

September 5, 2023

| | |
|--|---|
| BSE Limited Department of Corporate Services Floor 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 Scrip Code No: 542665 | The National Stock Exchange of India Limited Listing Department, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Company Symbol: NEOGEN |
|--|---|

Sub: Proceedings/Outcome of 34th Annual General Meeting (“AGM”) held on Tuesday, September 05, 2023.

Dear Sir / Madam,

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligation and Disclosures Requirements) Regulations 2015, please find enclosed herewith the summary of the proceedings of 34th AGM of the Members of the Company held today i.e. Tuesday, September 05, 2023 at 5.00 P.M. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) and concluded at 5.45 p. m.

The aforesaid proceeding is also hosted on the Company’s website at https://neogenchem.com/financial-performance/#all_tab|1.

The voting results of the 34th AGM along with the scrutinizers report will be shared shortly.

Kindly take the same on your record.

Thanking You,
Yours Sincerely,
FOR NEOGEN CHEMICALS LIMITED

Unnati Kanani
Company Secretary & Compliance Officer
Membership No. A35131

Encl. - As above

SUMMARY OF THE PROCEEDINGS OF 34th ANNUAL GENERAL MEETING (“AGM”) OF THE COMPANY HELD ON TUESDAY, SEPTEMBER 05, 2023 AT 5.00 P.M.

The AGM of the Company was held on Tuesday, September 05, 2023 at 5.00 p.m. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

The AGM commenced at 5:00 p.m. and concluded at 5.45 p.m.

Ms. Unnati Kanani, Company Secretary welcomed the shareholders, Directors and Auditors who had joined the 34th AGM through the electronic platform “INSTAMEET” as provided by Link Intime India Private Limited (“RTA”). She informed that since the AGM was held through VC/OAVM, physical attendance of the members was dispensed with and also the requirement of appointing proxy was not applicable and that in accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (“ICSI”) read with Guidance dated April 15, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.

The Company Secretary informed that the AGM was conducted through VC / OAVM in compliance with the circulars issued by the MCA and SEBI. She further informed that the Company had provided through RTA the facility of remote e-voting which commenced on Saturday, September 2, 2023 at 09:00 a.m. IST and ended on Monday, September 4, 2023 at 05:00 p.m. IST. and also a facility of e- voting during the AGM for members of the Company to cast their votes electronically on the resolutions mentioned in the notice of AGM to the members who did not vote earlier through remote e-voting during the e-voting period and are otherwise not barred from doing so.

She further informed the members that the Notice of AGM dated August 5, 2023 along with the Annual Report for FY 2022-23 was emailed to the members whose email id was registered with the Company/Company’s RTA/ Depository Participant (DP) and dispatched by permitted mode(s) to the members whose email ids were not registered with Company or DP or its RTA and that it can also be accessed at the website of the Company at <https://neogenchem.com/annual-reports-2/> and the website of BSE Limited and National Stock Exchange of India Limited.

She informed the members about certain important aspects pertaining to e- voting, participation in AGM through VC, Scrutinizer, and Inspection of Registers. She also confirmed that the requisite quorum was present and then took a roll call of all the Board Members, Chief Financial Officer and Auditors present on the panel and confirmed the presence.

She then requested Mr. Haridas Kanani, Chairman and Managing Director of the Company to commence the formal proceedings of the AGM. Mr, Haridas Kanani, Chaired the Meeting and welcomed all the shareholders.

As per section 103 of the Companies Act, 2013, the requisite quorum for convening the AGM of the Company was present at the meeting and hence the Chairman called the meeting in order.

Mr. Haridas Kanani, Chairman and Managing Director delivered his speech and then requested Dr. Harin Kanani, Managing Director of the Company to takeover.

Dr. Harin Kanani, Managing Director delivered his speech to the members present at the AGM and briefed them about the performance and achievements of the Company during the financial year ending on March 31, 2023 and the growth plans and proposed initiatives.

Thereafter, he informed the members that:

- The Notice convening the AGM and Annual Report containing the Standalone & Consolidated Audited Financial Statements for the financial year March 31, 2023, the Directors Report and Auditors Report thereon along with the relevant Annexures were duly circulated to the Shareholders and no queries being received from the members the same was taken as read.
- As the report of the Statutory Auditors and the Secretarial Auditors were unqualified and without any adverse observations or comments in their respective reports, the same were taken as read.

He then informed that as the detailed resolutions pertaining to agenda item nos. 1 to 11 were already provided in the Notice of the 34th AGM, it was proposed to take them as read. Then he requested Ms. Unnati Kanani, Company Secretary of the Company to take over.

Then the forum was open for discussion with the registered speakers. The questions raised by the speakers who had already registered themselves as a speaker addressed the meeting through VC / OAVM and sought detailed responses on Agenda no. 8 and 11 of the Notice of AGM. Dr. Harin Kanani, Managing Director of the Company responded to the questions of the speaker shareholders and had provided satisfactory clarifications to them.

Ms. Unnati Kanani requested the Members who had not casted their votes by remote e-voting, to cast their vote by e-voting during the AGM & within next 30 minutes after the conclusion of the AGM.

The facility of e-voting during the AGM was available only to the members who had not casted their vote through remote e-voting during the e-voting period and were otherwise not barred from doing so. Members who had casted their vote by remote e-voting prior to AGM were allowed to participate in the AGM through VC/ OAVM but were not entitled to cast their vote again. If a member had exercised his / her vote during the AGM through e-voting but not attended the AGM through VC facility, then the votes casted by such member was considered invalid. If a member had casted votes by both the modes, then voting done through remote e-voting period prevailed over the vote casted through e-voting during the AGM.

The Board of Directors had appointed CS Devendra V. Deshpande, Proprietor, DVD & Associates, Company secretaries, Pune as the scrutinizer to scrutinize the remote e-voting and e-voting during the AGM process in a fair and transparent manner.

The following items of business, as set out in Notice convening the AGM were placed before the members' for consideration and approval:



| SR. NO. | DESCRIPTION OF THE RESOLUTION | TYPE OF RESOLUTION |
|--------------------------|---|---------------------------|
| ORDINARY BUSINESS | | |
| 1 | To receive, consider and adopt the: a) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 together with Reports of Directors & Auditors' thereon; and b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with Report of Board of Directors and Auditors' thereon. | Ordinary |
| 2 | To declare a final dividend on equity shares of the Company for the financial year ended March 31, 2023. | Ordinary |
| 3 | To appoint a director in place of Mr. Anurag Surana (DIN: 00006665), Non-Executive and Non-Independent Director, who retires by rotation and being eligible offers himself for re-appointment. | Ordinary |
| SPECIAL BUSINESS | | |
| 4 | Re-Appointment of Mr. Haridas Kanani, as a Chairman and Managing Director of the Company and to fix his Remuneration. | Special |
| 5 | Re-appointment of Prof. Ranjan Kumar Malik as an Independent Director. | Special |
| 6 | Re-appointment of Mrs. Avi Sabavala as an Independent Director. | Special |
| 7 | Ratification of Remuneration Payable to Cost Auditor. | Ordinary |
| 8 | Increasing the borrowing powers under section 180(1)(c) of the Companies Act, 2013 up to Rs. 1000 crores. | Special |
| 9 | Creation of security on the properties of the company, both present and future, in favour of lenders. | Special |
| 10 | Alteration / reclassification of the authorised share capital and consequent alteration of memorandum of association of the company. | Special |
| 11 | To authorise issuance of securities through permissible modes of fund-raising. | Special |

Ms. Unnati Kanani, further informed the members present at the AGM through VC/ OAVM, that the consolidated results of the remote e-voting and e-voting during the AGM will be declared within 48 hours of the conclusion of the AGM. The same will also be available on the website of the Company at https://neogenchem.com/financial-performance/#all_tab|1 and website of BSE Limited at www.bseindia.com, National Stock Exchange of India Limited at www.nseindia.com and the website of RTA at <https://instavote.linkintime.co.in>.

The e-voting facility during the AGM commenced on Tuesday, September 05, 2023 at 5.00 p.m. and ended on completion of 30 minutes from the time of the conclusion of the AGM.

The AGM was concluded at 5.45 p.m. with a vote of thanks of the Chair to everyone present at meeting.

Kindly take the same on your record.

Thanking You,
For NEOGEN CHEMICALS LIMITED

Unnati Kanani
Company Secretary & Compliance Officer
Membership No.: A35131