

Date: 29.09.2025

To,

**BSE Limited,
Dept. of Corporate Services,
Floor 25, PJ Towers, Dalal Street,
Mumbai- 400001**

Dear Sir/Madam,

Scrip Code: 526445

Sub.: Summary of Proceedings of the 33rd Annual General Meeting ("AGM") of the Company held on Monday, September 29, 2025.

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 33rd Annual General Meeting of the Company held on Monday, September 29, 2025 at 04:00 P.M (IST) through Video Conference ("VC") / Other Audio Visual Means ("OAVM").

Thanking You,

**Yours faithfully,
For Indrayani Biotech Limited**

**Ramya Ravi
Company Secretary and Compliance Officer**

Encl: As above

SUMMARY OF PROCEEDINGS OF 33RD ANNUAL GENERAL MEETING OF INDRAYANI BIOTECH LIMITED HELD ON MONDAY, 29TH SEPTEMBER, 2025 AT 04:00 P.M. IST.

The 33rd Annual General Meeting (AGM) of the Members of Indrayani Biotech Limited ('the Company') was held on Monday, September 29, 2025 at 04:00 P.M (IST) 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), Auditors, Scrutinizer and Registrar and Transfer Agent were present at the 33rd AGM:

Board of Directors:			
Sl.No.	Name of the Person	Designation	Mode of Participating Meeting
1	Mr. Kasiraman Sayee Sundar	Managing Director	(Attended through VC/OAVM from Registered Office)
2	Mr. Swaminathan	Whole-time Director	(Attended through VC/OAVM from Registered Office)
3	Mr. Singarababu Indirakumar	Whole-time 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 Registered Office)
6	Mrs. Bokara Nagarajan Padmaja Priyadarshini	Non-Executive -Independent Director	(Attended through VC/OAVM from Chennai)
7.	Mr. Kannimangalam Subramanyan Vaidyanathan	Non-Executive -Independent Director	(Attended through VC/OAVM from Chennai)
Other Key Managerial Personnel:			
Sl.No.	Name of the Person	Designation	Mode of Participating Meeting
1	Mr. Dhinakaran Rajagopal	Chief Financial Officer	(Attended through VC/OAVM from Registered Office)
2	Mrs. Ramya Ravi	Company Secretary & Compliance Officer	(Attended through VC/OAVM from Registered Office)
Auditors:			
Sl.No.	Name of the Person	Designation	Mode of Participating Meeting
1	Mr. Dasarathy	Statutory Auditor – Representing M/s Venkatesh & Co	(Attended through VC/OAVM from Chennai)
Scrutinizer & RTA			
Sl.No.	Name of the Person	Designation	Mode of Participating Meeting
1	Mr. R Kannan	Scrutinizer for the AGM, Partner of KRA & Associates	(Attended through VC/OAVM from Chennai)
2	Mrs. Dhanalakshimi	Registrar & Transfer Agent-Link Intime India Private Limited, Coimbatore.	(Attended through VC/OAVM from Coimbatore)

Leave of absence was granted to Mr. Muthukrishnan Ramesh, Whole-time Director upon his request for the same.

The meeting commenced at 04:00 P.M. (IST) and concluded at 04:27 P.M. (IST) [time allowed for - voting at AGM was upto 04:42 P.M. (IST)].

Mrs. Ramya Ravi, Company Secretary & Compliance Officer, commenced the meeting with a welcome note and informed that as per Articles of Association of the company, the Board of Directors have 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 of the Meeting.

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 29, 2025.

At 04:00 P.M (IST), the Chairman commenced the meeting by welcoming the members to the 33rd 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 to the Shareholders and welcomed:

Mr. R. Kannan of M/s. KRA & Associates - Scrutinizer of the meeting,
Mr. Dhinakaran Rajagopalan - Chief Financial Officer, and
Mrs. Ramya Ravi - Company Secretary & Compliance Officer
Mr. Dasarathy representing M/s Venkatesh & Co – Statutory Auditors

to the meeting and announced their presence to the members.

The Chairman, after the confirmation of the requisite quorum with Mrs. Dhanalakshmi, Registrar & Transfer Agent, 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 welcomed all the shareholders and signatories, who have joined the AGM through Video Conferencing / Other Audio Visual Means, rendered heartwarming welcome and further informed that the AGM notice dated August 30, 2025, has been circulated by e-mail to shareholders and hosted on the website of the Company, Stock Exchanges and also published in Newspapers. The Notice had been taken as read.

Further, the Company Secretary & Compliance Officer informed that the Company had provided the facility to members to cast their vote electronically on all resolutions set forth in the Notice.

She further added that the remote e-voting period started on Friday, September 26, 2025 at 9.00 A. M. and ended on Sunday, September 28, 2025 at 5.00 P.M. and for this purpose, the cut-off date for determining the shareholders who are eligible for casting their vote through the e-voting facility was Monday, the August 22, 2025.

She 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 following business items as set out in the Notice convening the 33rd AGM were transacted at the meeting:

Sl. No.	Resolutions	Type of Resolutions
Ordinary business:		
1	Consideration and adoption of Audited Financial Statements (standalone and consolidated Financial Statements) of the Company for the Financial year ended March 31, 2025 together with the Reports of the Board of Directors and the Statutory Auditors thereon, including Annexures thereto.	Ordinary
2	Re-Appointment of Mr. Muthukrishnan Ramesh (DIN: 01016291), Retiring Director, as a Whole-time Director	Ordinary
3	Re-Appointment of Mr. Singarababu Indirakumar (DIN: 00892351), Retiring Director, as a Whole-time Director	Ordinary
4	Re-Appointment of Mr. Kasiraman Sayee Sundar (DIN: 01295584), Retiring Director, as a Managing Director	Ordinary
Special business:		
5	Rescinding of resolution passed at the 32nd Annual General Meeting for Increasing the Authorized Share Capital	Special
6	Approval to increase the Authorised Share Capital of the Company from Rs. 65 Crores to Rs. 85 Crores and consequential amendment of the Capital Clause in the Memorandum of Association of the Company	Special
7	Appointment of Mr. Swaminathan (DIN: 02481041) as a Whole-time Director	Special
8	Appointment of Mr. Singarababu Indirakumar (DIN: 00892351) as a Whole-time Director	Special
9	Appointment of Mr. Muthukrishnan Ramesh (DIN: 01016291) as a Whole-time Director	Special
10	Appointment of Mrs. Bokara Nagarajan Padmaja Priyadarshini (DIN: 06416242) as an Independent Director	Special
11	Approval of Material Related Party Transaction(s) between the Company and Dindigul Farm Product Limited, a Material Subsidiary, up to an amount of Rs. 25 Crores.	Ordinary
12	Approval of Material Related Party Transaction(s) between the Company and Matrix Boilers Private Limited, a Subsidiary, up to an amount of Rs. 25 Crores.	Ordinary
13	Approval of Material Related Party Transaction(s) between the Company and IBL Healthcare Limited, A Subsidiary, up to an amount of Rs. 25 Crores.	Ordinary
14	Approval of Material Related Party Transaction(s) between the Company and HSL Agri Solutions Limited, a Subsidiary, up to an amount of Rs. 25 Crores.	Ordinary
15	Approval of Material Related Party Transaction(s) between the Company and HSLPrime Properties Private Limited, a Subsidiary, up to an amount of Rs. 25 Crores.	Ordinary
16	Approval of Material Related Party Transaction(s) between the Company and IBL Investments Limited, a Subsidiary, up to an amount of Rs. 25 Crores.	Ordinary
17	Appointment of Mr. Krishnamurthi Ravichandran, as a Secretarial Auditor for a period of five years	Special
18	Approval of disinvestment from Dindigul Farm Product Limited	Special

Regarding Audit Reports, the Company Secretary said that there were a few observations in the Secretarial Audit report and Statutory Auditors' Report and the management's response for the same was taken as read, as it was already circulated in the Annual Report well in advance.

Further, the Company Secretary invited the shareholders who have registered as speakers at the AGM to speak. The speaker shareholders joined the meeting and aired their views and questions.

The Chairman of the meeting answered the questions raised by the shareholders and then proceeded with the next agenda of answering the questions which were previously received and consolidated.

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

Ramya Ravi
Company Secretary & Compliance Officer

Place: Chennai
Date: 29.09.2025