

**MINUTES OF THE 34TH ANNUAL GENERAL MEETING OF THE MEMBERS OF BIOTECH CONSORTIUM INDIA LIMITED (BCIL) HELD AT 11.00 A.M. ON TUESDAY, THE 03<sup>rd</sup> DAY OF SEPTEMBER 2024 THROUGH VIDEO CONFERENCING AT THE REGISTERED OFFICE OF THE COMPANY AT 5TH FLOOR, ANUVRAT BHAWAN, 210, DEEN DAYAL UPADHYAYA MARG, NEW DELHI -110002 (DEEMED VENUE)**

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**SHAREHOLDERS PRESENT:**

<b>S.No.</b>	<b>NAME</b>	<b>REPRESENTING</b>
1.	Shri Amit Rathee	IDBI Bank Limited
2.	Shri Manish Kumar	IFCI Limited
3.	Shri R Naveen Kumar	EID Parry (India) Limited
4.	Shri Lalith Kumar Mohanty	Chennai Petroleum Corp. Limited
5.	Shri K Yuvaraj	Malladi Drugs and Pharmaceuticals Limited
6.	Dr. Purnima Sharma	Individual

**DIRECTORS PRESENT:**

1.	Dr. Shekhar C Mande	Chairman
2.	Dr. Chander Shekhar	Director
3.	Dr. Purnima Sharma	Managing Director

**AUDITORS PRESENT:**

1.	Shri S C Gupta	SS & Co., Chartered Accountants
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**OFFICERS OF BCIL:**

1.	Shri Mukesh Gupta	AGM (Finance) & Company Secretary
2.	Shri Manish Sharma	Manager

**TIMINGS OF THE MEETING**

The meeting commenced at 11.07 AM and concluded at 11.33 AM

**CHAIRMAN OF THE MEETING**

Dr. Shekhar C Mande, Chairman of the Board of Directors of the Company chaired the meeting. There being requisite quorum, he called the meeting to order.

Chairman welcomed the Members, Directors and Officers of Biotech Consortium India Limited (BCIL) to the 34<sup>th</sup> Annual General Meeting of the Members of BCIL.

Chairman requested all the participants to introduce themselves and mention the place from where they are attending the meeting. He also requested them to confirm that there is no one other than themselves in the room from where they are attending the meeting. All the participants complied with the above.

Chairman informed that remaining Directors could not attend the meeting due to their pre-occupations.

With the permission of the Members, the notice convening the 34<sup>th</sup> Annual General Meeting, Financial Statement for the FY 2023-24 together with Directors Report and Auditors Report thereon were taken as read.

The following documents and registers were made available for inspection electronically:

- i. Annual Report for the FY 2023-24 containing notice convening the 34<sup>th</sup> Annual General Meeting, Directors Report and also Annexures thereto for the financial year ended 31<sup>st</sup> March 2024, the Audited Accounts and Auditors Report thereon for the financial year ended 31<sup>st</sup> March 2024.
- ii. The Register of Directors and Key Managerial Personnel and their shareholdings (remained open for inspection during the meeting).
- iii. Register of contracts or arrangements in which Directors are interested (remained open for inspection during the meeting).

Thereafter, the formal business was taken up.

**Item No. 1: Adoption of Financial Statement for the FY 2023-24**

Shri Mukesh Gupta informed the Members that the Financial Statement comprising Balance Sheet as on 31<sup>st</sup> March 2024, the Statement of Profit and Loss Account, Cash Flow Statement, Significant Accounting Policies and Notes to the Accounts for the year ended as on that date together with Directors Report and Auditors Report thereon, had already been circulated to the Members. He informed the Members that as the Auditors Report do not contain any qualification, therefore as per the provisions of Section 145 of the Companies Act, 2013, there is no requirement of reading the Auditors Report at the AGM. He apprised the Members about the key financial figures of the company for the FY 2023-24 and informed that during the year, the company had achieved an income of Rs. 573.60 lakhs. The company had achieved a profit of Rs. 04.11 lakhs during the year. Reserves and surpluses of the company have increased from Rs. 2426.99 lakhs as on March 31, 2023 to Rs. 2428.99 lakhs as on March 31, 2024.

After discussion, the following ordinary resolution, proposed by Shri K Yuvaraj Rath and seconded by Shri R Naveen Kumar was carried out unanimously:

**“RESOLVED THAT** the Financial Statement of the company for the FY 2023-24 including Audited Balance Sheet, the Statement of Profit and Loss Account, Cash Flow Statement and Report of Directors’ and Auditors’ thereon be and are hereby adopted”.

**Item No. 2: Re-appointment of Dr. Ram A Vishwakarma as Director of the company**

The following ordinary resolution, proposed by Shri Lalith Kumar Mohanty and seconded by Dr. Purnima Sharma was carried out unanimously:

**“RESOLVED THAT** Dr. Ram A Vishwakarma (DIN- 07108315), who retires by rotation and being eligible, be and is hereby reappointed as Director of the company.”

### **Item No. 3: Re-appointment of Dr. T R Sharma as Director of the company**

The following ordinary resolution, proposed by Shri Amit Rathee and seconded by Dr. Purnima Sharma was carried out unanimously:

**“RESOLVED** Dr. T R Sharma (DIN- 07163299), who retires by rotation and being eligible, be and is hereby reappointed as Director of the company.”

### **Item No. 4: Appointment of Auditors**

Shri Mukesh Gupta apprised the Members that we have received a representation from the IDBI Bank that though not mandatorily applicable to BCIL, as a measure of good corporate governance practice, auditors should be appointed on rotational basis. Taking the representation in true spirit and letter, Members decided to appoint the retiring auditors for one year in place of period of five years as proposed in the agenda item so that BCIL will get time for finding a suitable auditor for the next term.

The following special resolution, proposed by Shri Amit Rathee and seconded by Shri Shri K Yuvaraj Rath was carried out unanimously:

**“RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditor) Rules, 2014, as amended from time to time , M/s Surendra Subhash & Co., Chartered Accountants (Firm Registration Number – 003173N ), be and is hereby appointed as Auditors of the company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of 35th Annual General Meeting to be held in the year 2025 to examine and audit the accounts of the company and that the Board of Directors be and are hereby authorized to fix such remuneration as may be mutually agreed upon between the Board of Directors and the Auditors”.

### **Item No. 5: Appointment of Dr. Shekhar C Mande as Director of the Company**

Dr. Shekhar C Mande excused himself from the meeting for this agenda item. With the permission of the Members, Dr. Purnima Sharma, Managing Director was appointed as Chairperson for this item of Agenda.

The following ordinary resolution, proposed by Dr. Purnima Sharma and seconded by Shri Lalith Kumar Mohanty was carried out unanimously:

**“RESOLVED THAT** Dr. Shekhar C Mande (DIN-10083454), Former Director General of the Council of Scientific and Industrial Research (DG, CSIR) and Former Secretary of the Department of Scientific and Industrial Research, Ministry of Science and Technology (Secy-DSIR), Govt. of India who was appointed as a Director on April 02, 2024 be and is hereby appointed as a Director of the company”.

After the agenda item, Dr. Shekhar C Mande joined and Chaired the meeting. He informed that formal agenda items have been taken up. He mentioned that with the cooperation of everyone, we hope to take BCIL forward with much more vigor, especially since the Bio E3 Policy has just been announced. We would like to work together to see how BCIL can play a major role in the Bio E3 Policy.

Dr. Purnima Sharma made a presentation to the Members about the activities and developments which took place in the company during the financial year 2023-2024. She also apprised the Members about BioE3 (Biotechnology for Economy, Environment and Employment) Policy for “Fostering High-Performance Biomanufacturing” recently launched by the Hon’ble Union Minister of State (I/C) Science & Technology, Dr. Jitendra Singh. She covered the potential role that BCIL can play in implementation of the Bio E3 Policy in view of extensive experience and expertise.

During his concluding remarks, Chairman, Dr. Shekhar C Mande mentioned that the Bio-E3 Policy is transformative for the biotech sector of the country and that we should all work together to see how BCIL can capture this opportunity. He informed that BCIL is in the process of developing a road map towards the same.

Chairman expressed thanks to all the participants for attending the AGM.

The meeting concluded with a vote of thanks to the Chair.

Date : 06-09-2024  
Place: Pune

Sd/-

(Dr. Shekhar C Mande)  
Chairman