



KREBS BIOCHEMICALS & INDUSTRIES LIMITED

CIN: L24110AP1991PLC103912

Registered Office : Kothapalli (V), Kasimkota (M), Anakapalli, Visakhapatnam,
Andhra Pradesh-531031.

Phone: 040-66808040, Website: www.krebsbiochem.com, Email: com_sec@krebsbiochem.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, (the "Rules"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") (including any statutory modification or re-enactment thereof for the time being in force) and in accordance with the guidelines/ requirements prescribed by the Ministry of Corporate Affairs ("MCA") for conducting postal ballot vide General Circular Nos.14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, read with other relevant circulars issued in this regard, the latest being General Circular No. 09/2024 dated 19th September, 2024 (collectively the "MCA Circulars") and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), as amended from time to time, to transact the special businesses as set out hereunder by passing Special Resolutions, by way of postal ballot through voting by electronic means (e-voting) only.

Pursuant to Sections 102, 110 and other applicable provisions of the Act, the statement setting out the material facts in respect of Resolutions proposed to be passed is annexed to this Postal Ballot Notice and forms part of this Postal Ballot Notice ("Notice").

In terms of the requirements specified in the MCA Circulars, the Company is sending this Notice only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot. The voting by the Members would take place only through the remote e-voting system. For this purpose, the Company has entered into an agreement with KFIN Technology Limited ("KFINTECH") for facilitating voting through electronic means, as the authorised agency.

In compliance with Regulation 44 of the Listing Regulations, the provisions of Sections 108 and 110 of the Act read with Rule 20 and 22 of the Rules, the MCA Circulars and SS-2, the Company is providing remote e-voting facility to its Members to enable them to cast their votes electronically on the resolutions proposed in this Notice. The instructions for remote e-voting are appended to this Notice.

Members are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting votes by remote e-voting.

The Calendar of events for the Postal Ballot is as follows:

Sr. No.	Event Details	Timeline
1.	Cut-off date for determining list of Members eligible for remote e-voting	Friday, 21 st February, 2025
2.	Date of Completion of dispatch of Notice (by electronic	Tuesday, 25 th February, 2025

	means) to Members whose names appear in the Register of Members/List of Beneficial Owners as received from Depositories as on Cut-off date	
3.	Date and time of commencement of e-voting	Thursday, 27 th February, 2025 at 9:00 a.m.
4.	Date and time of closure of e-voting	Friday, 28 th March, 2025 upto 5:00 p.m.
5.	Declaration of results of Postal Ballot	Monday, 31 st March, 2025

The remote e-voting module shall be disabled by KFINTECH after closure of e-voting.

SPECIAL BUSINESS:

1. Appointment of Mr. Popatlal Mukanchand Kathariya (DIN: 00281395) as an Independent Director of the Company

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

“RESOLVED THAT Mr. Popatlal Mukanchand Kathariya (DIN: 00281395) who was appointed as an Additional Director of the Company by the Board of Directors with effect from 4th February, 2025 under Section 161 of the Companies Act, 2013 (the Act) and the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (the Act) read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Popatlal Mukanchand Kathariya (DIN: 00281395) a non-executive director of the Company, who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of five consecutive years from 4th February, 2025 to 3rd February, 2030.

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended and all other applicable provisions of Listing Regulations, the Companies Act, 2013 and Rules framed thereunder and such other applicable laws, rules, regulations, guidelines (“other applicable laws”) (including any statutory amendment(s) or modification(s) or reenactment(s) thereof for the time being in force), the approval of the members be and is hereby also accorded for the continuation of Mr. Popatlal Mukanchand Kathariya (DIN: 00281395) as an Independent Director, who would be attaining the age of 75 years on 21st June, 2028, till the expiry of his term of appointment i.e. upto 3rd February, 2030.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, matters, deeds and things and to take such steps as expedient or desirable to give effect to this resolution.”

2. Appointment of Ms. Dipti Chinubhai Shah (DIN: 07995542) as an Independent Director of the Company

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

“RESOLVED THAT Ms. Dipti Chinubhai Shah (DIN: 07995542) who was appointed as an Additional Director of the Company by the Board of Directors with effect from 4th February, 2025 under Section 161 of the Companies Act, 2013 (the Act) and the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (the Act) read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014, Ms. Dipti Chinubhai Shah (DIN: 07995542) a non-executive director of the Company, who has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of five consecutive years from 4th February, 2025 to 3rd February, 2030.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorised to do all such acts, matters, deeds and things and to take such steps as expedient or desirable to give effect to this resolution.”

3. Appointment of Mr. Satya Prakash Chigurupati (DIN: 00721318) as an Independent Director of the Company

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

“RESOLVED THAT Mr. Satya Prakash Chigurupati (DIN: 00721318) who was appointed as an Additional Director of the Company by the Board of Directors with effect from 4th February, 2025 under Section 161 of the Companies Act, 2013 (the Act) and the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (the Act) read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Satya Prakash Chigurupati (DIN : 00721318) a non-executive director of the Company, who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of five consecutive years from 4th February, 2025 to 3rd February, 2030.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorised to do all such acts, matters, deeds and things and to take such steps as expedient or desirable to give effect to this resolution.”

4. Appointment of Mr. Sumanth Karlapudi (DIN: 09188185) as an Independent Director of the Company

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

“RESOLVED THAT Mr. Sumanth Karlapudi (DIN: 09188185) who was appointed as an Additional Director of the Company by the Board of Directors with effect from 4th February, 2025 under Section 161 of the Companies Act, 2013 (the Act) and the Articles of Association of the Company and who is

eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (the Act) read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Sumanth Karlapudi (DIN: 09188185) a non-executive director of the Company, who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of five consecutive years from 4th February, 2025 to 3rd February, 2030.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorised to do all such acts, matters, deeds and things and to take such steps as expedient or desirable to give effect to this resolution.”

Registered Office:
Kothapalli (V), Kasimkota (M),
Anakapalli, Visakhapatnam, Andhra
Pradesh-531031.

E-mail: com_sec@krebsbiochem.com
Website: www.krebsbiochem.com
CIN: L24110AP1991PLC103912

For Krebs Biochemicals & Industries Limited

Sd/-
Rakesh R Kalbate
Company Secretary & Compliance Officer
Membership No: ACS 66666

Mumbai; 4th February, 2025.

NOTES:

1. The relevant Statement pursuant to the provisions of Section 102 of the Act read with Section 110 of the Act and read with Rule 22 of the Rules, as amended, setting out the material facts relating to the aforesaid resolutions and the reasons thereof is annexed hereto and forms part of this Notice.
2. The Notice is being sent only in electronic form to those Members whose names appear in the Company's Register of Members / List of Beneficial Owners as received from the Depositories as on Friday, 21st February, 2025 ("Cut-Off Date") and whose e-mail addresses are registered with the Company / RTA / Depositories / Depository Participants or who will register their e-mail address in accordance with the process outlined in this Notice. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date, i.e. Friday, 21st February, 2025.
3. Institutional / Corporate Members (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 vote through remote e-voting on its behalf and the same shall be received by the Scrutinizer / Company on or before close of remote e-voting. The said Resolution / Authorization shall be sent to the Scrutinizer by e-mail to the registered e-mail address acskriti@gmail.com with a copy marked to com_sec@krebsbiochem.com
4. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only.

It is clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company / RTA / Depositories) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice.

5. The Company is providing the facility of remote e-voting to its members and has engaged the services of KFIN Technology Limited ("KFINTECH") for this purpose. The members are requested to go through the detailed "INSTRUCTIONS FOR E-VOTING" and Notes appended to the Postal Ballot Notice.
6. The Postal Ballot Notice has been uploaded on the website of the Company at www.krebsbiochem.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The Notice is also disseminated on the website of the KFINTECH at www.kfintech.com.
7. The voting shall commence on Thursday, 27th February, 2025 at 9:00 a.m. (IST) and shall end on Friday, 28th March, 2025 at 5:00 p.m. (IST). During this period, the members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote electronically. The remote e-voting module shall be disabled by the KFINTECH for voting thereafter.
8. The Board has appointed Ms. Krithika Sharma (Membership No. A39335; CP No. 14671), Practicing Company Secretary, Hyderabad as a scrutinizer (the 'Scrutinizer') to scrutinize the Postal Ballot process in a fair and transparent manner.

9. The Chairman or in his absence any other Director or Company Secretary, authorised by the Board of Directors of the Company, shall forthwith on receipt of the Consolidated Scrutinizer's Report, declare the results of the e-voting. The results of e-voting will be declared and published, along with consolidated Scrutinizer's Report, on the website of the Company at www.krebsbiochem.com and on the KFINTECH website at www.kfintech.com and the same shall also be simultaneously communicated to the BSE Limited and the National Stock Exchange of India Limited within two working days from the conclusion of e-voting process.
10. The resolution passed by the members through postal ballot are deemed to have been passed as if they are passed at a general meeting of the members.
11. The resolutions, if passed by the requisite majority through Postal Ballot, shall be deemed to have been passed on the last date specified for remote e-voting i.e. Friday, 28th March, 2025.
12. The vote in this Postal Ballot cannot be exercised through proxy.
13. Members desirous of inspecting the documents referred to in the Notice or Statement may send their requests to email id com_sec@krebsbiochem.com from their registered email addresses mentioning their names, folio numbers/DP ID and Client ID upto Friday, 28th March, 2025. These documents are also available for inspection at the Registered Office of the Company on any working day during normal working hours (excluding Saturday) upto 28th March, 2025.

PROCEDURE FOR REMOTE E-VOTING:

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

Step 1: Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access to KFinTech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Details on Step 1 are mentioned below:

I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>1. User already registered for IDeAS facility:</p> <ul style="list-style-type: none"> i. Visit URL: https://eservices.nsdl.com ii. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. iii. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting". iv. Click on company name or e-Voting service provider and you will be redirected to e-Voting service provider website for casting the vote during the remote e-Voting period. <p>2. User not registered for IDeAS e-Services</p> <ul style="list-style-type: none"> i. To register click on link: https://eservices.nsdl.com ii. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp iii. Proceed with completing the required fields. iv. Follow steps given in points 1 <p>3. Alternatively by directly accessing the e-Voting website of NSDL</p> <ul style="list-style-type: none"> i. Open URL: https://www.evoting.nsdl.com/ ii. Click on the icon "Login" which is available under 'Shareholder/Member' section. iii. 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. iv. Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e. KFinTech. v. On successful selection, you will be redirected to KFinTech e-Voting page for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Existing user who has opted for Easi/ Easiest</p> <ul style="list-style-type: none"> i. Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com ii. Click on New System Myeasi iii. Login with your registered user id and password iv. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFinTech e-Voting portal.

	<p>v. Click on e-Voting service provider name to cast your vote.</p> <p>2. User not registered for Easi/Easiest</p> <p>i. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>ii. Proceed with completing the required fields.</p> <p>iii. Follow the steps given in point 1.</p> <p>3. Alternatively, by directly accessing the e-Voting website of CDSL</p> <p>i. Visit URL: https://evoting.cdslindia.com/Evoting/EvotingLogin</p> <p>ii. Provide your demat Account Number and PAN No.</p> <p>iii. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p> <p>iv. After successful authentication, user will be provided links for the respective ESP, i.e., KFin Technologies Limited where the e- Voting is in progress.</p>
Individual Shareholder login through their demat accounts / Website of Depository Participant	<p>I. You can also login using the login credentials of your demat account through your DP registered with NSDL / CDSL for e-Voting facility.</p> <p>II. Once logged-in, 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.</p> <p>III. Click on options available against company name or e-Voting service provider – KFinTech and you will be redirected to e-Voting website of KFinTech for casting your vote during the remote e-Voting period without any further authentication.</p>

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Securities held with NSDL	Please 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
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

Login method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

(A) Members whose email IDs are registered with the Company/ Depository Participant(s), will receive an email from KFin which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://evoting.kfintech.com/>
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (AZ), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e., Krebs Biochemicals "Postal Ballot" and click on "Submit".
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to cast its vote through remote e-voting together with attested specimen signature(s) of the duly authorised representative(s), to the Company at email id com_sec@krebsbiochem.com with a copy marked to evoting@kfintech.com."

(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Notice and e-voting instructions cannot be serviced, will have to follow the following process:

Procedure for Electronic folios:

Visit the link: <https://ris.kfintech.com/clientservices/postalballot/registration.aspx>

1. Select the company name “ Krebs Biochemicals & Industries Limited”
2. Shareholder to enter DPID-CLID / Folio No. and PAN No.
3. Shareholder to enter the e-mail id and mobile no.
4. Systems check the authenticity of the client id and PAN and send the different One-time Passwords (OTPs) to mobile no. and e-mail id to validate.
5. Shareholder to enter the OTPs received by SMS and e-mail id to complete the validation process (OTPs will be valid for 5 minutes only).
6. System confirms the e-mail id for the limited purpose of services Postal Ballot notice.
7. System will send the notice & procedure for e-voting to the e-mail given by the shareholder.

Procedure for Physical folios:

Visit the link <https://ris.kfintech.com/clientservices/postalballot/registration.aspx>

1. Select company name “Krebs Biochemicals & Industries Limited”
2. Shareholder to enter physical Folio No and PAN No.
3. If PAN No. is not available in the records, shareholder to enter one of the Certificate No.
4. Shareholder to enter the e-mail id and mobile no.
5. Systems check the authenticity of the Folio No. and PAN/Certificate No. and send the different OTPs to mobile no. and e-mail id to validate.
6. Shareholder to enter the OTPs received by SMS and e-mail id to complete the validation process. (OTPs will be valid for 5 min. Only).
7. If PAN is not available, the system will prompt to upload the duly signed scan copy of the PAN.
8. System confirms the registration of e-mail id.
9. System will send the notice & procedure for e-voting to the “e-mail id” given by the shareholder.

Post successful registration of the e-mail, the shareholder would get a soft copy of the notice and the procedure for e-voting along with the User ID and the Password to enable e-voting for this Postal Ballot.

In case of any query/concern/grievance, Members may refer the (i) remote e-voting user manual or (ii) Help & Frequently Asked Questions (FAQs), available at the downloads section of <https://evoting.kfintech.com> or KFin Technologies Limited at Selenium, Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, India, at email: inward.ris@kfintech.com; or at toll free no. 1800-3094-001.

Information at a glance:

Particulars	Notes
Cut-off Date to determine eligible numbers to vote on the resolution	Friday, 21 st February, 2025
E-Voting start time and date	Thursday, 27 th February, 2025 at 09:00 A.M. (IST)
E-Voting end time and date	Friday, 28 th March, 2025 at 05:00 P.M. (IST)
Date on which the resolution is deemed to be passed, if approved by the requisite majority	Friday, 28 th March, 2025
Name, address and contact details of Registrar and Share Transfer Agent.	Contact name: Mr. Singireddy Shanker Reddy Corporate Registry (RIS) KFin Technologies Limited Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal,

	<p>Hyderabad - 500 032</p> <p>Contact details: inward.ris@kfintech.com</p> <p>Contact number - 1800-309-4001</p>
Name, address and contact details of e-voting service provider	<p>Mr. Praveen Chaturvedi, Vice President - Corporate Registry KFin Technologies Limited</p> <p>Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500 032</p> <p>Contact details: inward.ris@kfintech.com</p> <p>Contact number - 1800-309-4001</p>
KFin Technologies Limited e-voting website address	<p>https://evoting.kfintech.com/</p>

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1:

The Board of Directors ("Board") on the recommendation of the Nomination and Remuneration Committee ("NRC") has appointed Mr. Popatlal Mukanchand Kathariya (DIN: 00281395) as an Additional Director of the Company with effect from 4th February, 2025 and also as an Independent Director of the Company for a term of 5 (five) consecutive years with effect from 4th February, 2025 to 3rd February, 2030, subject to approval of the Members by way of a special resolution.

Mr. Kathariya, aged 71 years is Graduate in Commerce and is a fellow member of the Institute of Chartered Accountant of India. Mr. Kathariya is practising as Chartered Accountants since 1978 and is having vast experience in the audit and taxation field.

After reviewing the profile of Mr. Kathariya, the NRC and the Board was of the view that Mr. Kathariya possesses appropriate skills, experience and knowledge as required for the role of an Independent Director. The skills coupled with his rich experience will benefit the Company. Accordingly, the NRC has recommended to the Board his candidature as an Independent Director of the Company.

The Board has also appointed him as the Member of the following Committees of the Board with effect from 4th February, 2025:

(1) Audit Committee, (2) Nomination and Remuneration Committee, and (3) Stakeholders Relationship Committee.

He does not hold any equity shares of the Company.

He is a Director on the Board of Sam Tax and Finance Services Private Limited. Except Ravi Kumar Distilleries Limited, he has not resigned/ retired as a Director from any listed entity in the last three years.

The Company has received a declaration from Mr. Kathariya to the effect that he meets the criteria of independence as provided in Section 149(6) and other applicable provisions of the Act and Rules framed thereunder and Regulation 16(1)(b), Regulation 25(8) and other applicable provisions of the Listing Regulations. Mr. Kathariya has also confirmed that he is not debarred from holding the office of a Director by virtue of any order passed by the Securities and Exchange Board of India or any such authority and is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Mr. Kathariya has also confirmed that he is in compliance with applicable Rules of the Companies (Appointment and Qualification of Directors) Rules, 2014 with respect to his registration in the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

He is not related to any Director or Key Managerial Personnel of the Company.

The Board, on the basis of confirmations / declarations provided by Mr. Kathariya is of the opinion that he fulfils the conditions / criteria specified under the Act, the Rules framed thereunder and the Listing Regulations in relation to his appointment as an Independent Director of the Company and that he is independent of the management of the Company.

The Company has received a notice pursuant to Section 160 of the Act from a Member signifying the intention to propose the appointment of Mr. Kathariya as a Director of the Company.

The letter of his appointment as an Independent Director setting out the terms and conditions of his appointment would be made available for inspection to the Members on sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at

com_sec@krebsbiochem.com. The same is also placed on the website of the Company www.krebsbiochem.com.

Pursuant to the Regulation 17(1A) of the Listing Regulations, no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five (75) years unless a special resolution is passed to that effect and the explanatory statement annexed to the notice proposing such appointment or continuation specifies the justification for such appointment or continuation, as the case may be. Accordingly, Mr. Kathariya will attain the age of seventy five (75) years during the tenure of his appointment and the special resolution is required for his appointment under Regulation 17 (1A) of Listing Regulations.

Mr. Kathariya is in good health and of sound and alert mind. The Board is of the opinion that he is able to function and discharge his duties in an able and competent manner. Based on the recommendation of the Nomination and Remuneration Committee and taking into account the qualification, seniority and expertise of Mr Kathariya, which will be of immense benefit to the Company, the Board of Directors recommends his continuation as Independent Director of the Company till the completion of his tenure of appointment even after his attaining the age of 75 years.

Pursuant to the provisions of section 149, 152, and other applicable provisions of the Companies Act, 2013 and Regulation 17(1A) and 17(1C) of the Listing Regulations, approval of Members for appointment of a person on the Board of Directors of a company is required to be obtained either at the next general meeting or within three months from the date of appointment, whichever is earlier. Hence the approval of the Members for his appointment is sought in this Postal Ballot Notice.

The Board, considering the qualification, experience and expertise of Mr. Kathariya, recommends the Special Resolution as set out at Item No.1 of the Postal Ballot Notice for approval of the Members.

Except Mr. Kathariya, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the accompanying Notice.

This Explanatory Statement may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) of The Institute of Company Secretaries of India (ICSI).

Item No. 2:

The Board on the recommendation of the NRC has appointed Ms. Dipti Chinubhai Shah (DIN: 07995542) as an Additional Director of the Company with effect from 4th February, 2025 and also as an Independent Director of the Company for a term of 5 (five) consecutive years with effect from 4th February, 2025 to 3rd February, 2030, subject to approval of the Members by way of a special resolution.

Ms. Dipti Shah, aged 51 years, by qualification is B.Com and LL.B and is also a Solicitor from England and Wales. She is practising as an Advocate at the High Court of Judicature at Mumbai and as Solicitor from England & Wales.

Her experience in the commercial and legal field will be of immense benefit to the Company.

NRC has identified knowledge, experience and expertise in the commercial and legal field as the skills required for this role. After reviewing the profile of Ms. Dipti Shah, the NRC and the Board was of the view that Ms. Dipti Shah possesses appropriate skills, experience and knowledge as required for the role of an Independent Director. Accordingly, the NRC has recommended to the Board her candidature as an Independent Director of the Company.

The Board has also appointed her as the Member of the following Committees of the Board with effect from 4th February, 2025:

(1) Audit Committee, (2) Nomination and Remuneration Committee, and (3) Stakeholders Relationship Committee.

She does not hold any equity shares of the Company

She is an Independent Director on the Board of Makers Laboratories Limited, a listed company. She is member of the Audit Committee and Nomination and Remuneration Committee of the Board of Directors of Makers Laboratories Ltd. She has not resigned/ retired as a Director from any listed entity in the last three years.

The Company has received a declaration from Ms. Dipti Shah to the effect that she meets the criteria of independence as provided in Section 149(6) and other applicable provisions of the Act and Rules framed thereunder and Regulation 16(1)(b), Regulation 25(8) and other applicable provisions of the Listing Regulations. Ms. Dipti Shah has also confirmed that she is not debarred from holding the office of a Director by virtue of any order passed by the Securities and Exchange Board of India or any such authority and is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Ms. Dipti Shah has also confirmed that she is in compliance with applicable Rules of the Companies (Appointment and Qualification of Directors) Rules, 2014 with respect to her registration in the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

She is not related to any Director or Key Managerial Personnel of the Company.

The Board, on the basis of confirmations / declarations provided by Ms. Dipti Shah is of the opinion that she fulfils the conditions / criteria specified under the Act, the Rules framed thereunder and the Listing Regulations in relation to her appointment as an Independent Director of the Company and that she is independent to the management of the Company.

The Company has received a notice pursuant to Section 160 of the Act from a Member signifying the intention to propose the appointment of Ms. Dipti Shah as a Director of the Company.

The letter of her appointment as an Independent Director setting out the terms and conditions of her appointment would be made available for inspection to the Members on sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at com_sec@krebsbiochem.com. The same is also placed on the website of the Company www.krebsbiochem.com.

Pursuant to the provisions of section 149, 152, and other applicable provisions of the Companies Act, 2013 and Regulation 17(1C) of the Listing Regulations, approval of Members for appointment of a person on the Board of Directors of a company is required to be obtained either at the next general meeting or within three months from the date of appointment, whichever is earlier. Hence, the approval of the Members for her appointment is sought in this Postal Ballot Notice.

The Board, considering the qualification, experience and expertise of Ms. Dipti Shah, recommends the Special Resolution as set out at Item No.2 of the Postal Ballot Notice for approval of the Members.

Except Ms. Dipti Shah, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the accompanying Notice.

This Explanatory Statement may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) of The Institute of Company Secretaries of India (ICSI).

Item No. 3:

The Board on the recommendation of the NRC has appointed Mr. Satya Prakash Chigurupati (DIN: 00721318) as an Additional Director of the Company with effect from 4th February, 2025 and also as an Independent Director of the Company for a term of 5 (five) consecutive years with effect from 4th February, 2025 to 3rd February, 2030, subject to approval of the Members by way of a special resolution.

Mr. Satya Prakash Chigurupati, aged 62 years is Graduate in Commerce and Law. He is a fellow member of the Institute of Chartered Accountant of India. He has worked in Cement Industry for 15 years as Chief of Finance and Accounts. Subsequently he started his own practice as Chartered Accountants and he is in practice for the past 20 years.

NRC has identified qualification, expertise and expertise in the field of finance, accounts, audit, commerce and law as the skills required for this role. After reviewing the profile of Mr. Satya Prakash Chigurupati, the NRC and the Board was of the view that Mr. Satya Prakash Chigurupati possesses appropriate skills, experience and knowledge as required for the role of an Independent Director. The skills coupled with his rich experience will benefit the Company. Accordingly, the NRC has recommended to the Board his candidature as an Independent Director of the Company.

The Board has also appointed him as the Member of the following Committees of the Board with effect from 4th February, 2025:

(1) Audit Committee, (2) Nomination and Remuneration Committee, and (3) Stakeholders Relationship Committee.

He does not hold any equity shares of the Company.

Currently he is a Director on the Board of three private limited companies namely Vidhtha Constructions and Consultancy Private Limited, Sri Sai Balaji Industries Private Limited, and Sommet Impex Private Limited. He has not resigned/ retired as a Director from any listed entity in the last three years.

The Company has received a declaration from Mr. Satya Prakash Chigurupati to the effect that he meets the criteria of independence as provided in Section 149(6) and other applicable provisions of the Act and Rules framed thereunder and Regulation 16(1)(b), Regulation 25(8) and other applicable provisions of the Listing Regulations. Mr. Satya Prakash Chigurupati has also confirmed that he is not debarred from holding the office of a Director by virtue of any order passed by the Securities and Exchange Board of India or any such authority and is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Mr. Satya Prakash Chigurupati has also confirmed that he is in compliance with applicable Rules of the Companies (Appointment and Qualification of Directors) Rules, 2014 with respect to his registration in the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

He is not related to any Director or Key Managerial Personnel of the Company.

The Board, on the basis of confirmations / declarations provided by Mr. Satya Prakash Chigurupati is of the opinion that he fulfils the conditions / criteria specified under the Act, the Rules framed thereunder and the Listing Regulations in relation to his appointment as an Independent Director of the Company and that he is independent to the management of the Company.

The Company has received a notice pursuant to Section 160 of the Act from a Member signifying the intention to propose the appointment of Mr. Satya Prakash Chigurupati as a Director of the Company.

The letter of his appointment as an Independent Director setting out the terms and conditions of his appointment would be made available for inspection to the Members on sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at com_sec@krebsbiochem.com . The same is also placed on the website of the Company www.krebsbiochem.com .

Pursuant to the provisions of section 149, 152, and other applicable provisions of the Companies Act, 2013 and Regulation 17(1C) of the Listing Regulations, approval of Members for appointment of a person on the Board of Directors of a company is required to be obtained either at the next general meeting or within three months from the date of appointment, whichever is earlier. Hence the approval of the Members for his appointment is sought in this Postal Ballot Notice.

The Board, considering the qualification, experience and expertise of Mr. Satya Prakash Chigurupati, recommends the Special Resolution as set out at Item No.3 of the Postal Ballot Notice for approval of the Members.

Except Mr. Satya Prakash Chigurupati, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the accompanying Notice.

This Explanatory Statement may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) of The Institute of Company Secretaries of India (ICSI).

Item No. 4:

The Board on the recommendation of the NRC has appointed Mr. Sumanth Karlapudi (DIN: 09188185) as an Additional Director of the Company with effect from 4th February, 2025 and also as an Independent Director of the Company for a term of 5 (five) consecutive years with effect from 4th February, 2025 to 3rd February, 2030, subject to approval of the Members by way of a special resolution.

Mr. Sumanth Karlapudi, aged 37 years is Graduate in Commerce and Law. He is also a fellow member of the Institute of Chartered Accountant of India. Mr. Sumanth Karlapudi having vast experience in the field of Finance, Taxation and Strategic Planning.

NRC has identified qualification, experience and expertise in the field of Finance, Taxation, Planning and Strategy as the skills required for this role. After reviewing the profile of Mr. Sumanth Karlapudi, the NRC and the Board was of the view that Mr. Sumanth Karlapudi possesses appropriate skills, experience and knowledge as required for the role of an Independent Director. The skills coupled with his experience will benefit the Company. Accordingly, the Nomination and Remuneration Committee has recommended to the Board his candidature as an Independent Director of the Company.

The Board has also appointed him as the Member of the following Committees of the Board with effect from 4th February, 2025:

(1) Audit Committee, (2) Nomination and Remuneration Committee, and (3) Stakeholders Relationship Committee.

He does not hold any equity shares of the Company.

He is a Director on the Board of Norrish Laboratories Private Limited, Phanicare Pharmaceuticals Private Limited and Profield Organics Private Limited. He has not resigned/ retired as a Director from any listed entity in the last three years.

The Company has received a declaration from Mr. Sumanth Karlapudi to the effect that he meets the criteria of independence as provided in Section 149(6) and other applicable provisions of the Act and Rules framed thereunder and Regulation 16(1)(b), Regulation 25(8) and other applicable provisions of the Listing Regulations. Mr. Sumanth Karlapudi has also confirmed that he is not debarred from holding the office of a Director by virtue of any order passed by the Securities and Exchange Board of India or any such authority and is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Mr. Sumanth Karlapudi has also confirmed that he is in compliance with applicable Rules of the Companies (Appointment and Qualification of Directors) Rules, 2014 with respect to his registration in the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

He is not related to any Director or Key Managerial Personnel of the Company.

The Board, on the basis of confirmations / declarations provided by Mr. Sumanth Karlapudi is of the opinion that he fulfils the conditions / criteria specified under the Act, the Rules framed thereunder and the Listing Regulations in relation to his appointment as an Independent Director of the Company and that he is independent of the management of the Company.

The Company has received a notice pursuant to Section 160 of the Act from a Member signifying the intention to propose the appointment of Mr. Sumanth Karlapudi as a Director of the Company.

The letter of his appointment as an Independent Director setting out the terms and conditions of his appointment would be made available for inspection to the Members on sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at com_sec@krebsbiochem.com . The same is also placed on the website of the Company www.krebsbiochem.com .

Pursuant to the provisions of section 149, 152, and other applicable provisions of the Companies Act, 2013 and Regulation 17(1C) of the Listing Regulations, approval of Members for appointment of a person on the Board of Directors of a company is required to be obtained either at the next general meeting or within three months from the date of appointment, whichever is earlier. Hence the approval of the Members for his appointment is sought in this Postal Ballot Notice.

The Board, considering the qualification, experience and expertise of Mr. Sumanth Karlapudi, recommends the Special Resolution as set out at Item No.4 of the Postal Ballot Notice for approval of the Members.

Except Mr. Sumanth Karlapudi, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice.

This Explanatory Statement may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) of The Institute of Company Secretaries of India (ICSI).

DETAILS OF THE DIRECTOR SEEKING APPOINTMENT

(Pursuant to Regulation 36(3) Of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 On General Meetings)

Name	Mr. P M Kathariya	Ms. Dipti Shah	Mr. Satya Prakash Chigurupati	Mr. Sumanth Karlapudi
DIN	00281395	07995542	00721318	09188185
Date of Birth	21 st June, 1953	24 th June, 1973	13 th June, 1962	8 th April, 1987

and Age	71 years	51 Years	62 Years	37 Years
Date of first appointment as a Director of the Company	4 th February, 2025	4 th February, 2025	4 th February, 2025	4 th February, 2025
Qualifications	B. Com, FCA	B. Com, LLB, Solicitor from England and Wales	B. Com, LLB and FCA	B. Com, BA LLB, FCA
Expertise in specific functional areas	Audit and Taxation	Legal and Commercial	Finance, Accounts, Audit, Commerce & Law	Finance, Taxation, Planning & Strategy
Terms and Conditions of appointment and reappointment	For a term of 5 (five) consecutive years from 4 th February, 2025 to 3 rd February, 2030	For a term of 5 (five) consecutive years from 4 th February, 2025 to 3 rd February, 2030	For a term of 5 (five) consecutive years from 4 th February, 2025 to 3 rd February, 2030	For a term of 5 (five) consecutive years from 4 th February, 2025 to 3 rd February, 2030
Details of Remuneration last drawn	NA	NA	NA	NA
Details of Remuneration sought to be paid	Sitting fees payable for attending Board/Committee Meetings	Sitting fees payable for attending Board/Committee Meetings	Sitting fees payable for attending Board/Committee Meetings	Sitting fees payable for attending Board/Committee Meetings
Number of Board meetings attended during the FY 2024-25	Appointed w.e.f. 4 th February, 2025 and attended first board meeting on that date	Appointed w.e.f. 4 th February, 2025 and attended first board meeting on that date	Appointed w.e.f. 4 th February, 2025 and attended first board meeting on that date	Appointed w.e.f. 4 th February, 2025 and attended first board meeting on that date
Directorships held in other companies	1. Sam Tax and Finance Services Private Limited	1. Makers Laboratories Limited	1. Vidhtha Constructions and Consultancy Private Limited 2. Sri Sai Balaji Industries Private Limited 3. Sommet Impex Private Limited	1. Norrish Laboratories Private Limited 2. Phanicare Pharmaceuticals Private Limited 3. Profiel Organics Private Limited
Listed Entities from which he/she has resigned as Director in past 3 years	None	None	None	None
Memberships/ Chairmanships of committees of	None	Member of Audit Committee and Nomination and	None	None

other companies		Remuneration Committee of Makers Laboratories Limited		
Number of Equity Shares held in the Company	Nil	Nil	Nil	Nil

Registered Office:
Kothapalli (V), Kasimkota (M),
Anakapalli, Visakhapatnam, Andhra
Pradesh-531031.

E-mail: com_sec@krebsbiochem.com
Website: www.krebsbiochem.com
CIN: L24110AP1991PLC103912

Mumbai; 4th February, 2025.

For **Krebs Biochemcials & Industries Limited**

Sd/-
Rakesh R Kalbate
Company Secretary & Compliance Officer
Membership No. ACS 66666