

BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED

CIN: L24233MP1985PLC002709

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

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Date: 30th September, 2024

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 39th Annual General Meeting of the Company held on Monday, 30th September, 2024 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 39th Annual General Meeting (AGM) of the Company was held today, i.e. Monday, 30th September 2024 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 03:06 P.M. (IST).

The Registered office of the Company has been deemed as the venue for the Meeting and the proceedings of the 39th Annual General Meeting have been deemed to be made thereat, to transact the businesses as stated in the Notice dated 13th August, 2024 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 Director
3	Mr. Ketan Shah	Whole Time Director
4	Mr. Ashok Kumar Ramawat	Independent Director
5	Mr. Satish Beohar	Independent Director
6	Mrs. Gayatri Padiyar	Independent Director
7	Ms. Anisha Mangal	Company Secretary and Compliance officer
8	Mr. Pavan Singh Rajput	Chief Financial Officer

Total Members as on Cutoff date 23th September, 2024:- **27103**

Members Present: 43 Members have attended the meeting through video conference (VC)/ other audio visual means (OAVM).

Ms. Anisha Mangal, 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.

She further 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 Friday, 27th September, 2024 and concluded at 5.00 P.M. (IST) on Sunday, 29th September, 2024.

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 Year 2024 and its future positioning.

Thereafter the Company Secretary informed the Members that the Notice convening the 39th AGM and the Annual Report for the financial year ended 31st March 2024 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, 2024 were taken as read.

In terms of the Notice dated 13th August, 2024 convening the 39th 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]

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, 2024.	Ordinary
2.	To appoint a Director in place of Mr. Romil Shah (DIN: 00326110) 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.	Approval of Material Related Party Transaction(s) with Cyano Pharma Private Limited	Ordinary
4.	Approval for Loan, Guarantee or Investments in excess of the prescribed limits under Section 186 of the Companies Act, 2013	Special
5.	Disposal of Undertaking situated at 11/12, Sector 'E', Sanwer Road Industrial Area, Indore - 452015 Madhya Pradesh to Cyano Pharma Private Limited, (Related Party)	Ordinary

During the AGM, no shareholder has been registered to speak.

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.

39th Annual General Meeting of the Company was concluded at 03:16 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 39th 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 39th 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

**ANISHA MANGAL
COMPANY SECRETARY &
COMPLIANCE OFFICER
ACS: 70128**