

August 7, 2024

BSE Limited
Department of Corporate Services
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
Scrip Code No: 542665

National Stock Exchange of India Limited
Listing Department,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051
Company Symbol: NEOGEN

Dear Sir/Madam,

Sub: Intimation of Outcome of Board Meeting held on Wednesday August 7, 2024.

Ref.: Regulation 30 with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

With reference to the captioned subject and pursuant to Regulation 33 and Regulation 30 read with Schedule III of the Listing Regulations, we wish to inform you that the Board of Directors of Neogen Chemicals Limited (“**the Company**”) had at its meeting held today i.e., Wednesday, August 7, 2024, at 5.00 p.m. and concluded at 9:45 p.m., inter alia considered and approved the following:

1. Approval of Un-audited (Standalone & Consolidated) Financial Results of the Company for the quarter ended June 30, 2024, pursuant to Regulation 33 of the Listing Regulations along with the “Limited Review Report” thereon as provided by the Statutory Auditors of the Company, which has been duly reviewed and recommended by the Audit Committee and the same is enclosed herewith as **Annexure 1**.
2. Approval of Directors’ Report with annexures, Management Discussion and Analysis Report, Business Responsibility and Sustainability Report and Corporate Governance Report for the financial year 2023-24 and Notice convening 35th Annual General Meeting (AGM) of the Company;
3. The 35th AGM of the Company will be held on Friday, September 27, 2024, at 5.00 p.m. IST through video conferencing and Other Audio-Visual Means (OAVM) in accordance with the relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India;
4. Record date/Cutoff Date is Thursday, September 19, 2024, for deciding eligibility of members for remote e-voting and final dividend for the financial year 2023-24;
5. Register of Members and Share Transfer Register will remain closed from Friday, September 20, 2024 to Friday, September 27, 2024 (both days inclusive) for the purpose of ascertaining the eligible members who shall be entitled to receive the dividend, if approved by the members at the 35th AGM of the Company; and
6. On recommendation of and in consultation with the Nomination and Remuneration Committee, the Board of Directors of the Company, has subject to approval of the shareholders at ensuing general meeting approved the following:
 - (i) Re-appointment of Mr. Shyamsunder Upadhyay (DIN: 07274873) as a Whole Time Director for a further term commencing from August 7, 2024 to September 30, 2025 (both days inclusive), liable

- to retire by rotation and as per the provisions of section 203 of the Companies Act, 2013 read with applicable rules and Regulation 30 of Listing Regulations;
- (ii) Appointment of Mr. Ullal Ravindra Bhat (DIN: 00008425) as an Additional Director (Independent Director) for a first term of five (5) consecutive years commencing from August 7, 2024 to August 6, 2029 (both days inclusive), not liable to retire by rotation as per the provisions of section 149 and 152 of the Companies Act, 2013 read with applicable rules and Regulation 30 of Listing Regulations; and
 - (iii) Appointment of Mr. Rajeshkumar Babulal Shah (DIN: 10729851) as an Additional Director (Independent Director) for a first term of five (5) consecutive years commencing from August 7, 2024 to August 6, 2029 (both days inclusive), not liable to retire by rotation, as per the provisions of section 149 and 152 of the Companies Act, 2013 read with applicable rules and Regulation 30 of Listing Regulations.

As required under Para A (7) of Part A of Schedule III of the Listing Regulations, SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 as amended from time to time, a brief profile of Mr. Shyamsunder Upadhyay, Mr. Ullal Ravindra Bhat and Mr. Rajeshkumar Babulal Shah has been enclosed herewith as **Annexure-2, Annexure -3 and Annexure 4** respectively .

Further we confirm that Mr. Shyamsunder Upadhyay, Mr. Ullal Ravindra Bhat and Mr. Rajeshkumar Babulal Shah are not debarred from holding the office of Director by virtue of any SEBI order or any other authority.

Further, the Board noted that Mr. Sanjay Mehta (DIN: 00002817) and Mr. Hitesh Reshamwala (DIN:00367482) will complete their term as Independent Director of the Company on September 30, 2024 and consequently will cease to be a Director of the Company w.e.f. the end of business hours of the said date; and placed on record its appreciation for the contribution made by them during their tenure.

7. Appointment of M/s. Chandabhoy and Jassoobhoy, Chartered Accountants, (FRN: 101647W) as the Statutory Auditors of the Company for a term of five (5) consecutive years from conclusion of the ensuing 35th Annual General Meeting till the conclusion of the 40th Annual General Meeting of the Company to be held in the year 2029, as recommended by the Audit Committee and subject to the approval of Members of the Company in place of the current retiring Statutory Auditors of the Company M/s JMT & Associates, Chartered Accountants, (Firm Registration no.: 104167W), whose second consecutive term of 5 years is ending on the conclusion of the upcoming 35th Annual General Meeting of the Company; and placed on record the appreciation for the contribution made by M/s. JMT & Associates during their tenure.

The details as required under Para A (7) of Part A of Schedule III of the Listing Regulations, SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 as amended from time to time are given in **Annexure 5**.

8. Pursuant to Regulation 30 read with Part A of Schedule III of the Listing Regulation and recommendation of the Nomination and Remuneration Committee ("NRC"), approved the formulation of "Neogen Chemicals Limited Employees Stock Option Scheme 2024" ("NCL ESOP Scheme 2024") for grant of stock options to eligible Directors and Employees of the Company and its Group Company(ies) including its Subsidiary / Associate Company(ies) (present and future, if any), subject to approval of the shareholders of the

Company and such other approvals as may be necessary, as per SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 [**“SEBI (SBEBSE) Regulations, 2021”**].

The details as required under regulation 30 of Listing Regulations read with SEBI Master Circular bearing Ref. No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 and SEBI Circular bearing Ref. No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 are enclosed herewith as **Annexure 6**.

9. Approved the reconstitution of the following Committees of the Board of Directors w.e.f. October 1, 2024:

A. Audit Committee:

Sr. No.	Name	Position	Category
1	Ullal Ravindra Bhat	Chairman	Non-Executive- Independent Director
2	Prof. Ranjan Malik	Member	Non-Executive- Independent Director
3	Avi Sabavala	Member	Non-Executive- Independent Director
4	Dr. Harin Kanani	Member	Managing Director

B. Nomination and Remuneration Committee:

Sr. No.	Name	Position	Category
1	Ullal Ravindra Bhat	Chairman	Non-Executive- Independent Director
2	Prof. Ranjan Malik	Member	Non-Executive- Independent Director
3	Anurag Surana	Member	Non- Executive Non- Independent Director

C. Risk Management Committee:

Sr. No.	Name	Position	Category
1	Haridas Kanani	Chairman	Chairman and Managing Director
2	Dr. Harin Kanani	Member	Managing Director
3	Rajesh Shah	Member	Non-Executive- Independent Director
4	Anurag Surana	Member	Non- Executive Non Independent Director
5	Ketan Vyas	Member	Chief Financial Officer

D. Fund Raising Committee:

Sr. No.	Name	Position	Category
1	Dr. Harin Kanani	Chairman	Managing Director
2	Haridas Kanani	Member	Chairman and Managing Director
3	Ullal Ravindra Bhat	Member	Non-Executive- Independent Director
4	Anurag Surana	Member	Non- Executive Non Independent Director
5	Ketan Vyas	Member	Chief Financial Officer



The above information is also being uploaded on the Company's website at <https://neogenchem.com/financial-performance/> , <https://neogenchem.com/announcements/> and at the website of the NSE (www.nseindia.com) and BSE (www.bseindia.com).

Kindly take the above information on your records.

Yours faithfully,
For **Neogen Chemicals Limited**

Unnati Kanani
Company Secretary & Compliance Officer
Membership No: ACS 35131
Place: Thane
Encl.: As above



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Andheri (East), Mumbai-400 069 • Tel.: 91-22-2684 8347 / 6236 5695
Telefax: 91-22-2684 8347 • Website: jmta.co.in • Email: contact.jmta@gmail.com

**Independent Auditors' Limited Review Report on unaudited standalone
quarterly results of the Company**

Review report to

The Board of Directors

Neogen Chemicals Limited

We have reviewed the accompanying statement of unaudited financial results of **Neogen Chemicals Limited** ("the Company") for the quarter ended June 30, 2024 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirement of Regulations 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulations") as amended.

This statement is the responsibility of the Company's Management and approved by the Board of Directors has been prepared in accordance with recognition and measurement principles laid down in Indian Accounting Standard 34 Interim Financial Reporting (Ind AS-34) as prescribed under section 133 of the Companies Act 2013, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For JMT & Associates

Chartered Accountants

FRN No. 104167W



JAYESH SHAH

Partner

Membership No. 039910

Mumbai, August 7, 2024

UDIN: 24039910BJZZYP4T19



NEOGEN
CHEMICALS LTD.

NEOGEN CHEMICALS LIMITED
(CIN : L24200MH1989PLC050919)

Statement of Standalone Unaudited Financial Results for the Quarter Ended June 30, 2024

(Rs. in Cr)

Sr. No.	Particulars	Standalone			
		For the Quarter Ended			For the Year Ended
		30 June 2024	31 Mar 2024	30 June 2023	31 Mar 2024
		Unaudited	Audited	Unaudited	Audited
I	Income				
	(a) Revenue from operations	166.71	190.63	170.12	696.36
	(b) Other income	2.92	3.59	1.84	8.78
	Total Income (net)	169.63	194.22	171.96	705.14
II	Expenses				
	(a) Cost of materials consumed	92.22	129.43	146.88	482.91
	(b) Changes in inventories of finished goods, work-in progress and stock-in-trade	(1.39)	(18.95)	(49.09)	(85.97)
	(c) Employee benefits expense	12.77	11.95	12.11	52.93
	(d) Finance costs	9.01	9.44	10.61	40.83
	(e) Depreciation and Amortization Expense	5.65	5.04	4.92	19.89
	(f) Other Expenses	34.75	34.08	30.76	130.91
	Total Expenses	153.01	170.99	156.20	641.50
III	Profit/(loss) before taxes (I-II)	16.62	23.23	15.76	63.64
IV	Income Tax				
	1. Current Tax	3.14	4.04	3.40	12.25
	2. Deferred Tax	1.06	1.49	0.94	7.33
V	Profit for the period (III-IV)	12.42	17.70	11.42	44.06
VI	Other comprehensive income				
	i) Items that will not be reclassified to profit or loss	(0.18)	(0.66)	0.10	(0.73)
	(ii) Income tax related to items that will not be reclassified to profit or loss	0.05	0.16	(0.03)	0.18
	Total Other comprehensive (expense)/ income, net of tax	(0.13)	(0.50)	0.07	(0.55)
VII	Total comprehensive income for the period (V + VI)	12.29	17.20	11.49	43.51
VIII	Paid up equity Share Capital (Face Value per share of Rs. 10/- each)	26.38	26.38	24.94	26.38
IX	Other Equity				739.04
X	Weighted Average Earnings Per Share Rs.				
	Basic & Diluted (*Not Annualized)	4.71*	6.71*	4.58*	17.25

For and on behalf of the Board of Directors of
Neogen Chemicals Limited

Dr. Harin Kanani
Managing Director
DIN : 05136947



Place : Thane , India
Date : 7th August, 2024

Notes :

1. The above unaudited financial results of the Company for the quarter ended June 30, 2024 have been prepared in accordance with the IND AS, as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 and the other accounting principles generally accepted in India and were reviewed by the Statutory Auditor and recommended by the Audit Committee in its meeting held on August 7, 2024 and was approved by the Board of Directors at their meeting held on August 7, 2024.
2. Previous period / year's figures have been regrouped/rearranged wherever necessary to make them comparable.
3. The figures for the quarter ended March 31, 2024 are balancing figures between the audited figures in respect of the full financial year and the published year to date unaudited figures for the nine-month period ended December 31, 2023, which were subjected to limited review.
4. The company is in the business of manufacturing specialty chemicals and accordingly has one reportable business segment.
5. The above is an extract of the detailed format of Quarterly Financial Results filed with Stock Exchanges under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the unaudited results for the quarter ended June 30, 2024 are available at the Company's website at <https://neogenchem.com/financial-performance/> and Stock Exchange's website at www.nseindia.com and www.bseindia.com.

**For and on behalf of the Board of Directors of
Neogen Chemicals Limited**



**Place : Thane , India
Date : August 7 ,2024**

A handwritten signature in blue ink, appearing to read "Harin Kanani".

**Dr. Harin Kanani
Managing Director
DIN : 05136947**



Independent Auditors' Limited Review Report on unaudited consolidated quarterly results of the Company

**TO THE BOARD OF DIRECTORS OF
NEOGEN CHEMICALS LIMITED**

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **NEOGEN CHEMICALS LIMITED** ("the Parent") and its subsidiaries/Join Venture (the Parent and its subsidiaries and Joint Ventures together referred to as "the Group"), and its share of the **net profit** after tax of its associates and joint ventures for the quarter ended **June 30, 2024** ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:
List of Subsidiaries
Neogen Ionics Limited
Buli Chemicals India Private Limited (w.e.f from 01.05.2023)



List of Joint Venture

Dhara Finchem Industries (Registered Partnership Firm)

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the branch auditors and other auditors referred to in paragraph 7 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. We have reviewed the financial results of Buli Chemicals India Private Limited (Wholly owned Subsidiary) having Revenue from operation of Rs. 15.03 Cr, Profit/(Loss) before tax Rs. 2.36 Cr and Total comprehensive Income of Rs.1.77 Cr. Further we have reviewed financial results of Neogen Ionics Limited (Wholly owned Subsidiary) having Revenue from operation of Rs. 4.35 Cr, Profit/(Loss) before tax (Rs.2.96 Cr), and Total comprehensive Income of (Rs. 2.46 Cr). Further we have reviewed financial results of Dhara Fine Chem Industries joint operations whose financial results of the entity included in the Group are accounted on equity method and Share of Joint Venture of Rs. 0.02 Cr included in Consolidated financial results. In our opinion and according to the information and explanations given to us by the Management, the financial results of the Joint Venture are *not material* to the Group.

Our opinion on the statement is not modified in respect of the above matters.

For **JMT & Associates**
Chartered Accountants
FRN No. 104167W



JAYESH SHAH
Partner

Membership No. 039910

Mumbai, August 7, 2024

UDIN: 24039910BJZZY03924



Statement of Consolidated Unaudited Financial Results for the Quarter ended June 30, 2024

(Rs. in Cr)

Sr No	Particulars	Consolidated			
		For the Quarter Ended			For the Year Ended
		30 Jun 2024	31 Mar 2024	30 June 2023	31 Mar 2024
		Unaudited	Audited	Unaudited	Audited
I	Income				
	(a) Revenue from operations	179.95	199.65	164.88	690.67
	(b) Other income	1.57	2.21	1.79	7.47
	Total Income (net)	181.52	201.86	166.67	698.14
II	Expenses				
	(a) Cost of materials consumed	101.77	137.16	147.13	474.59
	(b) Changes in inventories of finished goods, work-in progress and stock-in-trade	(5.39)	(25.08)	(55.28)	(92.10)
	(c) Employee benefits expense	16.01	14.76	12.91	62.00
	(d) Finance costs	9.82	9.69	10.76	42.06
	(e) Depreciation and Amortization Expense	6.81	5.86	5.48	22.87
	(f) Other Expenses	36.76	37.02	32.06	136.13
	Total Expenses	165.78	179.41	153.06	645.55
III	Share of profit from Joint Venture	0.02	0.02	0.02	0.18
IV	Profit/(loss) before taxes (I - II + III)	15.76	22.47	13.63	52.77
V	Income Tax				
	1. Current Tax	3.63	4.03	3.40	12.24
	2. Deferred Tax	0.66	1.51	0.48	4.88
VI	Profit for the period (IV-V)	11.47	16.93	9.75	35.65
VII	Other comprehensive income				
	i) Items that will not be reclassified to profit or loss	(0.18)	(0.73)	0.10	(0.80)
	(ii) Income tax related to items that will not be reclassified to profit or loss	0.05	0.18	(0.03)	0.20
	Total Other comprehensive (expense)/income, net of tax	(0.13)	(0.55)	0.07	(0.60)
VIII	Total comprehensive income for the period (VI+VII)	11.34	16.38	9.82	35.05
IX	Paid up equity Share Capital (Face Value per share of Rs. 10 each)	26.38	26.38	24.94	26.38
X	Other Equity				733.91
XI	Earning Per Equity Share Rs.				
	(a) Basic & Diluted (*Not Annualized)	4.35*	6.42*	3.92*	13.96

For and on behalf of Board of Directors of
Neogen Chemicals Limited



Harin Kanani

Dr. Harin Kanani
Managing Director
DIN : 05136947

Place: Thane, India
Date : 7th August 2024

Notes :

1. The above unaudited financial results of the Company for the quarter ended June 30, 2024 have been prepared in accordance with the IND AS, as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 and the other accounting principles generally accepted in India and were reviewed by the Statutory Auditor and recommended by the Audit Committee in its meeting held on August 7, 2024 and was approved by the Board of Directors at their meeting held on August 7, 2024.
2. The unaudited financial results of Dhara Finechem Industries (a joint venture where the Company is holding 90% of the capital contribution), the wholly owned subsidiaries of the Company namely Neogen Ionics Limited and Buli Chemicals India Private Limited for the quarter ended June 30, 2024 is considered for Unaudited Consolidated Financial Results.
3. Previous period / year's figures have been regrouped/rearranged wherever necessary to make them comparable.
4. The figures for the quarter ended March 31, 2024 are balancing figures between the audited figures in respect of the full financial year and the published year to date unaudited figures for the nine-month period ended December 31, 2023, which were subjected to limited review.
5. The company is in the business of manufacturing specialty chemicals and accordingly has one reportable business segment.
6. The above is an extract of the detailed format of Quarterly Financial Results filed with Stock Exchanges under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the unaudited results for the quarter ended June 30, 2024 are available at the Company's website at <https://neogenchem.com/financial-performance/> and Stock Exchange's website at www.nseindia.com and www.bseindia.com

**For and on behalf of the Board of Directors of
Neogen Chemicals Limited**



**Place : Thane , India
Date : August 7 ,2024**

**Dr. Harin Kanani
Managing Director
DIN : 05136947**

Annexure 2

Re- Appointment of Mr. Shyamsunder Upadhyay (DIN No. 07274873), as a Whole Time Director and a whole time Key Managerial Personnel (KMP) of Neogen Chemicals Limited

Sr. No.	Particulars	Information of such event
1	Name of Key Managerial Personnel	Mr. Shyamsunder Upadhyay
2	Designation	Whole Time Director
3	Reason of change viz. appointment, re-appointment, resignation, removal, death or otherwise	Based on the recommendation of the Nomination and Remuneration Committee and subject to approval of the Members at the ensuing Annual General Meeting, the Board of Directors of the Company at its Meeting held today i.e. August 7, 2024 inter alia considered and approved Re-appointment of Mr. Shyamsunder Upadhyay as a Whole Time Director of the Company, liable to retire by rotation for a further term commencing from August 7, 2024 to September 30, 2025 (both days inclusive).
4	Date of Re-Appointment/ cessation (as applicable)	7 th August, 2024
5	Term of Appointment	Re-appointment as a Whole Time Director, liable to retire by rotation for a further term commencing from August 7, 2024 to September 30, 2025 (both days inclusive).
6	Brief Profile	Mr. Shyamsunder Upadhyay oversees manufacturing, maintenance, projects, logistics, plant administration and engineering store in the Company. He has a master's degree in science from Vikram University, Ujjain. He has 46 years of work experience in the field of chemicals and has previously been associated with companies, such as, Savita Chemicals, Wimco, Gharda Chemicals, Clariant India, Tytan Organics Limited, Arch Pharmalabs Limited and Laxmi Organic Industries Limited. Mr. Shyamsunder Upadhyay is a Whole Time Director of BULL Chemicals India Private Limited and Executive Director of Neogen Ionics Limited (the Wholly owned subsidiaries of the Company)
7	Disclosure of relationships between Directors (in case of appointment of a Director)	Mr. Shyamsunder Upadhyay is not inter-se related to any other Director of the Company.
8	Shareholding in the Company, if any	80 Equity Shares of Rs. 10 each
9	Information as required under Circular No. LIST/COMP/14/2018-19 and SE/CML/2018/02 dated June 20, 2018 issued by the BSE and NSE, respectively	Mr. Shyamsunder Upadhyay is not debarred from holding the office of director on account of any order of SEBI or any other such authority.

Annexure 3

Appointment of Mr. Ullal Ravindra Bhat (DIN: 00008425), as Independent Director of Neogen Chemicals Limited

Sr. No.	Details of events that need to be provided	Information of such event
1	Name of Director/Key Managerial Personnel	Mr. Ullal Ravindra Bhat (DIN: 00008425)
2	Designation	Independent Director
3	Reason of change viz. appointment, resignation, removal, death or otherwise	Based on the recommendation of the Nomination and Remuneration Committee and subject to approval of the Members at the ensuing Annual General Meeting, the Board of Directors of the Company at its Meeting held today i.e. August 7, 2024 inter alia considered and approved the appointment of Mr. Ullal Ravindra Bhat as an Independent Director of the Company, not liable to retire by rotation for a term of 5 (five) consecutive years commencing from August 7, 2024 to August 6, 2029 (both days inclusive)
4	Date of Appointment/ cessation (as applicable)	Appointment of Mr. Ullal Ravindra Bhat as an Independent Director of the Company, not liable to retire by rotation for a term of 5 (five) consecutive years commencing from August 7, 2024 to August 6, 2029 (both days inclusive)
5	Term of Appointment	Appointment of Mr. Ullal Ravindra Bhat as an Independent Director of the Company, not liable to retire by rotation for a term of 5 (five) consecutive years commencing from August 7, 2024 to August 6, 2029 (both days inclusive), subject to approval of the members of the company.
6	Brief Profile	Mr. Ullal Ravindra Bhat is a M.Sc graduate from IIT Kanpur, holding 20+ years of industry experience is highly regarded as an investment manager, particularly for managing foreign institutional investments. He has undergone advanced finance courses at Harvard Business School and IIM Ahmedabad. In 2005, he joined the Dalton group, UK, as the Managing Director of Dalton Capital Advisors Private Limited, spearheading their operations in India. Additionally, he co-founded Alphaniti Fintech Private Limited, a new-age investment advisory firm offering data-driven and technology-enabled investment products.
7	Disclosure of relationships between Directors (in case of appointment of a Director)	Mr. Ullal Ravindra Bhat is not inter-se related to any other Director of the Company.
8	Shareholding, in any in the Company	Nil
9	Information as required under Circular No. LIST/COMP/14/2018-19 and SE/CML/2018/02 dated June 20, 2018 issued by the BSE and NSE, respectively	We confirm that Mr. Ullal Ravindra Bhat meets the criteria of 'independence' under Section 149 of the Companies Act, 2013 and Regulation 16 of the Listing Regulations, as amended. Further, he has not been debarred from holding office of Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

Annexure 4

Appointment of Mr. Rajeshkumar Babulal Shah (DIN: 10729851) as Independent Director of Neogen Chemicals Limited

Sr. No.	Details of events that need to be provided	Information of such event
1	Name of Director/Key Managerial Personnel	Mr. Rajeshkumar Babulal Shah (DIN: 10729851)
2	Designation	Independent Director
3	Reason of change viz. appointment, resignation, removal, death or otherwise	Based on the recommendation of the Nomination and Remuneration Committee and subject to approval of the Members at the ensuing Annual General Meeting, the Board of Directors of the Company at its Meeting held today i.e. August 7, 2024 inter alia considered and approved the appointment of Mr. Rajeshkumar Babulal Shah as an Independent Director of the Company, not liable to retire by rotation for a term of 5 (five) consecutive years commencing from August 7, 2024 to August 6, 2029 (both days inclusive)
4	Date of Appointment/ cessation (as applicable)	Appointment of Mr. Rajeshkumar Babulal Shah as an Independent Director of the Company, not liable to retire by rotation for a term of 5 (five) consecutive years commencing from August 7, 2024 to August 6, 2029 (both days inclusive)
5	Term of Appointment	Appointment of Mr. Rajeshkumar Babulal Shah as an Independent Director of the Company, not liable to retire by rotation for a term of 5 (five) consecutive years commencing from August 7, 2024 to August 6, 2029 (both days inclusive), subject to approval of the members of the company.
6	Brief Profile	He has completed his Bachelor of Chemical Engineering from DDIT - Nadiad, Gujarat, and he is holding 30+ years of experience in chemical industry. In 1988, he joined Hoechst India Limited, as the Production - Manager, spearheading their technical operations in India. Post that, he was associated as Head of Product Supply at Bayer CropScience for a period of 16 years commencing from 2002, managing manufacturing, supply chain, tolling, optimisation of cost and formulation of manufacturing strategies. Currently, he is self-employed as Freelance Business Consultant for operations w.r.t. chemicals industry
7	Disclosure of relationships between Directors (in case of appointment of a Director)	Mr. Rajeshkumar Babulal Shah is not inter-se related to any other Director of the Company.
8	Shareholding, in any in the Company	300 Equity Shares of Rs. 10 each.
9	Information as required under Circular No. LIST/COMP/14/2018-19 and SE/CML/2018/02 dated June 20, 2018 issued by the BSE and NSE, respectively	We confirm that Mr. Rajeshkumar Babulal Shah meets the criteria of 'independence' under Section 149 of the Companies Act, 2013 and Regulation 16 of the Listing Regulations, as amended. Further, he has not been debarred from holding office of Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.



Annexure - 5
Brief Profile of Statutory Auditor

Sr. No.	Particulars	Information of such event
1	Name of Firm and Firm Registration number	M/s. Chandabhoy and Jassoobhoy, Chartered Accountants, (Firm Registration no.: 101647W)
2	Designation	Statutory Auditors of the Company
3	Reason for change	Appointment of M/s. Chandabhoy and Jassoobhoy, Chartered Accountants, (FRN: 101647W) as the Statutory Auditors of the Company for a term of five (5) consecutive years from conclusion of the ensuing 35 th Annual General Meeting till the conclusion of the 40 th Annual General Meeting of the Company to be held in the year 2029, as recommended by the Audit Committee and subject to the approval of Members of the Company in place of the current retiring Statutory Auditors of the Company M/s. JMT & Associates, Chartered Accountants, (Firm Registration no.: 104167W), whose second term of 5 consecutive years is ending on the conclusion of the upcoming 35 th Annual General Meeting of the Company.
4	Date of appointment & term of appointment	M/s. Chandabhoy and Jassoobhoy, Chartered Accountants, (FRN: 101647W) will hold office as the Statutory Auditors of the Company for a term of five (5) consecutive years from conclusion of the ensuing 35 th Annual General Meeting till the conclusion of the 40 th Annual General Meeting of the Company to be held in the year 2029, subject to approval of the Members of the Company.
5	Brief Profile	Chandabhoy & Jassoobhoy ('C&J'), is amongst the earliest firms of accountants and was established in India in 1908 at a time when the profession of auditing was in its infancy in the country. C&J has been in continuous existence since then. Among C&J's earliest clients were textile mills and large charitable institutions some of which even today continue to be clients of C&J. Since then, audit has become compulsory for corporate entities, taxation is all pervasive, consultancy a growing phenomenon and technology an essential tool and aid to management. In all these areas, C&J, which had quiet beginnings, has kept pace with the present trends of a modern professional practice. Today, the practice has been developed to a stage where C&J is a one stop shop – a destination that serves all the business and commercial requirements of a client. C&J is approved consultants of All India Financial Institutions and is empanelled with: Reserve Bank of India and Comptroller and Auditor General of India.
6	Disclosure of relationships between directors (in case of appointment of directors)	Not Applicable
7	Shareholding, in any in the Company	NIL

Annexure - 6

Information as required under Regulation 30 - Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to approval of Neogen Chemicals Limited Employee Stock Option Scheme (NCL ESOP Scheme 2024):

Sr. No.	Particulars	Description
1	Brief details of options granted	The total number of stock options proposed to be granted under the NCL ESOP Scheme 2024 shall not exceed 2,50,000 (Two Lakhs Fifty Thousand) to the eligible Directors and Employees of the Company and its subsidiary companies.
2	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable)	The NCL ESOP Scheme 2024 shall be in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
3	Total number of shares covered by these options	The number of shares covered under these options shall not exceed 2,50,000 (Two Lakhs Fifty Thousand) equity shares of face value Rs. 10/- each (will be proportionately adjusted due to corporate action(s), if any).
4	Pricing Formula	Exercise Price per Option shall be at such price as may be decided by the Board in consultation and recommendation of Nomination and Remuneration Committee of the Company.
5	Options Vested	Not applicable at this stage
6	Time within which option may be exercised	As may be decided by the Nomination and Remuneration Committee (NRC) at its sole discretion from time to time and mentioned in the Grant Letter of the Grantee.
7	Options exercised	Not applicable at this stage
8	Money realized by exercise of options	
9	Total number of shares arising as a result of exercise of option	
10	Options Lapsed	
11	Variation of terms of options	
12	Brief details of significant terms	<p>Eligibility for participation in the Scheme:</p> <p>The NCL ESOP Scheme 2024 contemplates grant of options to the employees of the Company and its Group Company(ies) including its Subsidiary / Associate Company(ies) (Present and Future, if any).</p> <p>Following classes of employees are entitled to participate in the Scheme:</p> <p>(i) an employee as designated by the Company, who is working in India or outside India; or</p> <p>(ii) a Director of the Company, whether a wholetime director or not, including a Non-Executive Director who is not a promoter or member of the promoter group or Chairperson of the Company, but excluding an independent director; or</p> <p>(iii) an employee as defined in sub-clauses (i) or (ii), of a Group Company(ies) including its Subsidiary / Associate Company(ies) (present and future), in India or outside India, of the Company,</p>

		<p>The Employees to whom the Stock Options would be granted and their eligibility criteria (including but not limited to performance, merit, grade, conduct and length of service of the Employee) would be determined by the NRC, in its absolute discretion from time to time. The NRC of the Company shall act as Compensation Committee for the supervision of NCL ESOP Scheme 2024 and Trust shall administer the NCL ESOP Scheme 2024 under the guidance of the Compensation Committee.</p> <p>The total number of stock options to be granted under the NCL ESOP Scheme 2024 shall not exceed 2,50,000 equity shares.</p> <p>Requirements of vesting and period of vesting: The Stock Options granted to any Employee shall vest within the Vesting Period in the manner as set forth in the Grant Letter subject to maximum period of 5 years from the date of grant or such lesser period as may be decided by NRC at its sole discretion from time to time</p> <p>There shall be a minimum period of 1 year between the Grant of Stock Options and Vesting of Stock Options.</p> <p>Mode of Implementation: The NCL ESOP Scheme 2024 contemplates that the Trust shall acquire shares by subscription to the fresh issue of shares by the Company and / or secondary acquisition as mentioned in the NCL ESOP Scheme 2024.</p> <p>Detailed terms will be disclosed as Explanatory Statement forming part of the Notice for seeking Shareholder's Approval. The same will be available on the website of the Company at: https://neogenchem.com/announcements/.</p>
13	Subsequent changes or cancellation or exercise of such options	Not Applicable
14	Diluted earnings per share pursuant to issue of equity shares on exercise of options	

For Neogen Chemicals Limited

Unnati Kanani
Company Secretary & Compliance Officer
Membership No: ACS 35131
Place: Thane
Date: August 7, 2024