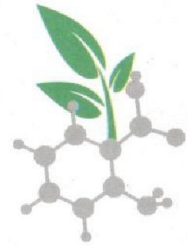


INDO US BIO-TECH LIMITED

(AN ISO CERTIFIED COMPANY)
CIN LO1122GJ2004PLC043550



Date: 20/10/2021

To,
The Manager
Listing Department
BSE Limited
25th Floor, New Trading Ring
Rotunda Building, P J Towers, Dalal Street, Fort
Mumbai - 400 001

SUB- REVISED NOTICE OF EXTRA ORDINARY GENERAL MEETING (EOGM)
BSE Scrip Code: 541304

Dear Sir,

In continuation of our letter dated 11th October, 2021 regarding Notice of Extra Ordinary General Meeting which is to be held on Monday, 1st November, 2021.

We have found typographical error in it so, here we are submitting the Revised Notice of Extra Ordinary General Meeting.

You are requested to take the same on your record.

Thanking You.

Yours Sincerely,

FOR, INDO US BIO-TECH LIMITED

Mr. Jagdish Ajudia
Managing Director
(DIN: 01745951)

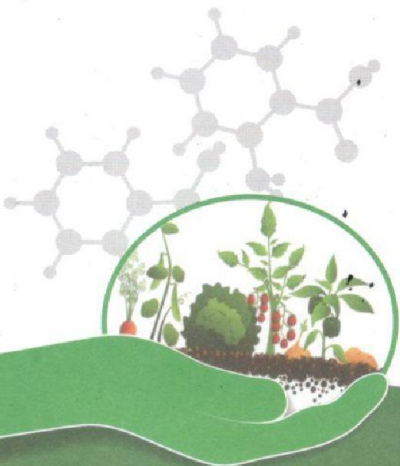


Encl: Revised Notice of EOGM

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Factory Address :
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E-mail : indousexim@gmail.com • **Web :** www.indousagriseeds.com





INDO US
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Notice of Extra Ordinary General Meeting (EOGM)

NOTICE is hereby given that the Extra Ordinary General Meeting (EOGM) of the Members of **M/s. Indo Us Bio-Tech Limited (CIN: L01122GJ2004PLC043550)** will be held on Monday, 1st day of November, 2021 at 11.00 a.m. IST through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) to transact the following business:

1. TO APPROVE INCREASE IN AUTHORISED SHARE CAPITAL:

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the provisions of Section 61, 64 and all other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’) read with Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), in accordance with the provisions in the Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be considered necessary from appropriate Authorities and subject to such terms and conditions, the consent of the members of the Company be and is hereby accorded for the increase in Authorised Share Capital of the Company from Rs. 6,10,00,000/- (Rupees Six Crores Ten Lakhs only) divided into Equity Share Capital of 61,00,000 (Sixty-One lakhs) Equity Shares of Face Value Rs. 10/- (Rupees Ten only) to Rs. 10,00,00,000/- (Rupees Ten Crore only) divided into 1,00,00,000 (One Crore only) Equity Shares of Rs. 10/- (Rupees Ten only) each ranking pari-passu with the existing shares in all respects and the Clause V of the Memorandum of Association and Article of Association of the Company be altered accordingly.

RESOLVED FURTHER THAT, pursuant to provisions of section 13 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made there under, (including any statutory modification(s) or any amendment(s) thereto or any substitution(s) or any reenactment(s) thereof for the time being in force), and subject to such approvals, consents, permissions and sanctions, if any, required from any authority, the Consent of the Members of the Company be and is hereby accorded to alter the existing clause V of the Memorandum of Association of the company relating to share capital by deletion of existing clause and by substituting in its place the following new clause:

V. The Authorised Share Capital of the Company is Rs. 10,00,00,000/- (Rupees Ten Crores only) divided into 1,00,00,000 (One Crore) Number of Equity Shares of Rs. 10/- (Rupees Ten only) each.”

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorized to sign (including e-signing), file and submit requisite forms, applications and other documents with Registrar of Companies, Ministry of Corporate Affairs and other Statutory authorities as may be necessary to give effect to the said resolution.



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2. ISSUE OF BONUS SHARES

To consider and, if thought fit, to pass with or without modification the following as Special resolution:

“RESOLVED THAT, pursuant to Section 63 and other applicable provisions, if any, of the Companies Act, 2013, read with the Rules made there under, Articles 191 to 193 of the Articles of Association of the Company, provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force, to the extent notified and in effect and subject to such approvals, consents, sanctions, permissions and provisions of other applicable laws, regulations, rules, directions, guidelines including those issued by Reserve Bank of India and such other regulatory authority(ies) concerned, from time to time, to the extent applicable and on such terms, conditions, stipulations and modifications as may be prescribed, imposed or suggested while granting such approvals, members of the company be and is hereby accorded for a sum not exceeding Rs. 12,13,5980/- (Rupees One crores Twenty one lakhs Thirty five thousand Nine hundred Eighty only) out of the retained earnings, the securities premium account, and / or any other permitted reserves / surplus of the Company, be capitalized and accordingly the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee or authorised person(s) which the Board has constituted or appointed to exercise its powers, as the case may be, including the powers, conferred by this Resolution) be and is hereby authorized to appropriate the said sum for distribution to and amongst the members of the Company, whose names appear in the Register of Members maintained by the Company and the list of Beneficial Owners as received from the National Securities Depository Limited and Central Depository Services (India) Limited on such date (“Record Date”) as may be fixed in this regard by the Board/Committee in accordance with law and to apply the said sum in paying up in full a maximum of 12,13,598 Equity Shares (“the Bonus Shares”) of the Company of Re.10/- each (Rupee Ten only) at par, to be allotted, distributed and credited as fully paid-up to and amongst the members in in the proportion of 1 new equity shares for every 5 existing fully paid equity shares and that the Bonus Shares so distributed, for all purposes, be treated as an increase in the nominal amount in the Capital of the Company by each members, and not as income.

RESOLVED FURTHER THAT, the issue and allotment of the said bonus shares to the extent that they relate to Non-Resident Indians (NRIs), Persons of Indian Origin / Overseas Corporate Bodies and other foreign investors of the company, will be subject to the approval of the Reserve Bank of India and any other regulatory authority, as the case may be.

RESOLVED FURTHER THAT, in making the allotment of the Bonus Shares, the Directors shall not issue fractional share certificates but the total number of the Bonus Shares representing such fractions shall be allotted to person(s) appointed by the Board to act as trustee(s) for and on behalf of the Members who would have been entitled to fractional share certificates had such certificates been issued, and that the said person(s) shall hold the said shares so allotted to them in trust and sell the same and, after payment of all expenses of the sale, distribute the net proceeds of such sale amongst



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the members in proportion of their respective fractional entitlements.

RESOLVED FURTHER THAT, the Bonus Shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company and shall rank pari passu in all respect with the existing fully paid-up Equity Shares of the Company.

RESOLVED FURTHER THAT, members who hold shares in dematerialized mode, the Bonus Shares shall be credited to the beneficiary accounts of the members maintained with Depository Participants and in case of members who hold shares in physical mode, the share certificate(s) in respect of the Bonus Shares shall be dispatched within the prescribed time limit.

RESOLVED FURTHER THAT, the Board be and is hereby authorized to take necessary steps for listing of the Bonus Shares on the Stock Exchanges where the Equity Shares of the Company are listed, in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable Rules and Regulations.

RESOLVED FURTHER THAT, the Board be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question or difficulty that may arise in relation thereto, decide the exact number of Bonus Shares to be issued based on the Paid up capital of the Company as obtaining on the Record Date and to delegate all such powers granted hereunder to a Committee of Directors and / or Company Secretary or any other officer(s) of the Company, as may deem fit or desirable and their decision shall be final and binding.”

3. ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

RESOLVED THAT, pursuant to the provisions of the Companies Act, 2013 including Section 42 and 62 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the enabling provisions of the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended (“ICDR Regulations”), and any other Rules / Regulations / Guidelines, if any, prescribed by the Securities and Exchange Board of India, Reserve Bank of India, Stock Exchanges and/or any other statutory / regulatory authority whether in India or abroad, the Listing Agreements entered into by the Company with the Stock Exchanges where the securities of the Company are listed and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (“Board”, which term shall be deemed to include any committee constituted by the Board to exercise its powers including the powers conferred hereunder or any person authorised by the Board or its committee for such purpose) and subject to



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any other alterations, modifications, corrections, changes and variations that may be decided by the Board in its absolute discretion, the consent and approval of the members of the Company be and is hereby granted to Board to create, offer, issue and allot, from time to time and in one or more tranches, upto 27,18,412 (Twenty Seven Lakhs Eighteen Thousand Four Hundred Twelve) no. of equity shares, out of which 12,50,000 (Twelve Lakhs Fifty Thousand) no. of Equity Shares at a proposed price of Rs. 65/- (Rupees Sixty-Five each) per equity share including premium (face value of Rs. 10/- and Premium of Rs. 55/- per share) for Cash to below mentioned proposed allottees by way of a Preferential allotment, in such manner and on such terms and conditions as may be determined by the Board in its absolute discretion;

Sr. No.	Name of Proposed Allottee	No. of equity shares to be Allotted	PAN	Category
1	Priti Vijaykumar Shah	4,16,600	AEPPV7035K	Non-Promoter
2	Himanshu Chinubhai Shah	70,000	ABVPS5255M	Non-Promoter
3	Shah Nityaben Himanshu	68,900	AOPPS4119H	Non-Promoter
4	Manisha Nitinkumar Shah	1,38,900	AFQPS0553R	Non-Promoter
5	Nitin Dalpatlal Shah	1,38,900	AFQPS0575P	Non-Promoter
6	Bharatbhai kanchanlal Shah	2,16,700	ACAPS7100H	Non-Promoter
7	Maltiben Bharatbhai Shah	2,00,000	ACAPS7101G	Non-Promoter

And 14,68,412 (Fourteen Lakhs Sixty-Eight Thousand Four Hundred Twelve) no. of equity shares at a price of 65/- (Rupees Sixty-Five each) per equity share including premium (face value of Rs. 10/- and Premium of Rs. 55/- per share) to below mentioned proposed allottee for consideration other than cash (i.e. against the Valuation of their supply which are outstanding in books as on date of Board Meeting held as on 09.10.2021) by way of a Preferential Allotment, in such a terms and conditions as mentioned in their agreement and further may determine by the Board in its absolute discretion.

Sr. No.	Name of Proposed Allottee	No. of equity shares to be Allotted	PAN	Category
1	Ajudia Jagdish Devjibhai Huf	5,75,000	AAJHA4870R	Promoter
2	Indo Us Agriseeds Private Limited	8,93,412	AACCI0504L	Promoter

RESOLVED FURTHER THAT the aforesaid equity shares so issued shall rank pari passu with the existing equity shares of the company in all respects.

RESOLVED FURTHER THAT in accordance with the provisions of ICDR Regulations, the “Relevant Date” for the purpose of calculating the price of Equity Shares to be issued in terms hereof shall 30th September, 2021, being the date 30 days prior to the date of Extra Ordinary General Meeting



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of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013, the names of the Investor be recorded for the issue of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No.PAS-4 together with an application form be issued to the Investor inviting them to subscribe to the Equity Shares, as per the draft tabled at the Meeting and duly initialed by the Chairman for the purpose of identification and consent of the members of the Company is hereby accorded to the issuance of the same to the Investor inviting them to subscribe to the Equity Shares immediately after the passing of this Resolution with a stipulation that the allotment would be made upon receipt of in-principle approval from the stock exchange i.e. BSE Limited.

RESOLVED FURTHER THAT the monies received by the Company from the Investor for application of the Equity Shares pursuant to this private placement shall be kept by the Company in a separate bank account.

RESOLVED FURTHER THAT the Equity Shares to be allotted in terms of this resolution shall be made fully paid up at the time of allotment and be issued in dematerialized form only. Further, the same shall be subject to lock-in for such period as may be prescribed under Regulation 167 of the SEBI ICDR Regulations. The equity shares so offered, issued and allotted will be listed on Stock Exchanges where the equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals as the case may be.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deemed necessary, desirable and expedient for such purpose, including without limitation, issuing clarification on the offer, issue and allotment of the equity shares and listing of equity shares at the Stock Exchanges as per the terms and conditions of SEBI (LODR) Regulations and other applicable Guidelines, Rules and Regulations, to execute the necessary documents and enter into contracts, arrangements, agreements, documents (including appointment of agencies, intermediaries and advisor for the Preferential Issue), resolving all questions and doubt that may arise with respect to the offer, issued and allotment of equity shares, and to authorize all such person as may be deemed necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Shareholders of the Company and that the decision of the Board shall be final and conclusive;

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the power herein conferred, to any committee or to one or more Directors or executive of the Company including making necessary filings with the Stock Exchanges and Regulatory Authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint Consultants, Professional Advisors and Legal Advisors to give effect to the aforesaid resolution;

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s)



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referred to or contemplated in any of the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

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Opp. Navrang Tower, Sola Road,
Sola Road, Ahmedabad-380061, Gujarat**

By Order of the Board

For, INDO US BIO-TECH LIMITED

Sd/-

Sd/-

**Jagdish D. Ajudia
Chairman &
Managing Director
(DIN: 01745951)**

**Maltiben J. Ajudia
Whole Time Director
(DIN: 02403878)**

**Date: 09.10.2021
Place: Ahmedabad**



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NOTES

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this EGM is annexed.
6. Pursuant to the provisions of the Act, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
7. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the EGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to ajitsantoki@gmail.com and/or on company's email address indouscs@gmail.com with a copy marked to evoting@nsdl.co.in.
8. In case members have not registered their email addresses with the Company/Depository, please follow the below instructions to register email address for obtaining Annual Report and login details for e-voting. For members holding shares in physical mode – Please provide necessary details like Folio No., Name of Shareholder by email to indouscs@gmail.com Members holding shares in demat mode can get their email ID registered by contacting their respective depository participant or by email to indouscs@gmail.com.



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9. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and shares are held by them in physical form.
10. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice will also be available on the Company's website www.indousagriseeds.com websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of NSDL <https://www.evoting.nsdl.com>.
11. Members attending the EGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
12. Since the EGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
13. Pursuant to Section 91 of the Companies Act, 2013 The Register of Members and the Share Transfer Books of the Company will remain closed for a period from Tuesday, 26th day of October, 2021 to Monday, 1st Day of November, 2021 (both days inclusive).
14. The Company has appointed Mr. Ajit M. Santoki, Proprietor of M/s A. Santoki & Associates, Practicing Company Secretary (Membership No. 4189 and COP No.2539), Ahmedabad to act as the Scrutinizer for conducting the remote e-voting process and Venue voting through VC/OAVM.
15. Members are requested to contact Registrar and Transfer Agent (RTA) namely **Bigshare Services Private Limited at 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri(E), Mumbai-400059, Maharashtra** for recording any change of address, bank mandate, ECS or nominations, and for redressal of complaints contact the Compliance Officer at the Registered Office of the Company.
16. An explanatory statement pursuant to Section 102 of Companies Act, 2013, in respect of special business mentioned in the notice under item No. 1, 2,3 is annexed hereto.
17. The equity shares of the company are available for dematerialization, as the company has entered into an agreement with **National Securities Depository Limited (NSDL)** and the **Central Depository Services Limited (CDSL)**.
18. Members who hold shares in dematerialized form are requested to bring their client ID and DP ID numbers for easy identification of attendance at the meeting.
19. Members, who have multiple accounts in identical names or joint names in same order, are requested to intimate **M/s. Bigshare Services Private Limited**, the Ledger Folios of such accounts to enable the Company to consolidate all such share holdings into one account.
20. Pursuant to Section 108 of the Companies Act, 2013 and the rules framed thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing facility to its members holding shares in physical or dematerialized form as on the cut-off date, i.e., Monday, 25, October, 2021, to exercise their right to vote by electronic means on any or all of the agenda items specified in the accompanying notice of Extra Ordinary General Meeting.
21. The e-voting period commences on Friday, 29th October, 2021 at 9.00 a.m. and ends on Sunday, 31st October, 2021 at 5.00 p.m. During this period, Members holding shares either in physical form or in dematerialized form as on Monday, 25, October, 2021 i.e., cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Those Members, who will be present in the EGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote



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e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the EGM.

22. The voting rights of Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on Monday, 25, October, 2021. Any person, who is a Member of the Company as on the cut-off date is eligible to cast vote electronically on all the resolutions set forth in the Notice of EGM.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC / OAVM ARE AS UNDER:

1. Members will be able to attend the EGM through VC / OAVM or view the live webcast of EGM provided by NSDL at <https://www.evoting.nsdl.com> by using their remote e-voting login credentials and selecting the EVEN for Company's EGM.

Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further Members can also use the OTP based login for logging into the e-voting system of NSDL.

2. Facility of joining the EGM through VC / OAVM shall open 30 minutes before the time scheduled for the EGM and will be available for Members on first come first served basis.

3. Members who need assistance before or during the EGM, can contact NSDL on evoting@nsdl.co.in / 1800-222-990

4. Members who would like to express their views or ask questions during the EGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at XXXXXXXXXXXXXXXX Friday, 29th October, 2021 at 9.00 a.m. and ends on Sunday, 31st October, 2021 at 5.00 p.m. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the EGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the EGM.

5. Members are encouraged to join the Meeting through Laptops for better experience. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

PROCEDURE AND INSTRUCTIONS FOR THE E-VOTING:

The procedure to login to e-Voting website consists of two steps as detailed hereunder: Step 1: Login to NSDL e-Voting system:



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Near Indira Nagar, Ta.-Dehgam,
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Web : www.indousagriseeds.com



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Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e- Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful</p>



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	authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are



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	<p>https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.</p> <p>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e., NSDL where the e-Voting is in progress.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.



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Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43



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Web : www.indousagriseeds.com



B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.

Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.

A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e., IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.

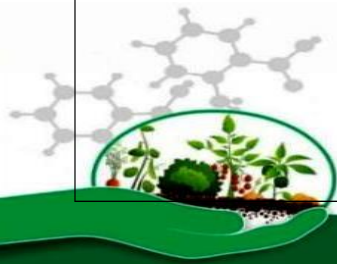
Your User ID details are given below:

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 118582 then user ID is 101456001***.

Password details for shareholders other than Individual shareholders are given below:

If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.





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How to retrieve your 'initial password'?

If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL



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account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

After entering your password, tick on Agree to "Terms and Conditions" by selecting on the checkbox.

Now, you will have to click on "Login" button.

After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to ajitsantoki@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to indouscs@gmail.com
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to indouscs@gmail.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have



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not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the GM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join General meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at indouscs@gmail.com The same will be replied by the company suitably.



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ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to section 102 of the Companies Act, 2013

Item No. 1

It is proposed to increase the Authorised Share Capital of the Company from the existing Rs. 6,10,00,000/- (Rupees Six Crores Ten Lakhs only) divided into Equity Share Capital of 61,00,000 (Sixty-One lakhs) Equity Shares of Face Value Rs. 10/- (Rupees Ten only) to Rs. 10,00,00,000/- (Rupees Ten Crore only) divided into 1,00,00,000 (One Crore only) Equity Shares of Rs. 10/- (Rupees Ten only) each as indicated in the Resolution at Item No. 1 of the Notice.

Consequently, it is proposed to make appropriate alterations in the Memorandum and Articles of Association of the Company to reflect the changes in the Authorised Share Capital of the Company. The proposed resolutions are in the interest of the Company and your Directors commend Resolutions at item No. 1 for your approval.

Consequent to increase in Authorised Share capital, it is necessary to alter the Capital Clause V of the Memorandum of Association of the Company.

In Further, pursuant of Companies Act, 2013, alteration in Memorandum of Association is subject to the approval of shareholders of the company by way of Special resolution.

In view of thereof, your directors seek your approval for alter the Capital Clause V of the Memorandum of Association of the company and proposed in a Special resolution in item no.1 above.

None of the Directors and the Key Managerial Personnel of the Company including their relatives are concerned or interested in aforesaid resolutions.

Item No. 2

The Company's shares are listed on BSE Limited and have been actively traded in the BSE Limited. Presently, the Authorised Share Capital of your Company is Rs. 6,10,00,000/- divided in to the Equity Shares of 61,00,000 of Rs. 10/- each. With a view to share a part of the Company's free reserves, its Board of Directors has recommended issue of bonus shares in the proportion of 1 (one) new fully paid-up equity shares for every 5 (Five) existing fully paid equity shares held by the shareholders, subject to their approval. The issue of bonus shares, out of the retained earnings, the securities premium account, and / or any other



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permitted reserves / surplus of the Company, be capitalized and accordingly, is authorized by the Company's Articles of Association. The paid-up capital of the company is Rs.6,06,79,900/- (Rupees Six Crores Six Lakhs Seventy-Nine Thousand Nine Hundred only). An amount of Rs. 12,13,5980/- (Rupees One crores Twenty-one lakhs Thirty five thousand Nine hundred Eighty only) from the free reserves is required to be capitalized for the issue of bonus shares in proportion of 1 (one) new fully paid-up equity shares for every 5 (Five) existing fully paid equity shares. After the bonus issue, the paid-up share capital would increase to Rs.7,28,15,880/-. The proposal for capitalization of the said reserves and issue of bonus shares is now placed for consideration and approval of the members. The Record Date for determining the eligibility of the shareholders to receive the said bonus shares will be fixed by the Board. The Board of Directors recommend for approval of members the capitalization of reserves and issue of bonus shares as proposed.

To implement the issue of bonus shares in the above ratio, the Board of Directors also considered increasing the Authorised Share Capital of the Company from Rs.6,10,00,000/- to Rs.10,00,00,000/-.

Directors of your Company are interested in this Resolution to the extent of their respective shareholdings in the Company.

Your Board recommends the resolution for approval of the Members as an Ordinary Resolution

Item No. 3

As per Section 42, 62 of the Companies Act, 2013, approval of shareholders is required for allotment of shares on preferential basis and hence the resolution is placed before the shareholders.

The Disclosures in accordance with the Companies Act, 2013, the ICDR Regulations and the other applicable provisions of law, in relation to the Special Resolution set out in the accompanying Notice are as follows: -

1) Objects of the Preferential issue:

The object of the issue is to meet the fund requirements of the company for business expansion and for long-term working capital requirements.

2) Maximum number of specified securities to be issued:

(a) The Board intends to offer, issue and allot 14,68,412 (Fourteen Lakhs Sixty-Eight Thousand Four Hundred Twelve) Equity Shares of the Company to the Promoters.



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(b) The Board intends to offer, issue and allot 12,50,000 (Twelve Lakhs Fifty Thousand) Equity Shares of the Company to the Non-Promoters.

3) Intention of Promoters /Directors /Key management persons to subscribe to the offer:

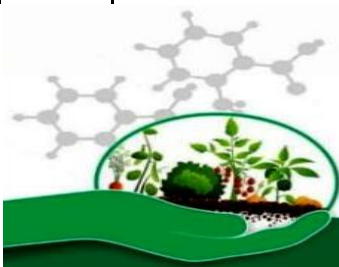
None of the other Promoters, Directors or Key Management Personnel intends to subscribe to the shares of the Company in the proposed issue other than the following;

1. Ajudia Jagdish Devjibhai Huf
2. Indo Us Agriseeds Private Limited

4) Shareholding pattern before and after the issue: -

The shareholding pattern before and after completion of the proposed preferential issue would be as under: -

Sr. No.	Category	Pre issue**		Post issue	
		No. of shares	% Of Capital	No. of shares	% Of Capital
A	Promoters Holding				
1	Indian Promoters	53,16,532	73.01	67,84,944	67.85%
	Foreign Promoters	Nil	Nil	Nil	Nil
2	Persons Acting in Concert	Nil	Nil	Nil	Nil
	Sub-Total	53,16,532	73.01	67,84,944	67.85%
B	Non-Promoters Holding				
1	Institutional investors	Nil	Nil	Nil	Nil
	Mutual Funds	Nil	Nil	Nil	Nil
	Banks, FIs, Insurance companies	Nil	Nil	Nil	Nil
	NRIS/OCBs	Nil	Nil	Nil	Nil



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	FII's	Nil	Nil	Nil	Nil
	Sub-Total	Nil	Nil	Nil	Nil
2	Others				
	Private Body Corporate	1,39,500	1.92	1,39,500	1.40
	Indian Public	16,26,056	22.33	28,76,056	28.76
	NRI	10,500	0.14	10,500	0.10
	Hindu Undivided Families	1,68,000	2.31	1,68,000	1.68
	Clearing Members	21,000	0.29	21,000	0.21
	Sub-Total	19,65,056	26.99	32,15,056	32.15
	Grand Total	72,81,588	100.00	1,00,00,000	100.00

** No. of Shares mention in Pre-Issue of Shareholding Pattern includes proposed allotment of Bonus Equity Shares.

Notes: -

- 1) The above shareholding pattern has been prepared on the basis of shareholding as on 08/10/2021
- 2) The post-issue shareholding pattern has been arrived on the assumption that 27,18,412 (Twenty-Seven Lakh Eighteen Thousand Four Hundred Twelve) no. of equity shares of the company be issued.

5) Proposed Time within which the allotment shall be completed.

The allotment of shares on Preferential basis shall be completed within 15 days from the date of shareholders' approval provided where the allotment on preferential basis is pending on account of pendency of any approval by any regulatory authority or Central Government as per ICDR Regulations, the allotment shall be completed within 15 days from the date of such approval.

6) The Identity of the proposed allottee and the percentage of post preferential issue capital that may be held by him:

Particulars of the proposed allottees and the identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the



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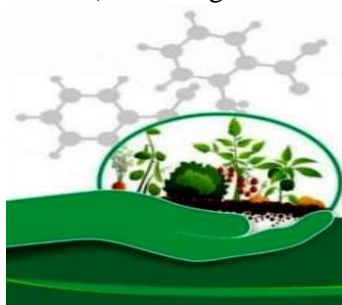
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proposed allottees, the percentage of post Preferential Issue capital that may be held by them and change in control, if any, in the issuer consequent to the Preferential Issue: (As per 08.10.2021 benpose).

Sr. No.	Name of Proposed Allottees	Category	Pre-Issue Holding		Post – Issue Holding		Ultimate beneficial owners/Entities who ultimately control proposed allottees of the shares proposed to be allotted
			No. of Shares	%	No. of Shares	%	
1	Ajudia Jagdish Devjibhai Huf	Promoter	12		5,75,012	5.75	
2	Indo Us Agriseeds Private Limited	Promoter	1,50,000	2.47%	10,43,412	10.43	
3	Priti Vijaykumar Shah	Non-Promoter Individual	12,500	0.21%	4,16,600	4.17%	
4	Himanshu Chinubhai Shah	Non-Promoter Individual	20,000	0.33%	70,000	0.7%	
5	Shah Nityaben Himanshu	Non-Promoter Individual			68,900	0.69%	
6	Manisha Nitinkumar Shah	Non-Promoter Individual			1,38,900	1.39%	
7	Nitin Dalpatlal Shah	Non-Promoter Individual	13750	0.23%	1,38,900	1.39%	
8	Bharatbhai kanchanlal Shah	Non-Promoter Individual			2,16,700	2.17%	
9	Maltiben Bharatbhai Shah	Non-Promoter Individual			2,00,000	2.00%	

*(Assuming full allotment of 27,18,412 no. of equity shares)



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7) Lock- In requirements:

The Equity Shares will be subject to applicable lock-in and transfer restrictions stipulated under Regulations 167 and 168 of the SEBI ICDR Regulations.

8) Change in the control or composition of the Board:

There will neither be any change in the composition of the Board nor any change in the control of the company on account of the proposed preferential allotment. However, there will be corresponding changes in the shareholding pattern as well as voting rights consequent to preferential allotment.

9) Price of the issue and relevant date:

In terms of Regulation 161 of SEBI ICDR Regulations, the Relevant Date has been reckoned as Thursday, September 30, 2021, for the purpose of computation of issue price of the said Equity Shares, which is a date 30 days prior to the date on which the resolution is deemed to be passed i.e., date of Extra Ordinary General Meeting dated 01.11.2021.

The equity shares of the company are listed on BSE limited. The Issue price i.e. Rs. 65/- per equity shares, is decided on the basis of Certificate of registered valuer which is arrived as per SEBI ICDR Regulations, 2018.

10) Registered Valuers Certificate:

The Certificate issued by Registered values to the Pricing of the issue and that this preferential issue of securities is being made in accordance with the requirements of Chapter V of the SEBI ICDR Regulations shall be available for inspection at the registered office of the Company during office hours up to the date of declaration of results.

11) Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

The Certificate issued by Registered valuer for Valuation of their supply which are outstanding in books consideration for which 14,68,412 no. of equity shares of the company is proposed to Ajudia Jagdish Devjibhai HUF (5,75,000 Equity Shares) and Indo Us Agriseeds Private Limited (8,93,412 Equity Shares) will be available for inspection at the registered office of the Company during office hours up to the date of Extra Ordinary General Meeting.

12) Undertaking by the company:

The Company undertakes that the Company shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so. Further the Company also undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the Equity Shares shall continue to be locked- in till the time



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such amount is paid by the allottees.

13) Other Disclosures:

- (i) A copy of the certificate from M/s Gautam Nandawat & Associates, the Statutory Auditors of the Company, certifying that the Preferential Allotment is being made in accordance with the requirements contained in Chapter V of the SEBI (ICDR) Regulations shall be available for inspection at the Registered Office of the Company on all working days of the company between 11:00 a.m. to 1:00 p.m. up to the date of EGM.
- (ii) All the Equity Shares held by the Proposed Allottees in the Company are in dematerialized form only.
- (iii) None of the Company, the Promoter or the Directors has been declared as willful defaulters by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.
- (iv) None of the Promoter /Non-promoters to whom equity shares are proposed to be allotted by this preferential issue had sold Equity Shares of the Company in the 6 months preceding the Relevant Date.
- (v) The Company has not made any preferential allotment of Equity Shares during the last financial year.

In view of the above, it is proposed to issue up to 27,18,412 (Twenty-Seven Lakhs Eighteen Thousand Four Hundred Twelve only) Equity Shares of nominal value of Rs. 10/- (Rupees Ten only) each fully paid-up on preferential basis at the price of Rs. 65/- per share. This is higher than the minimum issue price calculated in accordance with the criteria given under the SEBI ICDR Regulations, 2018.

The Consent of the shareholders is being sought pursuant to the provision of section 62 and other applicable provision of the companies Act, 2013, if any, and in terms of provisions of the Listing Agreements executed by the company with the Stock Exchange in India which the company's shares are listed.

The Board at its meeting held on 9th October, 2021 approved the issue and allotment of Equity Shares on preferential basis in the manner stated hereinabove.

Except Mr. Jagdishkumar Devjibhai Ajudiya, none of the other Directors, KMPs and their relatives, other than to the extent of their shareholding in the Company, if any, is concerned /interested, financially or otherwise, in the above resolution.

The Board of Directors believes that the proposed preferential issue is in the best interest of the Company and its members. The Board recommends the resolutions at Item No. 3 for approval of the Members as a Special Resolution



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By Order of the Board of Directors
For, **INDO US BIO-TECH LIMITED**

Sd/-
Jagdish D. Ajudia
Chairman & Managing Director
(DIN: 01745951)



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