

Date: 27.07.2024

To
BSE Limited,
Dept. of Corporate Services,
Floor 25, PJ Towers, Dalal Street,
Mumbai- 400001

Dear Sir/Madam,

Scrip Code: 526445

Sub. : Outcome of the Board Meeting held on July 27, 2024.
Ref. : Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
(Listing regulations)

The Board of Directors of the Company, at their meeting held today, on July 27, 2024, have inter-alia considered and approved the following matters:

1. Recommendations to get approval from shareholders of the Company through remote e-voting at the ensuing Annual General Meeting for the below mentioned items:
 - a. Re-appointment of Mr. Swaminathan (DIN: 02481041), retiring director, as a Whole-time Director
 - b. Re-appointment of Mrs. Lakshmi Prabha Kasiraman (DIN: 02885912), retiring director, as a Non-Executive Director
 - c. Approval to increase and reclassify authorised share capital of the Company from Rs.65 crores to Rs.75 crores comprising 7.50 crores equity shares of Rs. 10/- each (Seven Crores and Fifty Lakhs) and consequential amendment of the capital clause in the Memorandum of Association of the Company (Disclosure in Annexure-I) (Special Resolution)
 - d. Increase the aggregate limit for investment by the Foreign Institutional Investors and Non-Resident Indians in equity share capital of the Company
 - e. To approve material related party transaction(s) upto Rs.50 crores between the Company and Dindigul Farm Product Limited, a material subsidiary
 - f. To approve material related party transaction(s) upto Rs.30 crores between the Company and Matrix Boilers Private Limited, a subsidiary
 - g. To approve material related party transaction(s) upto Rs.300 crores between the Company and IBL Healthcare limited, a subsidiary
 - h. To approve material related party transaction(s) upto Rs.100 crores between the Company and HSL Agri Solutions Limited, a subsidiary
 - i. To approve material related party transaction(s) upto Rs.50 crores between the Company and HSLPrime Properties Private Limited, a subsidiary
 - j. To approve material related party transaction(s) upto Rs.100 crores between the Company and IBL Investments Limited, a subsidiary
 - k. To increase the limit for granting loan to the subsidiaries to an aggregate sum of Rs.300 crores
 - l. To approve borrowing of funds from the banks and financial institutions to an aggregate sum of Rs.500 crores (fund and non- fund based)
 - m. To approve creation of charge on the properties of the Company to an aggregate sum of Rs.500 crores

2. Approved the Notice of 32nd Annual General Meeting (AGM) of the Shareholders of the Company scheduled to be held on Thursday, 22nd August, 2024 at 3:00 PM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Dispatch of AGM Notice and Annual Report	Latest by 31 st July 2024
Book closure for the purpose of the Annual General Meeting	Thursday, 15 th August, 2024 to Thursday, 22 nd August, 2024 (both days inclusive)
Cut-off date for determining eligibility to vote by electronic means	Thursday, 15 th August, 2024
Remote e-voting period begins by	Monday, 19 th August 2024 at 9.00 a.m.
Remote e-voting period ends on	Wednesday, 21 st August 2024 at 5.00 p.m.
Annual General Meeting	Thursday, 22 nd August, 2024 at 3:00 PM (IST)
Declaration of Results of Remote e-voting	Saturday, 24 th August, 2024

3. Appointment of M/s. KRA & Associates, Practicing Company Secretaries, Chennai, as Scrutinizer for conducting the e-voting of Annual General Meeting in a fair and transparent manner and for ascertaining the requisite majority;
4. Appointment of Link Intime India Private Limited (LIPL) for providing remote e-voting facility for conducting Annual General Meeting;

Copies of the Notice of Annual General Meeting and Annual Report will be circulated to Stock Exchange and the Members through electronic mode and will also be available on the Company's website www.indrayani.com in due course.

The Board Meeting commenced at 02.00 P.M. and concluded at 3.45 P.M.

This is for your information and records.

Thanking You,

Yours Faithfully,
For Indrayani Biotech Limited

V Santhanakrishnan
Company Secretary and Compliance Officer

Encl: As above

Annexure I

The Details required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Master circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 on disclosure of amendment in the Memorandum of Association of the Company:

Summary of Amendments in the Memorandum of the Company

Existing Clause V of the Memorandum of Association of the company has been substituted thereof by the following new Clause V as under:

“V. The authorized share capital of the Company is Rs. 75,00,00,000 (Rupees Seventy-Five Crores Only) divided into 7,50,00,000 (Seven Crores Fifty Lakhs) Equity Shares of Rs. 10/- each with the rights, privileges, and conditions attached thereto as are provided by the Articles of Association of the Company for the time being, provided that, the Company shall always have the power to issue shares at a premium and redeemable/convertible preference shares, to increase or to reduce its capital and to divide the shares in the capital for the time being, into several classes and attach thereto respectively such preferential qualified or special rights, privileges or conditions as may be permissible by law and as may be determined by or in accordance with the Articles of Association of the Company for the time being in force and to vary, modify or abrogate any such rights, privileges, or conditions in such manner as may be permitted by law and/or as may be provided in the Articles of Association of the Company for the time being in force.”