

Biofil Chemicals and Pharmaceuticals Limited

Transcript of 36th Annual General Meeting

Day : Monday
Date Time : 27th September 2021/ 3:10
Venue : Through Video conferencing for which purposes the Registered office of the company shall be deemed as the venue

Shikha Khilwani, Company Secretary and Compliance Officer :

A Very Good afternoon to all our Directors, our esteemed Shareholders, CFO, Statutory Auditors, Secretarial Auditor & Scrutinizer of the Company. I, CS Shikha Khilwani welcome you all, on behalf of Biofil Chemicals and Pharmaceuticals Limited in your 36th Annual General Meeting which is being held today through video conferencing. It's my immense pleasure to extend a cheerful welcome to you all.

It is 3 'o clock , Sorry Its 3.10 . as per Indian Standard Time and it's a time to start the meeting. Further, the requisite quorum is present and therefore I call the meeting to order with due Permission of the Chair. And would like to introduce the Board of Directors, Senior Officers, representatives as follows:

Mr. Ramesh Shah,	Chairman and Managing Director
Mr Romil Shah,	Non Executive Director
Mr. Ketan Shah,	Whole Time Director
Mr Ashok Kumar Ramawat,	Independent Director
Mrs Shaila Jain,	Independent Woman Director and Chairperson of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee
Mr. Satish Kumar Beohar,	Independent Director

Further

Mr. Jitendra Kumar Sahu ,	Chief Financial Officer
Mr. Sunil Maheshwari,	Statutory Auditors,
Mr. L. N. Joshi,	Scrutinizer of meeting are also present at the Meeting.

I would like to inform you that due to Covid 19 pandemic, this meeting is not a physical meeting and is held through Video Conferencing and Other Audio Visual Means in compliance with the circulars issued by the Government of India, the Ministry of Corporate Affairs and the Securities and Exchange Board of India and also and also in compliance with the applicable provisions of the Companies Act, 2013 and SEBI and SEBI Listing Regulations.

Further, in accordance with the provisions of the Companies Act, 2013 and the SEBI Listing Regulations, the members have been provided with the facility to exercise their right to vote by electronic means both through remote e-voting facility as well as e-voting insta-poll at this Annual General Meeting in respect of all businesses mentioned in the Notice of the AGM dated 13th of August, 2021. For this purpose, the company has tied up with the e-voting system of Central Depository Services (India) Limited cdsi for facilitating voting through electronic means as the authorized agency.

Remote e-voting facility was made available to all the Members holding shares as on the cut-off date i.e. 20th September, 2021. Remote E-voting facility was open for a period of three days from Friday, September 24, 2021 from 9 AM till 5 PM on Sunday, September 26, 2021. Remote e-voting has been blocked on September 26, 2021 at 5 PM.

We have also provided e-voting facility (insta-poll) during the AGM to the Shareholders. Please note that Members attending the AGM and who have not cast their votes earlier by Remote E-voting will only be able to vote at the AGM through insta poll e-voting during the meeting and CDSL portal shall remain open for another 15 minutes after the conclusion of meeting.

As the meeting is convened through VC today, resolutions have already been put to vote through remote e-voting and the requirement to propose and second is not applicable.

The e-voting facility is open now and it shall remain open for 15 minutes after the conclusion of the meeting. I request all our shareholders who are present at this meeting and who have not casted their votes earlier through Remote E-voting, to cast their votes now.

Mr. L.N. Joshi, Practicing Company Secretary (PCS) has been appointed as the Scrutinizer of the Company for scrutinizing the Remote e-voting as well as e-voting during this meeting.

Also, the Register of Directors & Key Managerial Personnel and their Shareholding and Register of contracts or arrangements in which directors are interested are available for inspection. This will remain accessible to the members electronically if they so desire.

The Statutory Auditors, M/s Maheshwari and Gupta, has expressed unqualified opinion in the respective audit reports for the financial year 2020-21. The secretarial auditors, M/s L. N. Joshi and Company has expressed qualified opinion in the respective Secretarial audit reports for the financial year 2020-21 which is self explanatory. The Statutory Auditors' report on financial statements & Secretarial Auditor report are available in the annual report.

Now, I request our Chairman for the meeting Mr. Ramesh Shah to continue with the proceedings of the meeting.

Ramesh Shah (Chairman and Managing Director):

Thank You Shikha

A very Good afternoon to all our Esteemed Shareholders, my colleagues on the Board and respected auditors, scrutinizers

I Ramesh Shah, Managing Director and Chairman welcome you all to the 36th Annual General Meeting

In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circulars issued by the Ministry of Corporate Affairs, AGM is being held by Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Before I speak to you about the present activities undertaken by the Company I would like to state that during the current financial year, the office of Mr. Subhashchandra Swarnakar Non-Executive Independent Director of the Company was vacated due to his sudden demise. Your Board conveys deep sympathy, sorrow and condolences for such irreparable loss to the Company

This year your company has undertaken to manufacture a new molecule Silver sulfadiazine, which is used as an antiseptic ointment Looking at the market opportunities, the company plans to extend its product portfolio by making additions to the same. Proposed products to be manufactured are API like Hormones Antibiotics etc.

Moving ahead on the financial performance of the Company, your company has achieved total turnover of around Rs.3600.00 Lacs earned around net profit of Rs. 124.00 lacs

To sum up I would like to say that

The road ahead is filled with challenges and opportunities. We are putting our best efforts to drive the Company on growth path

I look forward to the continuing support of our shareholders, who have reposed their faith in the Board and in the management. The confidence of you, the shareholders, has been a considerable source of strength for us.

As the Notice of 36th Annual General meeting is already circulated to all the members,

Now I will read the agenda Items of the Notice one by one

Item No. 1- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021, together with the Reports of the Board of Directors and Auditors thereon.

Item No. 2. - To appoint a Director in place of Mr. Ketan Shah, Whole-time Director who retires by rotation and being eligible offers himself for re-appointment.

Item No. 3.

Re-appointment of Mr. Ramesh Shah as a Managing Director of the company

Item No 4.

Appointment of Mr. Satish Beohar as an Non Executive Independent Director of the Company

The insta-poll e-voting facility will now be activated for Members who are participating in this meeting and have not already voted through remote e-voting. The insta-poll e-voting facility will remain active till 15 minutes after the meeting. The shareholders are now requested to cast their votes.

Once again, On behalf of the Board of Directors, I sincerely thank the shareholders, customers and all stakeholders for their continued support in the Company's future endeavours. I would like to place on record the sincerity, hard and dedication of our employees

Stay healthy, Stay safe

Now I request Ms Shikha Khilwani to take this meeting ahead
Jai Hind,

Shikha Khilwani, Company Secretary and Compliance Officer : Hello

Krishna Gupta (cdsl): Yes Madam you may proceed

Shikha Khilwani: Hello

L.N. Joshi: Yes Shikha You may continue now

Thank you Chairman sir,

We have received one request from a shareholder Mr. Parth Bharatbhai Panchal for registration as speaker shareholder to whom separate link was also sent to their registered mail id for joining the meeting and sharing the views Further he has also been replied with the query raised

The Company in reply said

regarding declined share prices of the Company, the movement in share price is absolutely market driven, Company do not have any control on movement of share price and in this regard company has also given clarification to the respective stock exchanges. Further Company regularly discloses the required information to the exchange in time to time.

Regarding dividend we would like to inform that although company having operational profit but due to accumulated losses of previous years , Board of the Directors of the Company have not recommended any dividend.

The e-voting facility is open now and it shall remain open for 15 minutes after the conclusion of the meeting. I request all our shareholders who are present at this meeting and who have not casted their votes earlier through Remote E-voting, to cast their votes now.

Mr. L.N. Joshi, Practicing Company Secretary (PCS) has been appointed as the Scrutinizer of the Company for scrutinizing the Remote e-voting as well as e-voting during this meeting.

I would also like to have your kind attention that: Results of Remote e-voting and e-voting at this AGM would be available within 48 hours from the conclusion of AGM. And it will be declared as soon as results are obtained from the Scrutinizer.

Now with the permission of the chair, I conclude this meeting and I would like to thank you for sparing the time to be with us today, and for your continued faith in the Company.

Thank You all.
