

TRANSCRIPT OF 37TH ANNUAL GENERAL MEETING

🚩 Company Secretary (Ms. Priyanka Sharma):

Dear Shareholders, a very warm good afternoon. I am Priyanka Sharma, Company Secretary of Brawn Biotech Limited. I welcome you all to the 37th Annual General Meeting of the Company. I would like to thank and welcome the board members:

- Mr. Brij Raj Gupta Chairman & Director of the Board of the Company who is attending the AGM from Brawn's Corporate Office.
- Mr. Subhash Chander, Independent director of the Company, is attending the AGM from his residence.

for attending this meeting with us. Apart from directors, we have our statutory auditor- Mr. Rajiv Jain, Chartered Accountant, our Secretarial Auditor & Scrutinizer for this meeting- Mr. Amit Bansal and our Internal Auditor- Mr. Sahil Pasricha.

As per the Circular issued by Ministry of Corporate Affairs and in view of current circumstances, the attendance of members is through Video Conferencing and the same shall be reckoned as quorum for conducting the 37th Annual General Meeting pursuant to the provisions of Section 103 of Companies Act, 2013 read with other relevant provisions. Facility for joining this meeting through Video Conferencing OR Other Audio Visual means is made available for the members on first come first serve basis. As the AGM is being held through Video Conferencing, the facility for appointment of proxy by the members was not applicable and hence the proxy register for inspection is not available.

I thank all our members, colleagues on the board, auditors, management team for joining this meeting over video conference. I know we are going through difficult times in the middle of this pandemic and we still have to continue with our work and hence the company is holding its AGM through VC.

With the requisite quorum present, I would like Mr. Brij Raj Gupta to commence the meeting with his speech.

🚩 Chairman (Mr. Brij Raj Gupta)

It is a great pleasure to have you all in this Annual general Meeting of our Company. I hope that all of you and your families are safe during these hard times. On behalf of Brawn Biotech limited Board of directors I thank you for joining us today. Your presence is indeed a true testimony to your involvement and support for the company.

We all have suffered from the impacts of Covid 19 and pharmaceutical industry is no stranger to it. The ongoing pandemic has resulted in loss of turnover to the Company. However, with people getting vaccination on global level, it is hoped to end the virus altogether. I am grateful to all our medical professionals who are risking their lives to keep us safe including our employees who continued to deliver on our commitments to all stakeholders despite these challenging times.

The Director's Report and Auditors Report for the Financial Year 2021-22 was circulated with you along with the Notice of the meeting and with your consent we take them as read. The Company during the year in consideration has incurred a loss of Rs. 157.47 lakhs due to which the directors has not declared any dividend for the year.

I understand the expectations of our shareholders and we aim to achieve them. We hope that the demand and supply will start smooth functioning and in the coming year company's focus shall remain to continue on expanding specialty and improving internal efficiencies. We are also more focused on increasing domestic sales which will bring more stability to growing margin.

Your company adheres and complies with all the applicable provisions of the relevant acts and rules. We value are stakeholders and are committed to doing business in transparent and ethical manner. With yours and our employees support, we will keep working towards the Company's vision.

With that I would now conclude my speech and I sincerely hope that you and your family members are safe, are practicing all safety protocols and continuing to adhere to all government guidelines. Once again, I thank you all for attending the Company's 37th Annual General Meeting. I would also like to show my deep appreciation to the employees of our company for putting their efforts in the betterment of the Company.

I request our Company Secretary, Ms. Priyanka Sharma, to carry forward the proceeding of today's meeting.

 **Company Secretary (Ms. Priyanka Sharma):**

I thank chairman sir for his warm words.

Now I am providing the summary of the auditors' reports. The statutory auditor Mr. Rajiv Jain and secretarial auditor Mr. Amit Bansal have expressed their unqualified opinion in their respective audit reports for the financial year 2021-22. No qualifications, observations, or adverse comments on financial statements and matter which have any material effect on functioning of the company are observed. The financial statements are available in the annual report for your reference.

The company has provided the facility to cast votes electronically on all resolutions set forth in the notice on both voting platform provided by Depositories i.e. NSDL and CDSL. Members please note that there would be no voting by show-off hands. All those who have not casted their vote and are desirous to cast their vote can do it within 30 minutes post this meeting. The Board of Directors has appointed Mr. Amit Bansal, Practicing Company Secretary as the scrutinizer for supervising the e-voting process. He is present amongst us and is also on the panel. We now take up the resolutions as said forth in the notice for voting:

1. The first item in ordinary business is to consider and adopt the audited standalone financial statements of the company for the financial year ended 31st March, 2022 together with the Board's Report and the Auditors' Report thereon.

2. The second item in ordinary business is to consider and re-appoint Mr. Brij Raj Gupta (DIN: 00974969), Director of the Company, who retires by rotation and being eligible to be re-appointed, by passing ordinary resolution.
3. The third business set out in the Notice is special business which is to re-appoint of Mr. Subhash Chandra as the Independent Director of the Company who holds office upto 10th November, 2022 and who is eligible for re-appointment and who meets the criteria for independence as provided in the Companies Act, 2013 and the rules framed thereunder by passing Special Resolution for a period of 5 years.
4. The Fourth and the last business set out in the Notice relates to special business which is to re-appoint of Ms. Kanta Takkar as the Independent Director of the Company who holds office upto 10th November, 2022 and who is eligible for re-appointment and who meets the criteria for independence as provided in the Companies Act, 2013 and the rules framed thereunder by passing Special Resolution for a period of 5 years.

The details of the directors who have offered themselves for appointment had been disclosed in the explanatory statement to the notice of the General Meeting.

Now we will take questions from Mr. Ajay Jain who had registered himself as a Speaker for this AGM. I along with our Scrutinizer & secretarial auditor would like to respond to shareholder query.

None of the shareholders raised any queries in the AGM, thereby Ms. Priyanka Sharma Carried forward the AGM.

The register of director & KMP, have been made available electronically for inspection by the members during the AGM. Members seeking Inspection of documents can send their request at solution@brawnbiotech.com. All the company's important information is available at our website www.brawnbiotechlimited.com. Shareholders can send their queries at solution@brawnbiotech.com.

Finally I thank all members and they may vote as I already said that CDSL platform will continue for next 30 minutes. Those who have not voted can do so. Resolution in the notice shall be deemed to be passed today subject to receiving of requisite number of votes. I hope you all stay healthy and safe.

See you in the next Annual General Meeting. Thank you once again.

The 37TH AGM of BRAWN BIOTECH LIMITED stands concluded