

BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED

CIN: L24233MP1985PLC002709

Registered Office: B/12-B, Industrial Estate, Pologround, Indore-452015 (M.P.)

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Date: 27th September, 2025

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 40th Annual General Meeting of the Company held on Saturday, 27th September, 2025 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 40th Annual General Meeting (AGM) of the Company was held today, i.e. Saturday, 27th September, 2025 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 03:02 P.M. (IST).

The Registered office of the Company has been deemed as the venue for the Meeting and the proceedings of the 40th Annual General Meeting have been deemed to be made thereat, to transact the businesses as stated in the Notice dated 23th August, 2025 convening the 40th 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. Ketan Shah	Chairman & Managing Director
2	Mr. Meet Shah	Non Executive Director
3	Mr. Smitesh Shah	Non Executive Director
4	Mr. Ashok Kumar Ramawat	Independent Director
5	Mr. Satish Beohar	Independent Director
6	Mrs. Gayatri Padiyar	Independent Director Chairperson of Audit, NRC and SRC

		Committee
7	Mr. Apoorv Jain	Company Secretary and Compliance officer
8	Mr. Pavan Singh Rajput	Chief Financial Officer

Total Members as on Cutoff date 20th September, 2025:- **25641**

Members Present: 51 Members have attended the meeting through video conference (VC)/ other audio visual means (OAVM).

Mr. Apoorv Jain, Company Secretary & Compliance Officer, introduced Directors and Senior Management Personnel's present at the meeting through VC/OAVM. The respective 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.

The Company Secretary then briefed them on certain points relating to the participation at the Meeting through VC/OAVM. He 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 as amended from time to time.

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, He informed that the remote e-voting commenced at 9.00 A.M. (IST) on Wednesday, 24th September, 2025 and concluded at 5.00 P.M. (IST) on Friday, 26th September, 2025.

Mr. Ketan 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 Year 2025 and its future positioning.

Thereafter the Company Secretary informed the Members that the Notice convening the 40th AGM and the Annual Report for the financial year ended 31st March 2025 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. Further observation made by secretarial auditor of the Company in their report is self explanatory and shall not have any adverse effect on the functioning of the Company.

With the consent of the Members, the Notice of the Meeting and Auditors' Report for the year ended 31st March, 2025 were taken as read.

In terms of the Notice dated 23th August, 2025 convening the 40th 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]

<u>Item No.</u>	<u>Details of Agenda Items</u>	<u>Resolution Required</u>
1.	To consider and adopt the Audited Financial Statements of the Company together with the Report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2025.	Ordinary
2.	To appoint a Director in place of Mr. Meet Shah (DIN: 06578351) 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.	To appoint Joshi Sahay and Company, Practicing Company Secretaries as the Secretarial Auditor of the Company and fix their remuneration.	Ordinary
4	Re-appointment of Mr. Ashok Kumar Ramawat (DIN: 08818263) as a Non Executive Independent Director of the Company for a second term of five years	Special
5.	Re-appointment of Mr. Satish Beohar (DIN: 09220291) as a Non Executive Independent Director of the Company for a second term of five years	Special
6.	Approval of Material Related Party Transaction(s) with Cyano Pharma Private Limited	Ordinary
7.	Change in designation of Mr. Ketan Shah (DIN: 08818212) from Whole Time Director to Chairman and Managing Director	Special
8.	Confirmation of appointment of Mr. Smitesh shah (DIN: 00326182) as a director under the category of promoter Non Executive Non-Independent Director of the company.	Ordinary

The Company Secretary then invited the register speaker member to express their views, give suggestions and make enquiries on the operations and financial performance of the Company and related matters. The Company Secretary informed the Speaker that answers to all the queries and concerns raised by him would be sent to him through email.

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.

40th Annual General Meeting of the Company was concluded at 03:17 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 40th 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.
2. Further the Company had provided facility of e-voting during the 40th 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

APOORV JAIN
COMPANY SECRETARY & COMPLIANCE OFFICER
M.No: A71739