

**MINUTES OF THE 31ST ANNUAL GENERAL MEETING OF THE MEMBERS OF BIOTECH CONSORTIUM INDIA LIMITED (BCIL) HELD AT 11.00 A.M. ON THURSDAY, THE 30TH DAY OF SEPTEMBER 2021 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 Laxman Agarwal	Zuari Global Limited
2.	Ms. V Gandhimadhy	ICICI Venture Funds Management Co. Ltd.
3.	Ms. Indu Gupta	IFCI Venture Capital Fund Limited
4.	Shri Smit Kumar	IFCI Limited
5.	Shri Lalith Kumar Mohanty	Chennai Petroleum Corporation Limited
6.	Shri Goutam Pattanaik	IDBI Bank Limited
7.	Dr. Purnima Sharma	Individual
8.	Ms. Anita Thakur	Specified Undertaking of UTI

**DIRECTORS PRESENT:**

1.	Dr. V.P. Kamboj	Chairman
2.	Dr. Sanjeev Khosla	Director
3.	Shri P R Suresh	Chairman, Financial Advisory Committee
4.	Dr. Purnima Sharma	Managing Director

**AUDITORS PRESENT:**

1.	Shri S C Gupta	SS & Co., Chartered Accountants
2.	Shri S K Jain	SS & Co., Chartered Accountants
3.	Shri Durgesh Pathak	SS & Co., Chartered Accountants

**OFFICERS OF BCIL:**

1.	Dr. Vibha Ahuja	Chief General Manager
2.	Dr. Shiv Kant Shukla	Deputy General Manager
3.	Shri Mukesh Gupta	AGM (Finance) & Company Secretary
4.	Shri Manish Sharma	Manager

**TIMINGS OF THE MEETING**

The meeting commenced at 11.00 AM and concluded at 12.05 PM

**CHAIRMAN OF THE MEETING**

Dr. V.P. Kamboj, 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, Auditors and Officers of Biotech Consortium India Limited (BCIL) to the 31st Annual General Meeting of the Members of BCIL.

The Chairman informed that remaining Directors could not be present for the meeting due to their pre-occupations and requested for grant of leave of absence to them.

With the permission of the Members, the notice convening the 31st Annual General Meeting were taken as read.

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

- i. Annual Report for the FY 2020-21 containing notice convening the 31<sup>st</sup> Annual General Meeting, Directors Report and also Annexures thereto for the financial year ended 31<sup>st</sup> March 2021, the Audited Accounts and Auditors Report thereon for the financial year ended 31<sup>st</sup> March 2021.
- 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 2020-21**

Shri Mukesh Gupta informed the Members that the Financial Statement comprising Directors Report, Auditors Report, Balance Sheet as on 31st March 2021, 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 had already been circulated to the Members. He informed the Members that as the Auditors Report does 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 2020-21 and informed that during the year, the company had achieved an income of Rs. 626.35 lakhs. Despite the worldwide economic recession and the fact that during the year, company has not been able to carry out a few of its operations due to COVID-19, the company has not only been able to sustain its operations but also achieved a nominal profit of Rs. 6.22 lakhs during the year. Reserves and surpluses of the company have increased from Rs. 2387.07 lakhs as on March 31, 2020 to Rs. 2389.01 lakhs as on March 31, 2021.

Dr. Purnima Sharma made a presentation to the Members about the activities and developments in the company during the financial year 2020-2021.

After discussion, the following ordinary resolution, proposed by Ms. V Gandhimadhy and seconded by Shri Goutam Pattanaik was carried out unanimously:

**“RESOLVED THAT** the Financial Statement of the company for the FY 2020-21 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. V P Kamboj as Director of the company**

With the permission of the Members, Shri P R Suresh, Director was appointed as Chairman for this item of Agenda.

The following ordinary resolution, proposed by Ms. Indu Gupta and seconded by Shri Goutam Pattanaik was carried out unanimously:

**“RESOLVED THAT** Dr. V P Kamboj (DIN- 00186440), who retires by rotation and being eligible, be and is hereby reappointed as Director of the company.”

**Item No. 3: Re-appointment of Dr. Anita Gupta as Director of the company**

The following ordinary resolution, proposed by Shri Smit Kumar and seconded by Ms. Indu Gupta was carried out unanimously:

**“RESOLVED THAT** Dr. Anita Gupta (DIN- 08271414), who retires by rotation and being eligible, be and is hereby reappointed as Director of the company.”

**Item No. 4: Appointment of Dr. Ram A Vishwakarma as Director of the Company**

The following ordinary resolution, proposed by Shri Lalith Kumar Mohanty and seconded by Shri Smit Kumar was carried out unanimously:

**“RESOLVED THAT** Dr. Ram A Vishwakarma (DIN-07108315), Former Director, Indian Institute of Integrative Medicine, Jammu (IIIM) and Former, Nominee Director on the Board as Nominee of Council of Scientific and Industrial Research (CSIR), who was appointed as a Director in the 126th Board Meeting held on October 28, 2020 be and is hereby appointed as a Director of the company”.

**Item No. 5: Appointment of Dr. Sanjeev Khosla as Director of the Company**

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

**“RESOLVED THAT** Dr. Sanjeev Khosla (DIN-08906958), Director, CSIR- Institute of Microbial Technology (CSIR-IMTECH), Chandigarh who was appointed as a Nominee Director of the Council of Scientific and Industrial Research (CSIR) in the 126th Board Meeting held on October 28, 2020 be and is hereby appointed as a Director of the company”.

**Item No. 6: Appointment of Dr. T R Sharma as Director of the Company**

The following ordinary resolution, proposed by Ms. Indu Gupta and seconded by Shri Lalith Kumar Mohanty was carried out unanimously:

**“RESOLVED THAT** Dr. T R Sharma (DIN-07163299), Deputy Director General (Crop Science), ICAR, New Delhi who was appointed as a Nominee Director of the Indian Council of Agricultural Research (ICAR) in the 128<sup>th</sup> Board Meeting held on March 30, 2021 be and is hereby appointed as a Director of the company”.

**Item No. 7: Approval of remuneration of Dr. Purnima Sharma as Managing Director of the company as per Section II of Part II of the Schedule V of the Companies Act, 2013**

Dr. Purnima Sharma absented herself during this item of agenda. The following special resolution, proposed by Shri Goutam Pattanaik and seconded by Ms. Indu Gupta was carried out unanimously:

**“RESOLVED THAT** pursuant to the provisions of section 197 read with schedule V of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and pursuant to Articles of Association of the company, the Members of the company hereby approves that the remuneration earlier approved by the Board in its 117<sup>th</sup> meeting held on June 04, 2018 be paid as minimum remuneration to Dr. Purnima Sharma irrespective of the fact whether company profits are inadequate in any financial years between April 01, 2021 to May 22, 2023.

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

Date : 07-10-2021  
Place: Lucknow

sd/-  
(Dr. V P Kamboj)  
Chairman