani Biotech Limited and Mr. Swaminathan, Director of Indrayani Biotech Limited for an amount of Rs. 20 Crores. | Ordinary |

The Chairman said that Statutory Auditors Report and Secretarial Audit Report were not required to be read as there were no qualifications/ comments/ observations received.

The shareholders were also informed that the results of e-voting along with the Scrutinizer's Report shall be submitted to stock Exchange at www.bseindia.com and the same shall be placed on the website of the Company at www.indrayani.com.

It was informed to shareholders that the e-voting facility will be continued for the Members who were present at the Meeting and did not cast their vote earlier for 15 minutes from the conclusion of the meeting.

The Chairman delivered vote of thanks and thanked the stakeholders for their support extended to the Company.

The Chairman extended thanks and declared the meeting as closed.

For Indrayani Biotech Limited

Kasiraman Sayee Sundar
Managing Director
DIN: 01295584

Place: Chennai
Date: 30/09/2022