

24<sup>th</sup> August, 2024

To Department of Corporate Services,  
BSE Limited,  
P.] Tower,  
Dalal Street, Mumbai - 400001.

Dear Sir / Madam,

**Sub : Submission of Voting Results of the 32<sup>nd</sup> Annual General Meeting along with the Scrutinizer's Report pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

**Scrip Code: 526445**

Pursuant to Regulation 44 of the Listing Regulations we enclose herewith the declaration of the voting results of the 32<sup>nd</sup> Annual General Meeting of the Company held on Thursday, August 22, 2024, at 03:00 PM (IST) through video conferencing / Other Audio-Visual Means along with the Combined Scrutinizer's Report dated August 24, 2024.

A copy of the above would be placed on the website of the Company ([www.indrayani.com](http://www.indrayani.com)) and on the website of Link Intime India Private Limited (LIPL), the e-voting agency (<https://instavote.linkintime.co.in>).

Kindly take the same on record.

Thanking you,  
For Indrayani Biotech Limited

V Santhanakrishnan  
Company Secretary & Compliance Officer

Encl: As above

**Declaration of results of the voting on resolution(s) set out in the Notice of the 32<sup>nd</sup> Annual General Meeting of the Company held through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) on 22<sup>nd</sup> August, 2024**

The 32<sup>nd</sup> Annual General Meeting of the Company was held on Thursday, 22<sup>nd</sup> August, 2024, at 3:00 PM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the provisions of Section 96 and 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meetings (SS-2) and the relevant circulars issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Securities and Exchange Board of India (“SEBI Circulars”) from time to time of the members on the Resolution(s) as set out in the Notice dated 27<sup>th</sup> July, 2024.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, Secretarial Standards on General Meetings (SS-2) read with the relevant MCA Circulars and SEBI Circulars, the Company had provided the members the facility to exercise their voting rights electronically through remote e-voting process and also, provided e-voting platform to the shareholders, who were present at the 32<sup>nd</sup> Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote through remote e-voting, on the below mentioned resolution(s).

The Company had appointed M/s. KRA & Associates, Practising Company Secretaries, Chennai, as the Scrutinizer to conduct the remote e-voting and the evoting facilities provided at the 32<sup>nd</sup> Annual General Meeting in a fair and transparent manner and to ascertain the requisite majority.

Accordingly, the Scrutinizer has submitted his Combined Report for the remote e-voting process and the e-voting at the 32<sup>nd</sup> Annual General Meeting dated 24<sup>th</sup> August, 2024 which has been attached hereto.

Based on the consolidated report of the Scrutinizer dated 24<sup>th</sup> August, 2024, it is hereby declared that the Resolution(s) under Item No(s).1 to 17 set out in the Notice dated 27<sup>th</sup> July, 2024, as detailed herein below, have been passed by the shareholders with requisite majority.

<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Ordinary)</b>			<b>1 - Consideration and adoption of Audited Financial Statements (standalone and consolidated Financial Statements) of the Company for the Financial year ended March 31, 2024 together with the Reports of the Board of Directors and the Statutory Auditors thereon, including Annexures thereto.</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>[1]</b>	<b>[2]</b>	<b>[3]=([2]/[1])*100</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]=([4]/[2])*100</b>	<b>[7]=([5]/[2])*100</b>
Promoter and Promoter Group	E-Voting	15245958	15243158	99.9816	15243158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15243158</b>	<b>99.9816</b>	<b>15243158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8467181	30.8564	8467181	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8467181</b>	<b>30.8564</b>	<b>8467181</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>45536256</b>	<b>25168926</b>	<b>55.2723</b>	<b>25168926</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Ordinary)</b>			<b>2 - Re-Appointment of Mr. Swaminathan (DIN: 02481041), Retiring Director, as a Whole-time Director</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>[1]</b>	<b>[2]</b>	<b>[3]={[2]/[1]}*100</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]={[4]/[2]}*100</b>	<b>[7]={[5]/[2]}*100</b>
Promoter and Promoter Group	E-Voting	15245958	15243158	99.9816	15243158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15243158</b>	<b>99.9816</b>	<b>15243158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8467181	30.8564	8462157	5024	99.9407	0.0593
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8467181</b>	<b>30.8564</b>	<b>8462157</b>	<b>5024</b>	<b>99.9407</b>	<b>0.0593</b>
<b>Total</b>		<b>45536256</b>	<b>25168926</b>	<b>55.2723</b>	<b>25163902</b>	<b>5024</b>	<b>99.9800</b>	<b>0.0200</b>

<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Ordinary)</b>			<b>3 - Re-Appointment of Ms. Lakshmiprabha Kasiraman (DIN: 02885912), Retiring Director, as a Non-Executive Director</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	15245958	15243158	99.9816	15243158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15243158</b>	<b>99.9816</b>	<b>15243158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8461022	30.8340	8456003	5019	99.9407	0.0593
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8461022</b>	<b>30.8340</b>	<b>8456003</b>	<b>5019</b>	<b>99.9407</b>	<b>0.0593</b>
<b>Total</b>		<b>45536256</b>	<b>25162767</b>	<b>55.2588</b>	<b>25157748</b>	<b>5019</b>	<b>99.9801</b>	<b>0.0199</b>

<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Special)</b>			<b>4 - Approval to Reclassify the Preference Share Capital part of Authorised Share Capital of the Company to Equity Share Capital</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	E-Voting	15245958	15243158	99.9816	15243158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15243158</b>	<b>99.9816</b>	<b>15243158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8461022	30.8340	8455998	5024	99.9406	0.0594
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8461022</b>	<b>30.8340</b>	<b>8455998</b>	<b>5024</b>	<b>99.9406</b>	<b>0.0594</b>
<b>Total</b>		<b>45536256</b>	<b>25162767</b>	<b>55.2588</b>	<b>25157743</b>	<b>5024</b>	<b>99.9800</b>	<b>0.0200</b>

<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Special)</b>			<b>5 - Approval to increase the Authorised Share Capital of the Company from Rs.65 Crores to Rs.75 Crores and consequential amendment of the Capital Clause in the Memorandum of Association of the Company</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	E-Voting	15245958	15243158	99.9816	15243158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15243158</b>	<b>99.9816</b>	<b>15243158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8461022	30.8340	8456022	5000	99.9409	0.0591
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8461022</b>	<b>30.8340</b>	<b>8456022</b>	<b>5000</b>	<b>99.9409</b>	<b>0.0591</b>
<b>Total</b>		<b>45536256</b>	<b>25162767</b>	<b>55.2588</b>	<b>25157767</b>	<b>5000</b>	<b>99.9801</b>	<b>0.0199</b>

<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Special)</b>			<b>6 - Increase The Aggregate Limit for Investment by the Foreign Institutional Investors and Non-Resident Indians in Equity Share Capital of the Company</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	15245958	15243158	99.9816	15243158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15243158</b>	<b>99.9816</b>	<b>15243158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8467181	30.8564	8462181	5000	99.9409	0.0591
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8467181</b>	<b>30.8564</b>	<b>8462181</b>	<b>5000</b>	<b>99.9409</b>	<b>0.0591</b>
<b>Total</b>		<b>45536256</b>	<b>25168926</b>	<b>55.2723</b>	<b>25163926</b>	<b>5000</b>	<b>99.9801</b>	<b>0.0199</b>



<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Ordinary)</b>			<b>7 - To approve Material Related Party Transaction(s) between the Company and Dindigul Farm Product Limited, A Material Subsidiary, up to an amount of Rs. 50 Crores.</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	E-Voting	15245958	15243158	99.9816	15243158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15243158</b>	<b>99.9816</b>	<b>15243158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8461022	30.8340	8456003	5019	99.9407	0.0593
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8461022</b>	<b>30.8340</b>	<b>8456003</b>	<b>5019</b>	<b>99.9407</b>	<b>0.0593</b>
<b>Total</b>		<b>45536256</b>	<b>25162767</b>	<b>55.2588</b>	<b>25157748</b>	<b>5019</b>	<b>99.9801</b>	<b>0.0199</b>

<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Ordinary)</b>			<b>8 - To approve Material Related Party Transaction(s) between the Company and Matrix Boilers Private Limited, A Subsidiary, up to an amount of Rs. 30 Crores.</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>[1]</b>	<b>[2]</b>	<b>[3]=([2]/[1])*100</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]=([4]/[2])*100</b>	<b>[7]=([5]/[2])*100</b>
Promoter and Promoter Group	E-Voting	15245958	15243158	99.9816	15243158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15243158</b>	<b>99.9816</b>	<b>15243158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8461022	30.8340	8455998	504	99.9406	0.0594
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8461022</b>	<b>30.8340</b>	<b>8455998</b>	<b>504</b>	<b>99.9406</b>	<b>0.0594</b>
<b>Total</b>		<b>45536256</b>	<b>25162767</b>	<b>55.2588</b>	<b>25157743</b>	<b>5024</b>	<b>99.9800</b>	<b>0.0200</b>

<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Ordinary)</b>			<b>9 - To approve Material Related Party Transaction(s) between the Company and IBL Healthcare Limited, A Subsidiary, up to an amount of Rs. 300 Crores.</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	15245958	15243158	99.9816	15243158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15243158</b>	<b>99.9816</b>	<b>15243158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8461022	30.8340	8455998	5024	99.9406	0.0594
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8461022</b>	<b>30.8340</b>	<b>8455998</b>	<b>5024</b>	<b>99.9406</b>	<b>0.0594</b>
<b>Total</b>		<b>45536256</b>	<b>25162767</b>	<b>55.2588</b>	<b>25157743</b>	<b>5024</b>	<b>99.9800</b>	<b>0.0200</b>

<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Ordinary)</b>			<b>10 - To approve Material Related Party Transaction(s) between the Company and HSL Agri Solutions Limited, A Subsidiary, up to an amount of Rs. 100 Crores.</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	E-Voting	15245958	15243158	99.9816	15243158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15243158</b>	<b>99.9816</b>	<b>15243158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8461022	30.8340	8455998	5024	99.9406	0.0594
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8461022</b>	<b>30.8340</b>	<b>8455998</b>	<b>5024</b>	<b>99.9406</b>	<b>0.0594</b>
<b>Total</b>		<b>45536256</b>	<b>25162767</b>	<b>55.2588</b>	<b>25157743</b>	<b>5024</b>	<b>99.9800</b>	<b>0.0200</b>

<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Ordinary)</b>			<b>11 - To approve Material Related Party Transaction(s) between the Company and HSLPrime Properties Private Limited, A Subsidiary, up to an amount of Rs. 50 Crores.</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	15245958	15243158	99.9816	15243158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15243158</b>	<b>99.9816</b>	<b>15243158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8461022	30.8340	8455998	5024	99.9406	0.0594
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8461022</b>	<b>30.8340</b>	<b>8455998</b>	<b>5024</b>	<b>99.9406</b>	<b>0.0594</b>
<b>Total</b>		<b>45536256</b>	<b>25162767</b>	<b>55.2588</b>	<b>25157743</b>	<b>5024</b>	<b>99.9800</b>	<b>0.0200</b>

<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Ordinary)</b>			<b>12 - To approve Material Related Party Transaction(s) between the Company and IBL Investments Limited, A Subsidiary, up to an amount of Rs. 100 Crores.</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	15245958	15243158	99.9816	15243158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15243158</b>	<b>99.9816</b>	<b>15243158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8461022	30.8340	8455998	5024	99.9406	0.0594
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8461022</b>	<b>30.8340</b>	<b>8455998</b>	<b>5024</b>	<b>99.9406</b>	<b>0.0594</b>
<b>Total</b>		<b>45536256</b>	<b>25162767</b>	<b>55.2588</b>	<b>25157743</b>	<b>5024</b>	<b>99.9800</b>	<b>0.0200</b>

<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Special)</b>			<b>13 - To approve Loan to the Subsidiaries, for an amount not exceeding Rs. 300 Crores.</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	15245958	15243158	99.9816	15243158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15243158</b>	<b>99.9816</b>	<b>15243158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8461022	30.8340	8455998	5024	99.9406	0.0594
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8461022</b>	<b>30.8340</b>	<b>8455998</b>	<b>5024</b>	<b>99.9406</b>	<b>0.0594</b>
<b>Total</b>		<b>45536256</b>	<b>25162767</b>	<b>55.2588</b>	<b>25157743</b>	<b>5024</b>	<b>99.9800</b>	<b>0.0200</b>

<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Special)</b>			<b>14 - To approve Borrowing of funds from the Banks and Financial Institutions to an aggregate sum of Rs. 500 Crores (Fund And Non-Fund Based)</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	15245958	15243158	99.9816	15243158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15243158</b>	<b>99.9816</b>	<b>15243158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8461022	30.8340	8456017	500	99.9408	0.0592
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8461022</b>	<b>30.8340</b>	<b>8456017</b>	<b>5005</b>	<b>99.9408</b>	<b>0.0592</b>
<b>Total</b>		<b>45536256</b>	<b>25162767</b>	<b>55.2588</b>	<b>25157762</b>	<b>5005</b>	<b>99.9801</b>	<b>0.0199</b>



<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Special)</b>			<b>15 - To approve Creation of charge on the Properties of the Company</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	E-Voting	15245958	15243158	99.9816	15243158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15243158</b>	<b>99.9816</b>	<b>15243158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8461022	30.8340	8456017	5005	99.9408	0.0592
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8461022</b>	<b>30.8340</b>	<b>8456017</b>	<b>5005</b>	<b>99.9408</b>	<b>0.0592</b>
<b>Total</b>		<b>45536256</b>	<b>25162767</b>	<b>55.2588</b>	<b>25157762</b>	<b>5005</b>	<b>99.9801</b>	<b>0.0199</b>

<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Special)</b>			<b>16 - To increase the Overall Limit of Maximum Remuneration Payable to Mr. Kasiraman Sayee Sundar (DIN: 01295584), Managing Director, for an amount upto Rs.60 lakhs for each financial year.</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>Yes</b>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	15245958	12611589	82.7209	12611589	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12611589</b>	<b>82.7209</b>	<b>12611589</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8461022	30.8340	8455998	5024	99.9406	0.0594
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8461022</b>	<b>30.8340</b>	<b>8455998</b>	<b>5024</b>	<b>99.9406</b>	<b>0.0594</b>
<b>Total</b>		<b>45536256</b>	<b>22531198</b>	<b>49.4797</b>	<b>22526174</b>	<b>5024</b>	<b>99.9777</b>	<b>0.0223</b>

<b>Indrayani Biotech Limited</b>								
<b>Resolution Required : (Special)</b>			<b>17 - To increase the Overall Limit of Maximum Remuneration Payable to Mr. Swaminathan (DIN: 02481041), Whole-time Director, for an amount upto Rs.60 lakhs for each financial year.</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>Yes</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	E-Voting	15245958	11103158	72.8269	11103158	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11103158</b>	<b>72.8269</b>	<b>11103158</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	2849741	1458587	51.1831	1458587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1458587</b>	<b>51.1831</b>	<b>1458587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27440557	8461022	30.8340	8455998	5024	99.9406	0.0594
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8461022</b>	<b>30.8340</b>	<b>8455998</b>	<b>5024</b>	<b>99.9406</b>	<b>0.0594</b>
<b>Total</b>		<b>45536256</b>	<b>21022767</b>	<b>46.1671</b>	<b>21017743</b>	<b>5024</b>	<b>99.9761</b>	<b>0.0239</b>

For Indrayani Biotech Limited

Kasiraman Sayee Sundar  
 Managing Director (DIN: 01295584)

**KRA & ASSOCIATES  
PRACTICING COMPANY SECRETARIES**

PARTNERS

**R.KANNAN**

**AISHWARYA**

**SRI SANKARA GURUKRIPA ILLAM**

Regd OFF. : No. 6A, 10th Street,  
New Colony, Adambakkam,  
Chennai - 600 088  
E-mail : gkrkgram@yahoo.in  
Ph: 044 - 40051764

**SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (4) (xii) of the Companies  
[Management & Administration] Rules, 2014]

To:

Chairperson

INDRAYANI BIOTECH LIMITED

**L40100TN1992PLC129301**

Block 1 Module No.33, 3rd Floor,

SIDCO ELECTRONIC COMPLEX,

THIRU VI KA INDUSTRIAL ESTATE GUINDY,

CHENNAI, Tamil Nadu, India, 600032

Dear Sir,

**Sub: Scrutinizer's Report on the resolutions passed through electronic means (Event no 240382) conducted for the 32<sup>rd</sup> Annual General Meeting (AGM) of INDRAYANI BIOTECH LIMITED on 22/08/2024 through video conferencing ("VC") or other audio-visual means ("OAVM") at the deemed venue i.e., Registered Office of the Company.**

We, M/s. KRA & ASSOCIATES, Practicing Company Secretaries having office at No. 6A, 10th Street, New Colony, Adambakkam, Chennai – 600 088 were appointed as the Scrutinizer by the Board of Directors of the Company held at its meeting on 27<sup>th</sup> July 2024 to scrutinize the remote e-voting process commenced between 09:00 am on 19<sup>th</sup> August 2024 and ended at 5:00 PM on 21<sup>st</sup> August 2024 and e-voting during the AGM held through Video Conferencing (VC) as per the framework issued by the Ministry of Corporate Affairs (MCA) vide their General Circular No. 09/2023 & No.2/2022 and 19/2021, and other Circulars issued by MCA in relation to conduct of AGM via VC, read with Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by Securities and Exchange Board of India (SEBI) and other circulars issued by SEBI in relation to conduct of AGM via VC hereinafter collectively referred to as ("Circulars") , Regulation 44 of SEBI (Listing Obligation and disclosure Requirements), Regulations, 2015 Secretarial Standard-2 on "General Meetings" issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the Resolutions mentioned in the AGM Notice dated 27<sup>th</sup> July, 2024

**RAJAGOPAL  
KANNAN** Digitally signed by  
RAJAGOPAL KANNAN  
Date: 2024.08.24  
15:44:54 +05'30'

**KRA & ASSOCIATES**  
**Practising Company Secretaries**

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made there under in relation to exercising of voting rights through electronic means on the Resolution(s) as set out in the Notice dated **27<sup>th</sup> July, 2024**.

Responsibility as a Scrutinizer:

Our responsibility, as a Scrutinizer for the E-voting process for the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" of or "against" the resolution set out in the notice of AGM, based on the reports generated from the e-voting system provided by the Link Intime India Pvt Ltd, the authorised agency engaged by the Company for facilitating remote e-voting and e-voting facilities at the Annual General Meeting. We further confirm the AGM was conducted as per the procedure without any deviations.

In this connection, we submit hereunder the Scrutinizer's Report on the results of voting, through remote e-voting and e-voting at the AGM:

1. The members of the Company as on "Cut-off" date i.e., **15<sup>th</sup> August, 2024** were entitled to vote on the proposed Ordinary and Special business set out in the AGM Notice. In view of the above, we hereby submit consolidated report on the results of the remote e-voting and e-voting at the AGM in respect of the said resolution as under:

**Resolution: 1 – ORDINARY BUSINESS – ORDINARY RESOLUTION:**

**ADOPTION OF THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024**

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	48	25168914	100	0	0	0	0	0
E-voting at the AGM	1	12	0	0	0	0	0	0
<b>Total</b>	<b>49</b>	<b>25168926</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

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**Resolution: 2 – ORDINARY BUSINESS – ORDINARY RESOLUTION:**

RE-APPOINTMENT OF MR. SWAMINATHAN, RETIRING DIRECTOR, AS A WHOLE-TIME DIRECTOR

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	45	25163890	99.98	3	5024	0.020	0	0
E-voting at the AGM	1	12	0	0	0	0	0	0
<b>Total</b>	<b>46</b>	<b>25163902</b>	<b>99.98</b>	<b>3</b>	<b>5024</b>	<b>0.020</b>	<b>0</b>	<b>0</b>

**Resolution: 3 – ORDINARY BUSINESS – ORDINARY RESOLUTION:**

RE-APPOINTMENT OF MS. LAKSHMIPRABHA KASIRAMAN, RETIRING DIRECTOR, AS A NONEXECUTIVE DIRECTOR

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Abstained Votes		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of votes
Remote E-voting	45	25157736	100	2	5019	0.020	1	6159	0.024
E-voting at the AGM	1	12	0	0	0	0	0	0	0
<b>Total</b>	<b>46</b>	<b>25157748</b>	<b>100</b>	<b>2</b>	<b>5019</b>	<b>0.020</b>	<b>1</b>	<b>6159</b>	<b>0.024</b>

**Note:** There were no invalid votes as per the report generated from E-voting platform.

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**Resolution: 4 – SPECIAL BUSINESS – SPECIAL RESOLUTION:**

APPROVAL TO RECLASSIFY THE PREFERENCE SHARE CAPITAL PART OF AUTHORISED SHARE CAPITAL OF THE COMPANY TO EQUITY SHARE CAPITAL

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Abstained Votes		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of votes
Remote E-voting	44	25157731	99.97	3	5024	0.020	1	6159	0.024
E-voting at the AGM	1	12	0	0	0	0	0	0	0
<b>Total</b>	<b>45</b>	<b>25157743</b>	<b>99.96</b>	<b>3</b>	<b>5024</b>	<b>0.020</b>	<b>1</b>	<b>6159</b>	<b>0.024</b>

**Note:** There were no invalid votes as per the report generated from E-voting platform.

**Resolution: 5 – SPECIAL BUSINESS – SPECIAL RESOLUTION:**

APPROVAL TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Abstained votes		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of votes
Remote E-voting	46	25157755	99.98	1	5000	0.020	1	6159	0.024
E-voting at the AGM	1	12	0	0	0	0	0	0	0
<b>Total</b>	<b>47</b>	<b>25157767</b>	<b>99.96</b>	<b>1</b>	<b>5000</b>	<b>0.020</b>	<b>1</b>	<b>6159</b>	<b>0.024</b>

**Note:** There were no invalid votes as per the report generated from E-voting platform.

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**Resolution: 6 – SPECIAL BUSINESS – SPECIAL RESOLUTION:**

INCREASE THE AGGREGATE LIMIT FOR INVESTMENT BY THE FOREIGN INSTITUTIONAL INVESTORS AND NON-RESIDENT INDIANS IN EQUITY SHARE CAPITAL OF THE COMPANY

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
Remote E-voting	47	25163914	99.98	1	5000	0.020	0	0	0
E-voting at the AGM	1	12	0	0	0	0	0	0	0
<b>Total</b>	<b>48</b>	<b>25163926</b>	<b>99.98</b>	<b>1</b>	<b>5000</b>	<b>0.020</b>	<b>0</b>	<b>0</b>	<b>0</b>

**Note:** There were no invalid votes as per the report generated from E-voting platform.

**Resolution: 7 – SPECIAL BUSINESS – ORDINARY RESOLUTION:**

TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND DINDIGUL FARM PRODUCT LIMITED, A MATERIAL SUBSIDIARY

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Abstained votes		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
Remote E-voting	45	25157736	99.96	2	5019	0.02	1	6159	0.00
E-voting at the AGM	1	12	0	0	0	0	0	0	0
<b>Total</b>	<b>46</b>	<b>25157748</b>	<b>99.96</b>	<b>2</b>	<b>5019</b>	<b>0.02</b>	<b>1</b>	<b>6159</b>	<b>0.02</b>

**Note:** There were no invalid votes as per the report generated from E-voting platform.

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**Resolution: 8 – SPECIAL BUSINESS – ORDINARY RESOLUTION:**

TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND MATRIX BOILERS PRIVATE LIMITED, A SUBSIDIARY

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Abstained votes		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
Remote E-voting	44	25157731	99.96	3	5024	0.020	1	6159	0.02
E-voting at the AGM	1	12	0	0	0	0	0	0	0
<b>Total</b>	<b>45</b>	<b>25157743</b>	<b>99.96</b>	<b>3</b>	<b>5024</b>	<b>0.020</b>	<b>1</b>	<b>6159</b>	<b>0.02</b>

**Note:** There were no invalid votes as per the report generated from E-voting platform.

**Resolution: 9 – SPECIAL BUSINESS – ORDINARY RESOLUTION:**

TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND IBL HEALTHCARE LIMITED, A SUBSIDIARY

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
Remote E-voting	43	25157730	99.96	3	5024	0.020	1	6159	0.024
E-voting at the AGM	1	12	0	0	0	0	0	0	0
<b>Total</b>	<b>44</b>	<b>25157743</b>	<b>99.96</b>	<b>3</b>	<b>5024</b>	<b>0.020</b>	<b>1</b>	<b>6159</b>	<b>0.024</b>

**Note:** There were no invalid votes as per the report generated from E-voting platform.

**Resolution: 10 – SPECIAL BUSINESS – ORDINARY RESOLUTION:**

TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND HSL AGRI SOLUTIONS LIMITED, A SUBSIDIARY

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Abstained votes		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
Remote E-voting	43	25157730	99.96	3	5024	0.020	1	6159	0.024
E-voting at the AGM	1	12	0	0	0	0	0	0	0
<b>Total</b>	<b>44</b>	<b>25157742</b>	<b>99.96</b>	<b>3</b>	<b>5024</b>	<b>0.020</b>	<b>1</b>	<b>6159</b>	<b>0.024</b>

**Note:** There were no invalid votes as per the report generated from E-voting platform.

**Resolution: 11 – SPECIAL BUSINESS – ORDINARY RESOLUTION:**

TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND HSLPRIME PROPERTIES PRIVATE LIMITED, A SUBSIDIARY

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Abstained votes		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
Remote E-voting	43	25157730	99.96	3	5024	0.020	1	6159	0.02
E-voting at the AGM	1	12	0	0	0	0	0	0	0
<b>Total</b>	<b>44</b>	<b>25157742</b>	<b>99.96</b>	<b>3</b>	<b>5024</b>	<b>0.020</b>	<b>1</b>	<b>6159</b>	<b>0.02</b>

**Note:** There were no invalid votes as per the report generated from E-voting platform.

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**Resolution: 12 – SPECIAL BUSINESS – ORDINARY RESOLUTION:**

TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND IBL INVESTMENTS LIMITED, A SUBSIDIARY

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Abstained votes		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
Remote E-voting	43	25157730	99.96	3	5024	0.020	1	6159	0.024
E-voting at the AGM	1	12	0	0	0	0	0	0	0
<b>Total</b>	<b>45</b>	<b>25157743</b>	<b>99.96</b>	<b>3</b>	<b>5024</b>	<b>0.020</b>	<b>1</b>	<b>6159</b>	<b>0.024</b>

**Note:** There were no invalid votes as per the report generated from E-voting platform.

**Resolution: 13 – SPECIAL BUSINESS – SPECIAL RESOLUTION:**

TO APPROVE LOAN TO THE SUBSIDIARIES

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Abstained votes		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
Remote E-voting	43	25157730	99.96	3	5024	0.020	1	6159	0.024
E-voting at the AGM	1	12	0	0	0	0	0	0	0
<b>Total</b>	<b>44</b>	<b>25157742</b>	<b>99.96</b>	<b>3</b>	<b>5024</b>	<b>0.020</b>	<b>1</b>	<b>6159</b>	<b>0.024</b>

**Note:** There were no invalid votes as per the report generated from E-voting platform.

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**Resolution: 14 – SPECIAL BUSINESS – SPECIAL RESOLUTION:**

TO APPROVE BORROWING OF FUNDS FROM THE BANKS AND FINANCIAL INSTITUTIONS TO AN  
 AGGREGATE SUM OF RS. 500 CRORES (FUND AND NON- FUND BASED)

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Abstained votes		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
Remote E-voting	44	25157749	99.96	2	5005	0.020	1	6159	0.024
E-voting at the AGM	1	12	0	0	0	0	0	0	0
<b>Total</b>	<b>45</b>	<b>25157761</b>	<b>99.96</b>	<b>2</b>	<b>5005</b>	<b>0.020</b>	<b>1</b>	<b>6159</b>	0.024

**Note:** There were no invalid votes as per the report generated from E-voting platform.

**Resolution: 15 – SPECIAL BUSINESS – SPECIAL RESOLUTION:**

TO APPROVE CREATION OF CHARGE ON THE PROPERTIES OF THE COMPANY

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Abstained votes		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
Remote E-voting	44	25157749	99.96	2	5005	0.020	1	6159	0.024
E-voting at the AGM	1	12	0	0	0	0	0	0	0
<b>Total</b>	<b>46</b>	<b>25157761</b>	<b>99.96</b>	<b>2</b>	<b>5005</b>	<b>0.020</b>	<b>1</b>	<b>6159</b>	0.024

**Note:** There were no invalid votes as per the report generated from E-voting platform.

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**Resolution: 16 – SPECIAL BUSINESS – SPECIAL RESOLUTION:**

TO INCREASE THE OVERALL LIMIT OF MAXIMUM REMUNERATION PAYABLE TO MR. KASIRAMAN SAYEE SUNDAR (DIN: 01295584), MANAGING DIRECTOR

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Abstained votes		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
Remote E-voting	42	22526161	99.95	3	5024	0.020	2	2637728	10.48
E-voting at the AGM	1	12	0	0	0	0	0	0	0
<b>Total</b>	<b>43</b>	<b>22526173</b>	<b>99.95</b>	<b>3</b>	<b>5024</b>	<b>0.020</b>	<b>2</b>	<b>2637728</b>	<b>10.48</b>

**Note:** There were no invalid votes as per the report generated from E-voting platform.

**Resolution: 17 – SPECIAL BUSINESS – SPECIAL RESOLUTION:**

TO INCREASE THE OVERALL LIMIT OF MAXIMUM REMUNERATION PAYABLE TO MR.SWAMINATHAN (DIN: 02481041), WHOLE-TIME DIRECTOR

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Abstained votes		
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes
Remote E-voting	42	21017730	99.97	3	5024	0.020	2	4146159	16.48
E-voting at the AGM	1	12	0	0	0	0	0	0	0
<b>Total</b>	<b>43</b>	<b>21017742</b>	<b>99.97</b>	<b>3</b>	<b>5024</b>	<b>0.020</b>	<b>2</b>	<b>4146159</b>	<b>16.48</b>

**Note:** There were no invalid votes as per the report generated from E-voting platform.

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**RESULTS:**

We hereby report that, based on the voting conducted at the 32nd Annual General Meeting, three shareholders abstained from voting on Resolutions No. 4 to 17. Consequently, the votes for these resolutions have not been counted. Furthermore, as per the report generated from the E-Voting platform, there are no invalid votes recorded.

Based on the results, We confirm that:

- Resolutions No. 1, 2, and 3, pertaining to Ordinary Business and categorized as Ordinary Resolutions, have been passed with the requisite majority.
- Resolutions No. 4 to 17, pertaining to Special Business and categorized as either Ordinary or Special Resolutions, have also been passed with the requisite majority.

Accordingly, the outcome of the 32nd Annual General Meeting may be declared based on the above voting results.

**FOR KRA & ASSOCIATES**

Date: 24.08.2024

Place: Chennai

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**R. Kannan**

**Sr. Partner**

**M No.: F6718 / CP. No.: 3363**

**Peer Review No: 5562/2024**

**UDIN: F006718F001037541**

**COUNTERSIGNED BY CHAIRMAN OF THE MEETING**  
**FOR INDRAYANI BIOTECH LIMITED**

**KASIRAMAN SAYEE SUNDAR**

**Executive Chairman**

**Din: 01295584**