NOTICE

NOTICE IS HEREBY GIVEN THAT THE 34TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF HINDUSTAN BIO SCIENCES LIMITED WILL BE HELD ON WEDNESDAY, 30TH SEPTEMBER 2026 AT 10.00 A.M.AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO.31 SAGAR SOCIETY ROAD NO.2, BANJARAHILLS HYDERABAD-500034, TELANGANA TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. **To receive, consider, and adopt the Audited Standalone Financial Statement for the financial year ended March 31, 2026**

   To receive, consider, and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolution as Ordinary Resolution:

   "RESOLVED THAT the audited (standalone) financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and the Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. **To appoint a director in place of Smt. Uma Jampana (DIN: 00912376) who retires by rotation and being eligible, offers herself for re-appointment.**

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

   "RESOLVED THAT Smt. Uma Jampana (DIN: 00912376) be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

3. **TO CONSIDER THE SCHEME OF REDUCTION OF SHARE CAPITAL OF THE COMPANY.**

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

   "RESOLVED THAT pursuant to Section 66 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made thereunder including the National Company Law Tribunal (Procedure for Reduction of Share Capital of Company) Rules, 2016 ("NCLT Rules") and any other applicable provisions of law (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company and subject to the confirmation by the Hon'ble National Company Law Tribunal, Hyderabad Bench ("NCLT") and such other approvals, consents, permissions and sanctions as may be required to be obtained from appropriate Governmental authorities, departments, offices, institutions, bodies, agencies and/or third parties and subject to the terms and conditions, as may be prescribed while granting such approvals, consents, permissions and sanctions by the NCLT and/or any other appropriate Governmental authorities, departments, offices, institutions, bodies, agencies and/or third parties connected with the Reduction of Share Capital and which may be agreed to by the Board of Directors of the

Company ("Board") (which term shall be deemed to mean and include one or more committee(s) constituted/ to be constituted by the Board), approval of the members of the Company ("Members") be and is hereby accorded to the Scheme of Reduction of Share Capital ("Scheme") of the Company by way of reduction of paid- up share capital of the Company from Rs. 2,05,01,600/- (Rupees Two crores Five Lakhs One Thousand Six Hundred only) comprising of 1,02,50,800 (One Crore Two Lakhs Fifty Thousand and Eight Hundred Only) equity shares of Rs. 2/- each to Rs. 92,25,720/- (Rupees Ninety-Two Lakhs Twenty-Five thousand and Seven hundred Twenty only) divided into 46,12,860 (Forty-Six Lakhs Twelve Thousand Eight Hundred and Sixty) equity shares of Rs. 2/- each and such reduction would be effected by writing off the Accumulated Losses of Rs. 1,12,75,880/- (Rupees One Crore Twelve Lakhs Seventy-Five Thousand Eight Hundred Eighty Only) on the Effective Date of the draft Scheme of Reduction of capital ("Scheme").

RESOLVED FURTEHR THAT simultaneously with and as an integral part of the aforesaid reduction and re-organization of share capital, and pursuant to Sections 13, 14 and 61 of the Companies Act, 2013 and subject to approval of the Scheme of Reduction of Share Capital by the Hon'ble National Company Law Tribunal, Hyderabad Bench ("NCLT"), the Authorised Share capital of the Company be altered from Rs. 11,00,00,000/- (Rupees Eleven crores only) divided into 5,50,00,000 (Five Crores Fifty Lakhs only) Equity Shares of Rs.2/- (Rupees Two) each to Rs. 11,00,00,000/- (Rupees Eleven crores only) divided into 1,10,00,000 (One crores Ten Lakhs only) Equity Shares of Rs. 10/- (Rupees Ten) each and consequently the existing Clause V of the Memorandum of Association and Article 5 of the Articles of Association of the company be and is hereby altered by deleting the same and substituting in its place and instead thereof, the following:

"Clause V of Memorandum of Association:

"Clause V: The Authorised share capital of the company is Rs. 11,00,00,000/- (Rupees Eleven crores only) divided into 1,10,00,000 (One crores Ten Lakhs only) Equity Shares of Rs. 10/- (Rupees Ten) each."

Article 5 of Articles of Association:

"Article 5 : The Authorised share capital of the company is Rs. 11,00,00,000/- (Rupees Eleven crores only) divided into 1,10,00,000 (One crores Ten Lakhs only) Equity Shares of Rs. 10/- (Rupees Ten) each to be increased or reduced in accordance with the relevant provisions of Companies Act, 2013."

RESOLVED FURTHER THAT for giving effect to the reduction and consolidation, the entitlement of shareholders shall, subject to the Scheme and applicable laws, be determined such that for every 100 (One Hundred) equity shares of ₹2/- each held immediately prior to the Record date, the shareholder shall be entitled to 9 (Nine) equity shares of ₹10/- each after giving effect to the reduction and consolidation.

RESOLVED FURTHER THAT accordingly, upon the Scheme becoming effective, the total issued and paid-up Equity Share Capital of the Company shall stand reduced and consolidated from Rs. 2,05,01,600/- (Rupees Two crores Five Lakhs One-Thousand Six hundred only) comprising of 1,02,50,800 (One Crore Two Lakhs Fifty Thousand and Eight Hundred) equity shares of Rs. 2/- each, fully paid-up, to Rs. 92,25,720/-(Rupees Ninety-Two Lakhs Twenty-Five

Thousand Seven Hundred Twenty Only) divided into 9,22,572 Equity Shares of Rs. 10/- each, fully paid-up.

RESOLVED FURTHER THAT the aforesaid reduction of share capital shall be effected by cancellation and extinguishment of 56,37,940 (Fifty-Six Lakhs Thirty-Seven Thousand Nine Hundred Forty) equity shares of ₹2/- each, fully paid-up, and the said shares shall, upon the Scheme becoming effective and on the Record Date determined in accordance with the Scheme, stand cancelled, extinguished and rendered invalid, without any further act, deed or instrument on the part of the Company or the concerned shareholders, including by giving appropriate instructions to NSDL and CDSL, as applicable.

RESOLVED FURTHER THAT any fractional entitlement arising pursuant to the implementation of the Scheme (Reduction and consolidation) shall be dealt with in the manner provided in the Scheme and, where fractional entitlements are required to be rounded up to the next whole number, the corresponding increase in the number of equity shares arising from such rounding shall be foregone by Mr. Venkata Rama Mohan Raju Jampana, Promoter of the Company, so that the aggregate issued and paid-up share capital of the Company shall remain at Rs. 92,25,720/- (Rupees Ninety-Two Lakhs Twenty-Five Thousand Seven Hundred Twenty only) and shall not increase on account of such rounding-off.

"RESOLVED FURTHER THAT upon the Scheme becoming effective, in respect of shareholders holding equity shares in physical form on record date, the Company be and is hereby authorised to transfer and hold such shares in a Demat Suspense Account opened for this purpose, in accordance with the applicable provisions of law and the terms of the Scheme."

"RESOLVED FURTHER THAT it is noted that the proposed Scheme qualifies for exemption under Regulation 37(6)(b) of the SEBI (LODR) Regulations, 2015, being a scheme providing for writing off accumulated losses against the share capital of a listed company."

"RESOLVED FURTHER THAT subject to confirmation of the Scheme by NCLT and all other approvals from any other appropriate authorities, the Company shall not be required to add the words "And Reduced" to its name subsequent to such reduction of equity share capital of the Company."

"RESOLVED FURTHER THAT Board of Directors of the Company, or Company Secretary & Compliance Officer of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things; as may be considered requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the proposed capital reduction including without limitation:

(a) To finalize, amend and settle the draft Scheme, and assent to such alterations, conditions and modifications, if any, or effect any other modification or amendment as the Company may consider necessary or desirable to give effect to the Proposed Reduction thereof;

(b) To file the Scheme and/or any other information/details with the Central/ State Government(s), SEBI, Stock Exchanges or anybody, authority or agency and to obtain sanction or approval to any provisions of the Scheme or for giving effect thereto;

(c) To file any application, affidavit, petition, pleading, form or reports before Hon'ble NCLT or any other statutory or regulatory authority including the Registrar of Companies, the Regional Director or such other authority as may be required in connection with the Proposed Reduction or its sanction thereof and to do all such acts and deeds as they may deem necessary in connection therewith and incidental thereto;

(d) To make any alterations/changes to the draft Scheme as may be expedient or necessary, which does not materially change the substance of the draft Scheme, particularly for satisfying the requirements or conditions imposed by the NCLT or any other appropriate authority;

(e) To sign all applications, petitions, affidavits, undertakings, certificates, documents, letters relating to the Proposed Reduction and represent the Company before the NCLT and any other authorities in relation to any matter relating to the Proposed Reduction or delegate such authority to any other person through a valid power of attorney;

(f) To verify, sign, deal, swear, affirm, declare, deliver, execute, make, enter into, acknowledge, undertake, record all deeds, declarations, instruments, vakalatnamas, applications, petitions, affidavits, objections, notices and writings whatsoever as may be usual, necessary, proper or expedient and all manner of documents, petitions, affidavits and applications under the applicable laws and to represent the Company in all correspondences, matters and proceedings and any nature whatsoever in relation to the above;

(g) To obtain the requisite approval and/or consents of the shareholders, secured lenders of the Company, bank, financial institutions and other regulatory authorities as may be required and for that purpose, to initiate all necessary actions and to take other consequential steps as may be required from time to time in that behalf;

(h) To engage any counsel, consultant firms, advocates, attorneys, pleaders, solicitors, valuers or any other one or more agencies, as may be required in relation to or in connection with the Proposed Reduction of share capital, on such terms and conditions as they may deem fit, finalize fees, terms and conditions of their appointment letter(s), furnish such information as may be required by them and also to sign, execute and deliver all documents, letters, advertisements, announcements, disclosures, affidavits, undertakings and other related documents in favour of the concerned authorities, advocates or any one or more persons as they may deem fit and to do all such acts, deeds and things as they may deem fit and as may be necessary in this regard;

(i) To consider, approve, sign and execute all other documents, advertisements, announcements, disclosures, etc. which may be sent/required to be sent to concerned authorities on behalf of the Company;

(j) To file requisite forms with the Registrar of Companies in connection with the Proposed Reduction during and after the process of sanction thereof;

(k) To suspend, withdraw or revive the Scheme from time to time as may be specified by any statutory authority or as may be suo moto decided by the Board in its absolute discretion;

(l) To approve such actions as may be considered necessary for approval / sanction by the NCLT or any other appropriate authority under the applicable provisions of the Act, including but not limited to making filing with the concerned Registrar of Companies, Regional Directors, and other authorities as may be required, to approve all other actions required for full and effective implementation of the Proposed Reduction and do all such other acts, matters, deeds and things necessary, proper or desirable in connection with or incidental to giving effect to the purposes of this resolution;

(m) To incur such other expenses as may be necessary with regard to the above transaction, including payment of fees to solicitors, merchant bankers, advisors, valuers, registrars and other agencies and such other expenses that may be incidental to the above, as may be decided by them;

(n) To accept services of notices or other processes which may from time to time be issued in connection with the matter aforesaid;

(o) To give such directions as they may think fit and proper, including directions for settling any questions or difficulties that may arise and to do all acts, deeds and tasks, as may be deemed necessary, expedient or proper to give effect to the proposed capital reduction and for matters connected therewith or incidental thereto.

"**RESOLVED FURTHER THAT** the Board of Directors of the Company ("the Board"), be and is hereby authorized to take all necessary steps and do all such acts, deeds, matters and things, as they may, in their absolute discretion deem necessary, expedient, usual or proper in the best interest of the Company including issuing any directions for settling any question or doubt or difficulty whatsoever that may arise, for the purpose of giving effect to the reduction of capital, or to any modification thereof without being required to seek any further consent or approval of the members or otherwise."

For and on behalf of the Board of Directors
Hindustan Bio Sciences Limited

Sd/-
Venkata Rama Mohan RajuJampana
Chairman and Managing Director
(DIN: 00060800)

Place: Hyderabad
Date: 31-08-2026