NOTICE

Notice is hereby given that the Nineteenth Annual General Meeting of the Members of M/s Vilin Bio Med Limited ("the Company") will be held on Saturday, August 30, 2025 at 3:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact following business mentioned below:

Ordinary Business

1. **To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 together with the Report of the Directors and Auditors thereon and in this regard, to give assent or dissent to the following Resolution as an Ordinary Resolution:**

   "**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025 including the Audited Balance Sheet as at March 31, 2025 the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon, be and are hereby received, considered and adopted."

Special Business

2. **Appointment of Mr. Sasikanth Paritala (DIN: 08407277) as an Independent Director of the Company**

   To consider and, if thought fit, to pass with or without modification, the following Resolution as Special Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 149, 150 and 152, Schedule-IV and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for appointment of Mr. Sasikanth Paritala (DIN: 08407277) who was appointed as an Additional Director in the capacity of Non-Executive Independent Director of the Company by the Board of Directors with effect from January 23, 2025, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the Listing Regulations, and in respect of whom the Company has received a Notice in writing under Section 160(1) of the Act proposing his candidature for the office of a Director, as an Independent Director, not liable to retire by rotation, to hold office for a term of five consecutive years i.e., from January 23, 2025 up to January 22, 2030."

   "**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as required, expedient and desirable for the purpose of giving effect to the Resolution."

3. **Appointment of Mr. Veeraiah Chowdary Kolla (DIN: 09741691) as an Independent Director of the Company**

   To consider and, if thought fit, to pass with or without modification, the following Resolution as Special Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 149, 150 and 152, Schedule-IV and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for appointment of Mr. Veeraiah Chowdary Kolla (DIN: 09741691)who was appointed as an Additional Director in the capacity of Non-Executive Independent Director of the Company by the Board of Directors with effect from January 23, 2025, and who has submitted a declaration that he meets the criteria of independence under Section

149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the Listing Regulations, and in respect of whom the Company has received a Notice in writing under Section 160(1) of the Act proposing his candidature for the office of a Director, as an Independent Director, not liable to retire by rotation, to hold office for a term of five consecutive years i.e., from January 23, 2025 up to January 22, 2030."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as required, expedient and desirable for the purpose of giving effect to the Resolution."

4. Appointment of Mr. Girish Muktevi (DIN: 10709464) as an Independent Director of the Company

To consider and, if thought fit, to pass with or without modification, the following Resolution as Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 150 and 152, Schedule-IV and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for appointment of Mr. Girish Muktevi (DIN: 10709464)who was appointed as an Additional Director in the capacity of Non-Executive Independent Director of the Company by the Board of Directors with effect from January 23, 2025, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the Listing Regulations, and in respect of whom the Company has received a Notice in writing under Section 160(1) of the Act proposing his candidature for the office of a Director, as an Independent Director, not liable to retire by rotation, to hold office for a term of five consecutive years i.e., from January 23, 2025 up to January 22, 2030."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as required, expedient and desirable for the purpose of giving effect to the Resolution."

5. Appointment of Mr. Madhusudhan Yadamakanti Reddy (DIN: 10862263) as Managing Director of the Company

To consider and, if thought fit, to pass with or without modification, the following Resolution as Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule-V and all other applicable provisions of the Companies Act, 2013 (Act) and relevant Rules framed thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) or any statutory modification(s) or reenactment(s) thereof, the Articles of Association of the Company and pursuant to the recommendation and approval respectively of the Nomination and Remuneration Committee and the Board of Directors of the Company, Consent of the Shareholders of the Company be and is hereby accorded to the appointment of Mr. Madhusudhan Yadamakanti Reddy (DIN: 10862263), as Managing Director of the Company for a term of five consecutive years, effective from October 3, 2024 on terms and conditions of appointment and remuneration as set out in the Explanatory Statement annexed hereto, which shall be deemed to form part hereof, with liberty to the Board to vary the terms and conditions of the said appointment including remuneration, as may be mutually agreed, from time to time, without being required to seek further approval of the Members of the Company or otherwise to the end intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as required, expedient and desirable for the purpose of giving effect to the Resolution."

6. **Appointment of Ms. Prasanna Lakshmi Venna (DIN: 10862263) as Whole-Time Director of the Company**

To consider and, if thought fit, to pass with or without modification, the following Resolution as Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule-V and all other applicable provisions of the Companies Act, 2013 (Act) and relevant Rules framed thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) or any statutory modification(s) or reenactment(s) thereof, the Articles of Association of the Company and pursuant to the recommendation and approval respectively of the Nomination and Remuneration Committee and the Board of Directors of the Company, Consent of the Shareholders of the Company be and is hereby accorded to the appointment of Ms. Prasanna Lakshmi Venna (DIN: 10862263), as Whole-Time Director of the Company for a term of five consecutive years, effective from January 23, 2025 on terms and conditions of appointment and remuneration as set out in the Explanatory Statement annexed hereto, which shall be deemed to form part hereof, with liberty to the Board to vary the terms and conditions of the said appointment including remuneration, as may be mutually agreed, from time to time, without being required to seek further approval of the Members of the Company or otherwise to the end intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as required, expedient and desirable for the purpose of giving effect to the Resolution."

7. **Appointment of Mr. Viswa Prasad Sadhanala (DIN: 08068933) as Director of the Company**

To consider and, if thought fit, to pass with or without modification, the following Resolution as Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule-V and all other applicable provisions of the Companies Act, 2013 (Act) and relevant Rules framed thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) or any statutory modification(s) or reenactment(s) thereof, the Articles of Association of the Company and pursuant to the recommendation and approval respectively of the Nomination and Remuneration Committee and the Board of Directors of the Company, Consent of the Shareholders of the Company be and is hereby accorded to the appointment of Mr. Viswa Prasad Sadhanala (DIN: 08068933), as Director of the Company, liable to retire by rotation, on terms and conditions of appointment and remuneration as set out in the Explanatory Statement annexed hereto, which shall be deemed to form part hereof, with liberty to the Board to vary the terms and conditions of the said appointment including remuneration, as may be mutually agreed, from time to time, without being required to seek further approval of the Members of the Company or otherwise to the end intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as required, expedient and desirable for the purpose of giving effect to the Resolution."

8. **Appointment of M/s Kashinath Sahu & Co, Practicing Company Secretaries as the Secretarial Auditors of the Company**

To consider, and if thought fit, to pass the following Resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 179 and 204, and any other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and in terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, as amended from time to time, M/s Kashinath Sahu & Co, be and are hereby appointed as Secretarial Auditors of the Company for a term of five (5) consecutive years, commencing from Financial Year 2025-2026 till Financial Year 2029-2030, on such remuneration and on such terms and conditions as may be decided by the Board of Directors in consultation with the Secretarial Auditors of the Company and to avail any other services, certificates, or reports as may be permissible under the applicable laws."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as required, expedient and desirable for the purpose of giving effect to the Resolution."

By Order of the Board of Directors
For Vilin Bio Med Limited

Sd/-
Dhruv V Todi
Company Secretary

Date: August 6, 2025
Place: Registered Office
 # 8-2-269/S/43, Plot No. 43
Sagar Co-operative Housing Society
Road No. 2, Banjara Hills
Khairatabad, Hyderabad
Telangana – 500034

NOTES:

1. The details as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') entered with the Stock Exchanges and Secretarial Standard on General Meeting (SS-2) in respect of the Directors seeking appointment / re-appointment at this Annual General Meeting is annexed.

2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed.

3. Pursuant to the General Circular Nos. 14/2020, 20/2020, 10/2022 and 09/2023, the latest being 09/2024 dated September 19, 2024 read with other Circulars issued by the Ministry of Corporate Affairs (MCA) and in line with the Circulars issued by the Securities and Exchange Board of India (SEBI) from time to time, (hereinafter collectively referred to as "the Circulars"), the Company is convening the Annual General Meeting ('the Meeting' or 'AGM') through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') without the physical presence of the Members. The deemed venue for the AGM will be the Registered Office of the Company.

   In line with the MCA and SEBI Circulars and the latest SEBI Circular No. SEBI/HO/CFD/ CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, the Notice of the AGM along with the Annual Report 2024-2025 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depository Participants. In compliance of Section 20 of the Companies Act, 2013 and further to the aforesaid MCA Circulars and SEBI Circulars, Notice of the 19th Annual General Meeting along with the Annual Report 2024-2025 is being sent only through electronic mode to the Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and the Annual Report 2024-2025 will also be available on the Company's Website: http://www.vilinbiomed.co.in/ and Website of the Stock Exchange i.e., National Stock Exchange Limited: https://www.nseindia.com, and on the Website of CDSL: https://www.evotingindia.com

4. Green Initiative: To support the Green Initiative, Members who have not registered their e-mail address are requested to register their e-mail address to receive all communications including Annual Report, Notices, Circulars etc. from the Company electronically.

5. A Member entitled to attend and vote at the AGM is entitled to appoint a Proxy to attend and vote on his / her behalf and the Proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars and SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

6. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Corporate Members intending to authorize their Representatives to participate and vote at the AGM are requested to upload a copy of the Board Resolution/Authorisation Letter on the E-Voting Portal or send to the Company at cs@vilinbiomed.co.in.

7. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the Quorum under Section 103 of the Act. As per Regulation 40 of the SEBI Listing Regulations, as amended, Securities of Listed Entities can be transferred only in Dematerialised form with effect from April 1 2019, except in case of transmission or transposition of Securities. In view of this, Members holding Shares in Physical Form are requested to consider converting their holdings to Dematerialised form. Members can contact M/s Bigshare Services Private Limited, Registrar and Share Transfer Agents of the Company, ("RTA" or "Registrar") situated at 306, Right Wing, 3rd Floor, Amrutha Ville, Somajiguda, Raj Bhavan Road, Hyderabad – 500082, E-mail: bsshyd@bigshareonline.com and website of the Registrar: www.bigshareonline.com for assistance in this regard.

8. Members are requested to intimate changes, if any, pertaining to their Name, Postal Address, E-mail Address, Telephone/Mobile Numbers, Permanent Account Number, Mandates, Nominations, Power of Attorney, Bank Details viz., Name of the Bank, Branch Details, Bank Account Number, MICR Code, IFSC Code etc., to their Depository Participants ("DPs") in case the Shares are held in Electronic Form and Registrar/RTA in case the Shares are held in Physical Form.

   a. Registration of E-mail for Shareholders holding Physical Shares: Members holding Shares in Physical Form and who have not registered their E-mail addresses may get their E-mail addresses registered with the Registrar, by referring to their website: www.bigshareonline.com and follow the Registration Process as guided therein. Members are requested to provide details such as Name, Folio Number, Certificate Number, PAN, Mobile

Number and E-mail and also upload the image of Share Certificate in PDF or JPEG format. On submission of the details, an OTP will be received by the Member which needs to be entered in the link for verification. For Permanent Registration for Demat Shareholders: It is clarified that for permanent registration of E-mail address, Members are requested to register their E-mail address, in respect of Demat holdings with the respective Depository Participant (DP) by follow the procedure as prescribed by the Depository Participant.

b. For Temporary Registration for Demat Shareholders: Members holding Shares in Physical Form and who have not registered their E-mail addresses may get their E-mail addresses registered with the Registrar, by referring to their website: www.bigshareonline.com and follow the Registration Process as guided therein. Members are requested to provide details such as Name, Folio Number, Certificate Number, PAN, Mobile Number and E-mail.

c. Registration of Bank Details for Physical Shareholders: Members holding Shares in Physical Form and who have not registered their Bank details can get the same registered with the Registrar, by clicking the www.bigshareonline.com and follow the registration process as guided therein. Members are requested to provide details such as Name, Folio Number, Share Certificate Number, PAN, E-mail, along with the copy of the Cheque Leaf with the First named Member as mentioned on the Cheque Leaf containing Bank Name and Branch, Type of Account, Bank Account Number, MICR Details and IFSC code in PDF or JPEG format. It is very important that the Member should submit the request letter duly signed. The Registrar will verify the documents upload and will only take on records for all valid cases. On submission of the details, an OTP will be received by the Member which needs to be entered in the link for verification.

9. The Register of Members and Share Transfer Books of the Company will remain closed from August 23, 2025 to August 30, 2025 (both days inclusive).

10. Nomination: Pursuant to Section 72 of the Companies Act, 2013, Members holding Shares in Physical Form are advised to file Nomination in the prescribed Form SH-13 with the Company's Share Transfer Agent. In respect of the Shares held in Dematerialised form, Members may please contact their respective Depository Participant.

11. Consolidation of Physical Share Certificates: Members holding Shares in Physical Form, in identical order of Names, in more than One Folio are requested to send to the Company or Registrar, the details of such Folios together with the Share Certificates for consolidating their holdings in One Folio. A Consolidated Share Certificate will be issued to such Members after making requisite changes.

12. In compliance with the provisions of Section 108 of the Act read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, the Company has provided a facility to its Members to cast their vote electronically, through E-Voting Services provided by Central Depository Services (India) Limited ("CDSL") on all the Resolutions set forth in this Notice. Members who have cast their Votes by Remote E-Voting prior to the AGM may also participate in the AGM through VC but shall not be entitled to cast their Vote on such Resolutions again. The manner and process of E-Voting remotely by Members is provided in the instructions for E-Voting which forms part of this Notice.

13. A Person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off Date for dispatch of Notice and Annual Report i.e. July 28, 2025 will only be entitled for receipt of Annual Report.

14. The Voting Rights of the Shareholders for Voting through Remote E-Voting at the AGM shall be in proportion to their share of the Paid-up Equity Shares of the Company as on Saturday, August 23, 2025 **(Cut-off Date)**. A Person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off Date, only shall be entitled to avail the facility of Remote E-Voting or of Voting at the AGM and who is not a Member as on the Cut-off Date shall treat this Notice for information purposes only.

15. The Remote E-Voting Period will commence on **Wednesday, August 27, 2025 (IST 9:00 A.M.) and will end on Friday, August 29, 2025 (IST 5:00 P.M.)**. During this period, Members of the Company holding Shares in Dematerialised form, as on the Cut-off Date i.e., on **Saturday, August 23, 2025 ('Cut-off Date')** shall be entitled to cast their vote by Remote E-Voting. Once the Vote on a Resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

16. The facility for Voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their Vote on the Resolutions through Remote E-Voting and are otherwise not barred from doing so, shall be eligible to Vote through E-Voting system during the AGM.

17. Any person who becomes a Member of the Company after sending the Notice and holding Shares as on the Cut-Off Date **(August 23, 2025)** may obtain the login and password by sending a request at helpdesk.evoting@cdslindia.com. However, if a Member is already registered with CDSL for Remote E-Voting then he/she can use his/her existing User-id and Password for casting the Vote.

18. In case of Joint holders, the Joint holder who is higher in the order of Names, will be entitled to vote at the Meeting, if not already voted through Remote E-Voting.

19. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company mentioning their Name, Demat Account Number/Folio Number, E-mail, Mobile Number at cs@vilinbiomed.co.in on or before **Monday, August 25, 2025**. The same will be replied by the Company suitably.

20. In case of Joint holders, the Joint holder who is higher in the order of Names, will be entitled to vote at the Meeting, if not already voted through Remote E-Voting.

21. The Board of Directors has appointed Mr. Kashinath Sahu, Practicing Company Secretary, Hyderabad as the Scrutinizer to scrutinize the Remote E-Voting Process and Voting during the AGM, in a fair and transparent manner.

22. The Scrutinizer shall immediately, after the conclusion of E-Voting at the AGM, first count the Votes Cast during the AGM, thereafter, unblock the Votes Cast through Remote E-Voting and make, not later than 2 working dates of conclusion of the AGM, a consolidated Scrutinizer's Report of the Total Votes Cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same. The Results declared along with the Scrutinizer's Report shall be placed on the Website of the Company and on the Website of CDSL immediately. The results will also be communicated to NSE Limited, where the Shares of the Company are listed.

23. To prevent fraudulent transactions, Members are advised to exercise Due Diligence and notify the Company of any change in address or Demise of any Member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic Statement of Holdings should be obtained from the concerned DPs and Holdings should be verified from time to time.

24. **Instructions for attending the AGM through VC / OAVM:**

    a. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL E-Voting system. Shareholders may access the same at https://www.evotingindia.com under Shareholders / Members login by using the Remote E-Voting credentials. The link for VC/OAVM will be available in Shareholder / Members login where the EVSN of the Company is displayed.

    b. Members may join the Meeting through Laptops, Smartphones, Tablets and I-Pads for better experience. Further, Members will be required to use the Internet with a good speed to avoid any disturbance during the Meeting. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.

    c. Shareholders who would like to express their views / ask questions during the Meeting may register themselves as a speaker by sending their request in advance before **Monday, August 25, 2025 (5:00 P.M.)** from their registered E-mail address mentioning their names, DP-ID and ClientID / Folio Number, PAN and Mobile Number at cs@vilinbiomed.co.in. Only those Members who have pre-registered themselves as a speaker will be allowed to express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

    d. Members are encouraged to submit their questions in advance with regard to the Financial Statements or any other matter to be placed at the 19th Annual General Meeting, from their registered E-mail address, mentioning their Name, DP-ID and Client-ID Number / Folio Number and Mobile Number, to reach the Company's E-mail address at cs@vilinbiomed.co.in before Monday, August 25, 2025 (5:00 P.M.). Such questions by the Members shall be suitably replied by the Company.

    e. Those Shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the Meeting. If any votes are cast by the Shareholders through the E-Voting available during the AGM and if the same Shareholders have not participated in the Meeting through VC / OAVM facility, then the votes cast by such Shareholders shall be considered as invalid, as the facility of E-Voting during the Meeting is available only to the Shareholders attending the Meeting.

25. Subject to the receipt of Requisite number of Votes, the Resolutions forming part of the AGM Notice shall be deemed to be passed on the date of the AGM. Voting through Electronic Means: Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 read with the Companies (Management and Administration) Rules, 2014 read with amendments or re-enactments made thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide the facility to exercise Members' Right to Vote at the 19th Annual General Meeting (AGM) by electronic means and the business may be transacted through E-Voting Services provided by Central Depository Services (India) Limited (CDSL). The Members attending the Meeting, who have not already cast their vote through Remote E-Voting shall be able to exercise their Voting Rights at the Meeting. The Members who have already cast their vote through Remote E-Voting may attend the Meeting but shall not be entitled to cast their vote again at the AGM.

26. The instructions for Shareholders for Voting Electronically are as under:

    (i) **The Remote E-Voting Period commences on Wednesday, August 27, 2025 (9:00 A.M.) and closes on Friday, August 29, 2025 (5:00 P.M.)** During this period, the Shareholders of the Company, holding Shares in Dematerialized Form, as on the Cut-off Date (Record Date), Saturday, August 23, 2025 may cast their vote electronically. The E-Voting Module shall be disabled by CDSL for Voting thereafter.

    (ii) Shareholders who have already voted prior to the Meeting Date would not be entitled to Vote at the Meeting.

Login method for E-Voting and Joining Virtual Meetings for Individual Shareholders holding Securities in Demat Mode:

Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 9th December, 2020 on "E-Voting Facility provided by Listed Companies", Individual Shareholders holding Securities in Demat mode are allowed to cast their vote through their Demat Account maintained with the Depositories and Depository Participants. Shareholders are advised to update their Mobile Number and E-mail in their Demat Accounts in order to access the E-Voting Facility. Pursuant to the above said SEBI Circular, Login method for E-Voting and joining Virtual Meetings for Individual Shareholders holding Securities in Demat mode CDSL/NSDL is given below:

Type of Shareholders	Login Method
Individual Shareholders holding Securities in Demat Mode with **CDSL Depository**	1. Users who have opted for CDSL EASI/EASIEST facility, can login through their existing User-id and Password. Option will be made available to reach the E-Voting page without any further authentication. The URL for login to EASI/EASIEST is https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System MYEASI. 2. After successful login to the EASI/EASIEST User will be able to see the E-Voting option for eligible Companies where the E-Voting is in progress as per the information provided by Company. On clicking the E-Voting option, the User will be able to see E-Voting page of the E-Voting Service Provider for casting your Vote during the Remote E-Voting period or joining Virtual Meeting and Voting during the Meeting. Additionally, there are also links provided to access the system of all E-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME so that the User can visit the E-Voting Service Providers website directly. 3. If the user is not registered for EASI/ EASIEST, option to register is available at CDSL website www.cdslindia.com To login click on login & New System MYEASI Tab and then click on registration option. 4. Alternatively, the User can directly access E-Voting Page by providing Demat Account Number and PAN on E-Voting link available on www.cdslindia.com homepage. The system will authenticate the User by sending OTP on the Registered Mobile and E-mail as recorded in the Demat Account. After successful authentication, the User will be able to see the E-Voting option where the E-Voting is in progress and also able to directly access the system of all the E-Voting Service Providers.
Individual Shareholders holding Securities in Demat Mode with **NSDL Depository**	1. If you are already registered for NSDL 'IDeAS' facility, please visit the E-services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a Mobile. Once the Homepage of E-services is launched Click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' Section. A new screen will open. You will have to enter your User-id and Password. After successful authentication, you will be able to see E-Voting Services. Click on "Access to E-Voting" under E-Voting Services and you will be able to see E-Voting page. Click on Company name or E-Voting Service Provider name and you will be re-directed to E-Voting Service Provider website for casting your vote during the Remote E-Voting period or joining Virtual Meeting and Voting during the Meeting.

	2. If the User is not registered for IDeAS E-services, option to register is available at https://eservices.nsdl.com/ Select "Register Online for IDeAS" Portal or Click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the E-Voting website of NSDL. Open web browser by typing the following URL: https://www.eVoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the homepage of E-Voting system is launched, click on the icon "Login" which is available under 'Shareholder / Member' Section. A new screen will open. You will have to enter your User-id (i.e. your sixteen-digit Demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository Site wherein you can see E-Voting page. Click on Company name or E-Voting Service Provider name and you will be redirected to E-Voting Service Provider Website for casting your Vote during the Remote E-Voting period or joining Virtual Meeting and Voting during the Meeting.
Individual Shareholders holding Securities in Demat Mode Login through their **Depository Participants (DP)**	You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL / CDSL for E-Voting facility. After successful login, you will be able to see E-Voting option. Once you click on E-Voting option, you will be redirected to the NSDL / CDSL Depository site after successful authentication, wherein you can see E-Voting feature. Click on Company Name or E-Voting Service Provider name and you will be redirected to E-Voting Service Provider Website for casting your vote during the remote E- Voting period or joining Virtual Meeting and Voting during the Meeting

Important note: Members who are unable to retrieve User-id/ Password are advised to use Forgot User-id and Forgot Password option available at above mentioned website.

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

Login type	Helpdesk details
Individual Shareholders holding the Securities in Demat Mode with CDSL	Members facing any technical issue in login can contact the CDSL Helpdesk by sending request at the following e-mail: helpdesk.evoting@cdslindia.com or Contact at Toll Free No. 1800 22 5533
Individual Shareholders holding the Securities in Demat Mode with NSDL	Members facing any technical issue in login can contact the NSDL Helpdesk by sending a request at evoting@nsdl.co.in or Call at Toll Free No. 1800 10 20990 and 1800 22 4430

Access through CDSL E-Voting system in case of Shareholders holding Shares in Physical Mode and Non-Individual Shareholders in Demat Mode

i. The Shareholders should log on to the E-Voting Website: www.evotingindia.com

ii. Click on "SHAREHOLDERS" Module.

iii. Now enter your User-id

   i. For CDSL: 16 Digits Beneficiary ID

   ii. For NSDL: 8 Character DP-ID followed by 8 Digits Client-ID

   iii. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

iv. Next enter the 'Image Verification' as displayed and Click on Login.

v. If you are holding Shares in Demat form and had logged on to www.evotingindia.com and had voted on an earlier E-Voting of any Company, then your existing password is to be used.

vi. If you are a first-time user follow the steps given below:

For Physical Shareholders and other than Individual Shareholders holding Shares in Demat Form

PAN	Enter your 10-digit alpha–numeric PAN issued by Income Tax Department (Applicable for both Demat Shareholders as well as Physical Shareholders) Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company /RTA or contact Company/RTA
Dividend Bank Details or Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your Demat Account or in the Company Records in order to login. If both the details are not recorded with the Depository or Company, please enter the Member-id /Folio Number in the 'Dividend Bank Details' field.

vii. After entering these details appropriately, click on 'SUBMIT' tab.

viii. Shareholders holding Shares in Physical Form will then directly reach the Company selection screen. However, Shareholders holding Shares in Demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the 'New Password' field. Kindly note that this password is to be also used by the Demat Holders for Voting for Resolutions of any other Company on which they are eligible to vote, provided that the Company opts for E-Voting through CDSL Platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

ix. For Shareholders holding shares in Physical Form, the details can be used only for E-Voting on the Resolutions contained in this Notice.

x. Click on the EVSN of the relevant Company (**Vilin Bio Med Limited**) on which you choose to vote.

xi. On the Voting Page, you will see 'RESOLUTION DESCRIPTION' and against the same the option 'YES/NO' for Voting. Select the option 'YES' or 'NO' as desired. The option 'YES' implies that you assent to the Resolution and option 'NO' implies that you dissent to the Resolution.

xii. Click on the 'RESOLUTIONS FILE LINK' if you wish to view the entire Resolution details.

xiii. After selecting the Resolution, you have decided to vote on, click on 'SUBMIT'. A Confirmation Box will be displayed. If you wish to confirm your vote, click on 'OK', else to change your vote, click on 'CANCEL' and accordingly modify your vote.

xiv. Once you 'CONFIRM' your vote on the Resolution, you will not be allowed to modify your Vote.

xv. You can also take a print of the votes cast by clicking on 'Click here to Print' option on the Voting Page.

xvi. If a Demat Account Holder has forgotten the login password, then enter the User-id and the 'Image Verification Code' and click on Forgot Password and enter the details as prompted by the system.

xvii. Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting:

- Non – Individual Shareholders (i.e. Other than Individuals, HUF, NRI etc.) and Custodians are required to log on to the website: www.evotingindia.com and register themselves in the 'CORPORATES' Module.
- A Scanned copy of the Registration Form bearing the Stamp and Sign of the Entity should be mailed to helpdesk.evoting@cdslindia.com
- After receiving the login details, a Compliance User should be created using the Admin login and Password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The List of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- It is mandatory that a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, should be uploaded in PDF format in the system for the Scrutinizer to verify the same.
- Alternatively Non–Individual Shareholders are required to send the relevant Board Resolution/Authority Letter etc. together with the Attested Specimen Signature of the Duly Authorized Signatory who are authorized to vote, to the Scrutinizer and to the Company at the E-mail address: cs@vilinbiomed.co.in if they have voted from individual tab and not uploaded same in the CDSL E-Voting System for the Scrutinizer to verify the same.

If you have any queries or issues regarding E-Voting from the CDSL E-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022–23058738 and 022–23058542/43

All grievances connected with the facility for Voting by electronic means may be addressed to Shri Rakesh Dalvi, Senior Manager, Central Depository Services (India) Limited (CDSL), Wing–A, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai, Maharashtra – 400013 or send an e-mail to helpdesk.evoting@cdslindia.com or call on 022–23058542/43

By Order of the Board of Directors
For Vilin Bio Med Limited

Sd/-
Dhruv V Todi
Company Secretary

Date: August 6, 2025
Place: Registered Office
 # 8-2-269/S/43, Plot No. 43
Sagar Co-operative Housing Society
Road No. 2, Banjara Hills
Khairatabad, Hyderabad
Telangana – 500034

EXPLANATORY STATEMENT

The following Explanatory Statement pursuant to Section 102(1) of the Companies Act 2013, sets out all material facts relating to items of Special Business mentioned in the accompanying AGM Notice.

Item No. 2

Mr. Sasikanth Paritala (DIN: 08407277) was appointed as an Additional Director with effect from January 23, 2025 by the Board of Directors on the recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of the Section 161 of the Companies Act, 2013. The Company has received Notice from a Shareholder under Section 160 of the Companies Act, 2013 proposing the appointment of Mr. Sasikanth Paritala (DIN: 08407277) as an Independent Director of the Company. Mr. Sasikanth Paritala is a Graduate in Engineering and Technology from JNTUH University having more than eight years' experience in the field of Engineering, it would be beneficial to the Company to have him on the Board of Directors of the Company.

Further, the Board of Directors as per the recommendation of the Nomination and Remuneration Committee has proposed to appoint him as Independent Director for the first term of 5 (five) years pursuant to the provisions of Sections 149, 150, 152 read with Schedule-IV and other applicable provisions of the Companies Act, 2013 (the Act) on the Company Board and the Company will be benefited out of his expertise and can contribute the strategic guidance in the Financial matters of the Company.

None of the Directors of the Company is in any way concerned or interested in the said Resolution except the appointee himself is concerned in the said Resolution. The Board recommends the said Special Resolution to be passed as set out in the Item No. 2 of the Notice of the AGM.

Disclosure under Secretarial Standard-2, issued by the Institute of Company Secretaries of India is detailed in the Annexure – A to the Notice.

Item No. 3

Mr. Veeraiah Chowdary Kolla (DIN: 09741691) was appointed as an Additional Director with effect from January 23, 2025 by the Board of Directors on the recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of the Section 161 of the Companies Act, 2013. The Company has received Notice from a Shareholder under Section 160 of the Companies Act, 2013 proposing the appointment of Mr. Veeraiah Chowdary Kolla (DIN: 09741691) as an Independent Director of the Company. Mr. Veeraiah Chowdary Kolla is a Graduate in Engineering and Technology from Kakatiya University having more than twenty-five years' experience in the field of Engineering, it would be beneficial to the Company to have him on the Board of Directors of the Company.

Further, the Board of Directors as per the recommendation of the Nomination and Remuneration Committee has proposed to appoint him as Independent Director for the first term of 5 (five) years pursuant to the provisions of Sections 149, 150, 152 read with Schedule-IV and other applicable provisions of the Companies Act, 2013 (the Act) on the Company Board and the Company will be benefited out of his expertise and can contribute the strategic guidance in the Financial matters of the Company.

None of the Directors of the Company is in any way concerned or interested in the said Resolution except the appointee himself is concerned in the said Resolution. The Board recommends the said Special Resolution to be passed as set out in the Item No. 3 of the Notice of the AGM.

Disclosure under Secretarial Standard-2, issued by the Institute of Company Secretaries of India is detailed in the Annexure – A to the Notice.

Item No. 4

Mr. Girish Muktevi (DIN: 10709464) was appointed as an Additional Director with effect from January 23, 2025 by the Board of Directors on the recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of the Section 161 of the Companies Act, 2013. The Company has received Notice from a Shareholder under Section 160 of the Companies Act, 2013 proposing the appointment of Mr. Girish Muktevi (DIN: 10704964) as an Independent Director of the Company. Mr. Girish Muktevi is a Graduate in Finance and Marketing from Acharya

Nagarjuna University having experience with more than seven years in the field of Finance and Marketing, it would be beneficial to the Company to have him on the Board of Directors of the Company.

Further, the Board of Directors as per the recommendation of the Nomination and Remuneration Committee has proposed to appoint him as Independent Director for the first term of 5 (five) years pursuant to the provisions of Sections 149, 150, 152 read with Schedule-IV and other applicable provisions of the Companies Act, 2013 (the Act) on the Company Board and the Company will be benefited out of his expertise and can contribute the strategic guidance in the Financial matters of the Company.

None of the Directors of the Company is in any way concerned or interested in the said Resolution except the appointee himself is concerned in the said Resolution. The Board recommends the said Special Resolution to be passed as set out in the Item No. 4 of the Notice of the AGM.

Disclosure under Secretarial Standard-2, issued by the Institute of Company Secretaries of India is detailed in the Annexure – A to the Notice.

Item No. 5

Mr. Madhusudhan Yadamakanti Reddy (DIN: 02874260) was appointed as an Additional Director with effect from October 3, 2024 and was subsequently appointed as Managing Director by the Board of Directors on recommendation of the Nomination and Remuneration Committee. The Company has received Notice from a Shareholder under Section 160 of the Companies Act, 2013 proposing the appointment of Mr. Madhusudhan Yadamakanti Reddy (DIN: 02874260) as Managing Director of the Company. Mr. Madhusudhan Yadamakanti Reddy (DIN: 02874260) is an MBA Graduate from the Indian Institute of Management and a Technocrat having more than twenty-three years' experience in Pharma Industry, it would be beneficial to the Company to have him on the Board of Directors of the Company.

Further, the Board of Directors as per the recommendation of the Nomination and Remuneration Committee has proposed to appoint him as Managing Director for the first term of 5 (five) years pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule-V and other applicable provisions of the Companies Act, 2013 (the Act) on the Company Board and the Company will be benefited out of his expertise and can contribute the strategic guidance in growth of the Company. The Board of Directors on the basis of Nomination and Remuneration Committee has also approved the remuneration of Mr. Madhusudhan Yadamakanti Reddy at monthly remuneration of Rs.1,00,000/- (Rupees One Lakh Only) for the aforesaid period.

None of the Directors of the Company is in any way concerned or interested in the said Resolution except the appointee himself is concerned in the said Resolution. The Board recommends the said Special Resolution to be passed as set out in the Item No. 5 of the Notice of the AGM.

Disclosure under Secretarial Standard-2, issued by the Institute of Company Secretaries of India is detailed in the Annexure – A to the Notice.

Item No. 6

Ms. Prasanna Lakshmi Venna (DIN: 10862263) was appointed as an Additional Director with effect from January 10, 2025 and was appointed as Whole-Time Director by the Board of Directors on recommendation of the Nomination and Remuneration Committee in the Board Meeting held on July 4, 2025. The Company has received Notice from a Shareholder under Section 160 of the Companies Act, 2013 proposing the appointment of Ms. Prasanna Lakshmi Venna (DIN: 10862263) as Whole-Time Director of the Company. She is an MBA Graduate and having five years of experience in the field of Strategic Planning, Finance and Business Development, it would be beneficial to the Company to have her on the Board of Directors of the Company.

Further, the Board of Directors as per the recommendation of the Nomination and Remuneration Committee has proposed to appoint her as Whole-Time Director for the first term of 5 (five) years pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule-V and other applicable provisions of the Companies Act, 2013 (the Act) on the Company Board and the Company will be benefited out of her expertise and can contribute the strategic guidance in growth of the Company. The Board of Directors on the basis of Nomination and Remuneration Committee has also approved the remuneration of Ms. Prasanna Lakshmi Venna at monthly remuneration of Rs.50,000/- (Rupees Fifty Thousand Only) for the aforesaid period.

None of the Directors of the Company is in any way concerned or interested in the said Resolution except the appointee himself is concerned in the said Resolution. The Board recommends the said Special Resolution to be passed as set out in the Item No. 6 of the Notice of the AGM.

Disclosure under Secretarial Standard-2, issued by the Institute of Company Secretaries of India is detailed in the Annexure – A to the Notice.

Item No. 7

Mr. Viswa Prasad Sadhanala (DIN: 08068933) was appointed as an Additional Director with effect from January 10, 2025 and was appointed as Whole-Time Director by the Board of Directors on recommendation of the Nomination and Remuneration Committee in the Board Meeting held on July 4, 2025. The Company has received Notice from a Shareholder under Section 160 of the Companies Act, 2013 proposing the appointment of Mr. Viswa Prasad Sadhanala (DIN: 08068933) as Whole-Time Director of the Company. He is a Commerce and Law Graduate twenty years of experience in General Administration and Legal Matters; it would be beneficial to the Company to have her on the Board of Directors of the Company.

Further, the Board of Directors as per the recommendation of the Nomination and Remuneration Committee has proposed to appoint him as Whole-Time Director, liable to retire by rotation, pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule-V and other applicable provisions of the Companies Act, 2013 (the Act) on the Company Board and the Company will be benefited out of his expertise and can contribute the strategic guidance in growth of the Company. The Board of Directors on the basis of Nomination and Remuneration Committee has also approved the remuneration of Mr. Viswa Prasad Sadhanala at monthly remuneration of Rs.50,000/- (Rupees Fifty Thousand Only) for the aforesaid period.

None of the Directors of the Company is in any way concerned or interested in the said Resolution except the appointee himself is concerned in the said Resolution. The Board recommends the said Special Resolution to be passed as set out in the Item No. 7 of the Notice of the AGM.

Disclosure under Secretarial Standard-2, issued by the Institute of Company Secretaries of India is detailed in the Annexure – A to the Notice.

Item No. 8

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act"), every Listed Company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's Report, prepared under Section 134(3) of the Act. Furthermore, pursuant to recent amendments to Regulation 24A of the SEBI Listing Regulations, every Listed Entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its Annual Report. Additionally, a Listed Entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with Shareholders approval to be obtained at the Annual General Meeting. Accordingly, based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/s Kashinath Sahu & Co, Practicing Company Secretaries, as the Secretarial Auditors of the Company for a period of five years, commencing from April 1, 2025, to March 31, 2030. The appointment is subject to Shareholders' approval at the Annual General Meeting.

M/s Kashinath Sahu & Co is a Peer Reviewed Firm and a well-established firm of Practicing Company Secretaries, registered with the Institute of Company Secretaries of India. The Firm delivers comprehensive Consulting and Advisory Services in Corporate Law. Their expertise encompasses a wide spectrum, including Corporate Secretarial Services, Secretarial Audit, SEBI Compliances, Initial Public Offerings, FEMA, Mergers and Amalgamations. The terms and conditions of appointment include a tenure of five years, from April 1, 2025, to March 31, 2030. The fixed remuneration for the Secretarial Audit for the year 2025-26 is set at Rs.1,50,000/- (Rupees One Lakh Fifty Thousand only), plus applicable taxes and other out-of-pocket costs incurred in connection with the audit. They have provided consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations.
None of the Directors of the Company is in any way concerned or interested in the said Resolution. The Board recommends the said Special Resolution to be passed as set out in the Item No. 8 of the Notice of the AGM.

ANNEXURE – A

Details of Director seeking appointment at the 19th Annual General Meeting to be held on August 30, 2025 pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 for General Meetings (SS-2) are as mentioned below:

Name	Madhusudan Yadamakanti Reddy	Prasanna Lakshmi Venna	Viswa Prasad Sadhanala	Sasikanth Paritala	Veeraiah Chowdary Kolla	Girish Muktevi
DIN	02874260	10862263	08068933	08407277	09741691	10709464
Date of Birth	14.02.1978	11.12.1998	26.08.1965	11.08.1993	08.05.1973	23.02.1992
Date of First Appointment	03.10.2024	10.01.2025	10.01.2025	23.01.2025	23.01.2025	23.01.2025
Designation	Managing Director	Whole-Time Director	Whole-Time Director	Non-Executive Director	Non-Executive Director	Non-Executive Director
Qualification	MBA	MBA	B.Com; LLB	B.E.	B.E.	MBA
Brief Resume, Nature of Expertise and skill set in specific functional areas	He is a MBA (IIM) and is a Techno-Commercial professional and has twenty-three years' experience in the Pharma Industry	She is a MBA Graduate having five years of experience in the field of Strategic Planning, Finance and Business Development	He is a Graduate in Commerce and Law having twenty years of experience in General Administration and Legal Matters	He is a Graduate in Engineering Having experience of more than eight years in Engineering.	He is a Graduate in Engineering and has experience of more than twenty-five years in Engineering	He is a Graduate and has experience of more than seven years in Finance and Marketing
Shareholding in the Company	Nil	Nil	18,48,140 (13%)	Nil	Nil	Nil
Relationship with other Directors / KMP's	Not related to any Director / KMP	Not related to any Director / KMP	Not related to any Director / KMP	Not related to any Director / KMP	Not related to any Director / KMP	Not related to any Director / KMP
Number of Meetings of the Board attended during the year	5	1	1	NA	NA	NA
Directorships holding in other Companies / LLP *	Nil	Nil	Nil	Nil	Nil	Nil
Directorships holding in Listed Companies *	Nil	Nil	Nil	Nil	Nil	Nil
Membership/Chairmanship of Committees of other Companies #	Nil	Nil	Nil	Nil	Nil	Nil
Remuneration (including Sitting Fees, if any) last drawn	Nil	Nil	Nil	Nil	Nil	Nil
Terms and conditions of Appointment	To be appointed as Managing Director of the Company for five years	To be appointed as Whole-Time Director of the Company for five years	To be appointed as Whole-Time Director of the Company, liable to retire by rotation	To be appointed as Independent Director of the Company for first term of five years	To be appointed as Independent Director of the Company for first term of five years	To be appointed as Independent Director of the Company for first term of five years

*Note: *excludes Directorships held in Private Limited Companies which are not Subsidiaries or Holding Companies of Public Limited Companies, Unlimited Companies, Foreign Companies and Companies formed under Section 8 of the Companies Act, 2013.*

 # includes Chairmanship / Membership of the Audit Committee and Stakeholders Relationship Committee of only Public Limited Companies, whether Listed or not.

By Order of the Board of Directors
For Vilin Bio Med Limited

Sd/-
Dhruv V Todi
Company Secretary

Date: August 6, 2025
Place: Hyderabad

ANNEXURE – B

Statement containing Additional Information as required under Schedule-V to the Companies Act, 2013 (as amended)

Sl No	Particulars
I	**General Information**
1	Nature of Industry: Vilin Bio Med Limited (the Company) is engaged in Manufacturing and Trading of Pharmaceutical Products.
2	Date or Expected Date of Commercial Production: 2006
3	In case of new companies, Expected Date of Commencement of Activities as per Project approved by the Financial Institutions appearing in the Prospectus: Not Applicable
4	Financial Performance based on given indicators

(Rs. in Lakhs)

Particulars	2024-2025	2023-2024	2022-2023
Revenue from Operations	1,527.84	1,612.92	1,233.74
Profit / (Loss) Before Tax	30.58	22.52	178.17
Tax Expenses	8.23	6.28	53.67
Net Profit / (Loss)	22.35	16.24	124.50
Earnings Per Share	0.16	0.12	1.25

Sl No	Particulars
5	Foreign Investments or Collaborations, if any: Not Applicable

Sl No	Particulars
II	**Information about the Appointees**

Particulars	**Madhusudan Yadamakanti Reddy**	**Prasanna Lakshmi Venna**	**Viswa Prasad Sadhanala**
Background Details	Please refer to Annexure – A above		
Past Remuneration			
Recognition or Awards	Please refer to the Explanatory Statement above		
Job Profile			
Remuneration Proposed			

Comparative Remuneration Profile with respect to Industry, Size of the Company, Profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin): The proposed remuneration of Mr. Madhusudhan Yadamakanti Reddy, Managing Director; Ms. Prasanna Lakshmi Venna, Whole-Time Director and Mr. Viswa Prasad Sadhanala, Whole-Time Director, is comparable to that drawn in the similar capacity in the Industry and is commensurate with the size of the Company and nature of its businesses. The proposed remuneration of Mr. Madhusudhan Yadamakanti Reddy, Managing Director; Ms. Prasanna Lakshmi Venna, Whole-Time Director and Mr. Viswa Prasad Sadhanala, Whole-Time Director is determined by the Board, based on the recommendations of the Nomination and Remuneration Committee which peruses Industry Benchmarks in general, remuneration prevalent in the Industry, profile and responsibilities of the aforesaid Managing/Whole-Time Directors and other relevant factors

Pecuniary Relationship directly or indirectly relationship with the Directors and Managerial Personnel, of the Company: The said Directors do not have any pecuniary relationship with the Directors / Managerial Personnels and inter-se among themselves. Their Relatives, to the extent of their Shareholding, if any, in the Company, may deemed to be interested in the proposed Resolutions.

III	**Other Information**	
1	Reason of loss or Inadequate Profits	Not Applicable, as the Company has posted Net Profit of Rs.22.35 Lakhs for the Financial Year 2024-25
2	Steps taken or proposed to be taken for improvement	Not Applicable
3	Expected increase in productivity and profits in measurable term	The Company is seeking approval in terms of Part II of Schedule-V as a matter of abundant caution so that the Remuneration, as per the details provided in the Explanatory Statement, can be paid to the Managing Director and the Whole-Time Directors as Minimum Remuneration.
IV	**Disclosures**	
	Please refer to the Explanatory Statement above, given pursuant to the provisions of Section 102 of the Companies Act, 2013 for the details of proposed Remuneration	

By Order of the Board of Directors
For Vilin Bio Med Limited

Sd/-
Dhruv V Todi
Company Secretary

Date: August 6, 2025
Place: Hyderabad