

BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED

CIN: L24233MP1985PLC002709

Registered Office: 11/12, Sector E Sanwer Road, Indore-452015 (M.P.)

Tel. 0731-2723016; Email id- bcplcompliance@gmail.com;

Website- www.biofilgroup.net; Fax: 0731-2723017

Date: 27th September, 2023

To, The Company Secretary, Corporate Compliance Department National Stock Exchange of India Limited Bandra Kurla Complex, Mumbai	To, The Company Secretary Corporate Compliance Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai
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Sub: Summary of Proceedings of 38th Annual General Meeting of the Company held on Wednesday, 27th September, 2023 pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Reference: BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED (BSE Scrip Code: 524396; NSE SYMBOL: BIOFILCHEM; ISIN: INE829A01014)

Dear Sir/Madam,

This is to inform that the 38th Annual General Meeting (AGM) of the Company was held today, i.e. Wednesday, 27th September 2023 through video conference (VC) / other audio visual means (OAVM) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India.

The meeting commenced at 03:00 P.M. (IST).

The Registered office of the Company has been deemed as the venue for the Meeting and the proceedings of the 38th Annual General Meeting have been deemed to be made thereat, to transact the businesses as stated in the Notice dated 14th August, 2023 convening the AGM, without the physical presence of the Members at a common venue.

The following Directors and KMP's were present at the meeting:

S. No.	Name of the Director	Designation
1	Mr. Ramesh Shah	Chairman & Managing Director
2	Mr. Romil Shah	Non Executive Non-Independent Director
3	Mr. Ketan Shah	Whole Time Director
4	Mrs. Shaila Jain	Independent Woman Director
5	Mr. Ashok Kumar Ramawat	Independent Director
6	Mr. Satish Beohar	Independent Director
7	Mrs. Gayatri Padiyar	Additional Independent Director

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8	Ms. Shweta Verma	Company Secretary and Compliance officer
9	Mr. Pavan Singh Rajput	CFO

Total Members as on Cutoff date 20th September, 2023:- **26587**

Members Present: 48 Members have attended the meeting through video conference (VC)/ other audio visual means (OAVM).

Ms. Shweta Verma, Company Secretary, introduced Directors and Senior Management personnel's present at the meeting through VC/OAVM. The Chairperson of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee were also present at the AGM. The Statutory Auditors and Secretarial Auditors were also present at the Meeting through VC/OAVM. CS Shweta Verma, Company Secretary then briefed them on certain points relating to the participation at the Meeting through VC/OAVM. She also informed that the meeting was held through VC/OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.

Since there was no Physical attendance of Members and in compliance with the various circulars issued by the MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders. Further, the Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection in electronic mode. Also, she informed that the remote e-voting commenced at 9.00 A.M. (IST) on Sunday, 24th September, 2023 and concluded at 5.00 P.M. (IST) on Tuesday, 26th September, 2023.

Mr. Ramesh Shah Chairman and Managing Director of the Company, Chaired the meeting. The requisite quorum was present, the Chairman called the Meeting to order.

The Chairman thereafter delivered his opening remarks on the Company's performance, summary on Company's performance in Fiscal 2023 and its future positioning.

Thereafter the Company Secretary informed the Members that the Notice convening the 36th AGM and the Annual Report for the financial year ended 31st March 2023 was circulated electronically to the members of the Company. The Reports of the Statutory Auditor on the financial statements did not contain any qualification or adverse remarks and hence were not required to be read.

In terms of the Notice dated 14th August, 2023 convening the 38th AGM of the Company, the following items of businesses were transacted at the Meeting:-

[Method of voting for the Resolutions: Remote e-voting and e-voting at the AGM]

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Item No.	Details of Agenda Items	Resolution Required
1.	To consider and adopt the Audited Financial Statement of the Company together with the Report of the Board of Directors and the Auditors thereon for the Financial year ended March 31, 2023.	Ordinary
2.	To appoint a Director in place of Mr. Ketan Shah (DIN: 08818212) Whole Time Director of the Company, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.	Ordinary
3.	Re-Appointment of Mr. Ketan Shah (DIN: 08818212) as Whole-Time Director of the Company:	Special
4.	Appointment of Mrs. Gayatri Padiyar (DIN: 10260173) as a Non-Executive Independent Director of the Company:	Special
5.	Approval of Material Related Party Transaction(s) with Cyano Pharma Private Limited.	Ordinary

The Company Secretary then invited the Registered Speaker Mr. Amit Bagaria to express his views, give suggestions and make enquiries on the operations and financial performance of the Company and related matters. The Company Secretary responded to the query raised by the registered speaker.

Thereafter the Company Secretary thanked the Members for continuing support and for attending the Annual General Meeting and requested the Members to continue e-voting for next 15 minutes. Mr. L.N. Joshi, Practicing Company Secretary was authorized to scrutinize remote e-voting process and e-voting during the AGM.

38th Annual General Meeting of the Company was concluded at 03:14 P.M. (IST) by the Company Secretary with the permission of the Chair .

MANNER OF APPROVAL:-

1. As per the provisions of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company had provided the remote e-voting facility to enable the members to cast their votes electronically on all the resolutions set out in the Notice of 38th Annual General Meeting. The Meeting was conducted in accordance with the provisions of the Companies Act, 2013, read with circulars and notifications issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) as amended from time to time.

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2. Further the Company had provided facility of e-voting during the 38th Annual General Meeting to the members present in the meeting through VC/OAVM and who had not casted their vote(s) on the resolutions through remote e-voting facility.

Further, copy of voting results of AGM in the format specified by the SEBI along with Scrutinizer's Report will be submitted within time limit as prescribed in Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and record.

Thanking You,

Yours Faithfully,

FOR, BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED

**SHWETA VERMA
COMPANY SECRETARY AND COMPLIANCE OFFICER
ACS-70184**