BETA DRUGS LIMITED

BDL/PKL/SEC/2025
12th March, 2025

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot no. C/l, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai — 400 051.

SYMBOL-BETA

Dear Sir/Madam,

Subject: Intimation under Regulation 30 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We wish to inform you that the Company has passed ordinary & special resolution by the way of Postal Ballot Notice dated 5th February, 2025. The remote e-voting period commenced on Monday 10th February, 2025 (9.00 a.m. IST) and ended on Tuesday, 11th March 2025 (5.00 p.m. IST)

The resolutions have been passed by requisite majority on 11th March, 2025 (the last date of e-voting) based on the report dated 12th March, 2025, submitted by Mr. Dinesh Bhandari, Practicing Company Secretaries, who was appointed as a Scrutinizer by the Board of Directors of the Company for Postal Ballot process.

Further, pursuant to approval by the Shareholders, we hereby enclose the certified true copy of the resolutions approved through remote e-voting pro by Members of the Company pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records.

Thanking You

Your's faithfully
For Beta Drugs Ltd.

Rajni Brar
Company Secretary

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Registered Office & Works: Vill. Nandpur, Lodhimajra Road, Tehsil. : Baddi, Distt. Solan, H.P. Phone No. : 01795-236196
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CERTIFIED TRUE COPY OF THE ORDINARY & SPECIAL RESOLUTION PASSED BY THE SHAREHOLDERS BY WAY OF REMOTE E-VOTING THROUGH POSTAL BALLOT ON 11TH MARCH, 2025

Resolution No. 1 To approve the increase in Authorised Share Capital of the company and consequent alteration in the Capital Clause of the Memorandum of Association of the company. (Ordinary resolution)

"RESOLVED THAT pursuant to the provisions of Section 13,61 read with Section 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed there under, and as approved by the Board of Directors ("Board") on board meeting held on 5th February 2025, approval of the Members be and is hereby accorded to increase in the authorized share capital of the Company from existing INR 10,50,00,000 (Indian Rupees Ten Crores Fifty lakh) divided into 1,05,00,000 (One Crore and Five Lakh) Equity Shares of INR 10 (ten) each ("Equity Shares") to INR 11,00,00,000 (Indian Rupees Eleven Crores) divided into 1,10,00,000 (One Crore and Ten Lakh) Equity Shares of INR 10 (ten) each.

"RESOLVED FURTHER THAT the Memorandum of Association of the Company, be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

V. The Authorised share capital of the Company is Rs 11,00,00,000 (Rupees Eleven Crore) divided into 1,10,00,000 (One Crore and Ten Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each.

"RESOLVED FURTHER THAT the Board hereby authorizes Mr Rahul Batra (DIN: 02229234) and/or Mr Varun Batra (DIN:02148383) Directors of the company, severally to undertake all such actions (including filing relevant forms with the authorities) to give effect to the resolution"

Resolution No. 2 – Issue of Bonus Shares.

Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 63 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable provisions of regulations and guidelines issued by the Securities and Exchange Board of India (SEBI) and Reserve Bank of India (RBI) from time to time, the provisions of Article 165 of the Articles of Association of the Company, and pursuant to the recommendation of the Board of Directors of the Company (hereinafter referred to as "the Board", which expression shall be deemed to include a Committee of Directors or officer(s) of the Company duly authorized in this behalf), and subject to such approvals as may be required in this regard, approval of the Members be and is hereby accorded to the Board for capitalization of Rs.51,60,760 (Rupees Fifty one lakh sixty thousand seven hundred Sixty only) out of the free reserves created out of profits and the securities premium account of the Company for the purpose of issuance of bonus shares to the shareholders (including reservation to the CCD Holders) of the Company, whose names appear in the Register of Members maintained by the Company/List of Beneficial Owners of the Depositories as on the record date to be determined by the Board in proportion of 1:20 i.e. 1 (One) equity shares of nominal value Rs.10/- (Rupees Ten Only) each for every 20 (Twenty) equity share of nominal value of Rs.10/- (Rupees Ten Only) each.

“RESOLVED FURTHER THAT as per regulation 294 (1) & (2) of SEBI (ICDR) Regulations reservation of Equity shares under Bonus Issue is made for the Compulsorily Convertible Debentures (CCD) holder and shall be issued to the holder of such CCD at the time of conversion of such CCD on the same terms or same proportion at which the bonus shares are issued.

“RESOLVED FURTHER THAT the Bonus shares so distributed shall, for all purposes, be treated as an increase in the nominal amount in the Capital of the Company held by each such member, and not as income or distribution in lieu of dividend.”

“RESOLVED FURTHER THAT no letter of allotment shall be issued to the allottees of the bonus equity shares and that in the case of members who hold the equity shares in dematerialized form as on the record date, the bonus shares shall be credited to the respective beneficiary accounts of the members with their respective depository participants and in the case of members who hold equity shares in physical form as on the record date, the share certificates in respect of the bonus shares shall be dispatched, within the prescribed period.”

“RESOLVED FURTHER THAT the New Equity Shares of Rs. 10/- each to be allotted as Bonus Shares shall be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects with the fully paid up equity shares of the Company as existing on the record date as may be fixed in this regard by the Board.”

“RESOLVED FURTHER THAT the issue and allotment of the bonus equity shares to the extent they relate to Non-Resident Indians (NRIs), Overseas Citizen of India, Foreign Nationals, Overseas Corporate Bodies (OCBs), Foreign Portfolio Investors (FPIs) and other foreign investors of the Company will be subject to the applicable regulations under the Foreign Exchange Management Act, 1999 or any other applicable laws for the time being in force.”

“RESOLVED FURTHER THAT in case of fractional shares, if any, arising out of the issue and allotment of the bonus equity shares, the Board be and is hereby authorized to make suitable arrangements to deal with such fractions for the benefit of the eligible Members.”

"**RESOLVED FURTHER THAT** for the purposes of giving effect to the bonus issue of equity shares as resolved hereinbefore, the issuance of equity shares or securities representing the same, the Board and other designated officers of the Company be and are hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may at its discretion deem necessary or desirable for such purpose, including without limitation to file any documents with the Securities and Exchange Board of India, Stock Exchange(s) where the shares of the Company are listed, Depositories, Ministry of Corporate Affairs and/ or concerned authorities, applying and seeking necessary listing approvals from the Stock Exchange(**s**), and to settle any question, difficulty or doubt that may arise in regard thereto."

"**RESOLVED FURTHER** THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolutions and determine all other terms and conditions of the issue of bonus equity shares as the Board may in its absolute discretion deem fit."

Resolution No. 3:- Appointment of Mrs Monica Jain (DIN: 05253864) as an Independent Director of the company.

Special Resolution:

"**RESOLVED THAT,** pursuant to the provisions of sections 149, 152, and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications re-enactment(s) thereof, for the time being in force), read with Schedule IV of the Act and based on the Recommendation of Nomination and Remuneration Committee and the Board of Directors, the consent of the members of the Company be and is hereby accorded to appoint Mrs. Monica Jain (DIN:05253864) , as Independent Director of the Company for term of 5 (five) years commencing from 5th February, 2025 till 4th February, 2030 and is not liable to retire by rotation."

"**RESOLVED FURTHER THAT** Mr Rahul Batra, Chairman cum Managing Director and/or Mr Varun Batra, Joint Managing Director of the Company be and are hereby severally authorized to file the requisite E-form with Registrar of Companies and to take all other actions as may be required in this regard."

Resolution No. 4 Appointment of Mr Lalit Kumar Watts (DIN:10906518) as an Independent Director of the company.

Special Resolution:

"**RESOLVED THAT,** pursuant to the provisions of sections 149, 152, and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications re-enactment(s) thereof, for the time being in force), read with Schedule IV of the Act and based on the Recommendation of Nomination and Remuneration Committee and the Board of Directors, the consent of the members of the Company be and is hereby accorded to appoint Mr. Lalit Kumar Watts (DIN:10906518), as Independent Director of the Company for term of 5 (five) years commencing from 5th February, 2025 till 4th February, 2030 and is not liable to retire by rotation."

"RESOLVED FURTHER THAT Mr Rahul Batra, Chairman cum Managing Director and/or Mr Varun Batra, Joint Managing Director of the Company be and are hereby severally authorized to file the requisite E-form with Registrar of Companies and to take all other actions as may be required in this regard."

Resolution No. 5 Migration of listing / trading of Equity Shares of the company from Emerge Platform of National Stock Exchange of India limited to main board of National Stock Exchange of India Limited ("NSE") as well as on main board of BSE Limited ("BSE").

Special Resolution:

Note: In accordance with Regulation 277 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018, the below mentioned Resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

"RESOLVED THAT pursuant to Regulation 277 and other relevant provisions laid down in Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018 and other applicable provisions, if any, of the Companies Act 2013, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the rules framed there under, including any amendment, modification, variation or re-enactment thereof, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI LODR Regulations"), the Securities Contracts (Regulation) Act, 1956 (the "SCRA"), the Listing Agreement entered into by the Company with National Stock Exchange of India Limited ("NSE"), where the equity shares of face value of `10/- each ("Equity Shares") of the Company are currently listed, applicable to small and medium enterprise and subject to the applicable Laws and by-laws and rules and regulations of NSE and subject to the approval of other statutory authorities, if any and in accordance with the eligibility criteria for migration from NSE emerge platform to NSE main board as well as BSE Limited main board ("BSE") as specified by NSE and BSE and other applicable laws, the consent of the members of the Company be and is hereby accorded for Migration of Equity Shares of the Company which are currently listed on Emerge Platform of NSE to the Main Board of NSE as well as Main Board of BSE and upon Migration the said Equity Shares to get listed and traded on the capital segment (Main Board) of NSE and BSE, from the date of approval of Migration / getting listed and admitted to be dealt on Main Board of NSE and BSE as and when the Company is eligible for the same and to follow such procedures as specified by SEBI (ICDR) Regulations and other applicable regulations notified by SEBI / regulatory authorities as amended from time to time for migration to Main Board, subject to necessary approvals and eligibility criteria prescribed by the BSE, NSE and SEBI."

"RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be required and to file all such applications, papers, documents in relation to above and to fulfill all such legal formalities in the connection and to form any committee if it think and deem fit including but not limited to:

a) Make application to NSE and BSE for the migration of the Equity Shares of the Company from the emerge platform of NSE to the Main Board of NSE and BSE;
b) Appoint and engage such professional(s) and advisor(s) as they deem appropriate and to fix and pay fees and remuneration to them;
c) Finalize, execute, file and submit the Information Memorandum, certificates, undertakings, confirmations, agreements, contracts and such other documents and instruments as may be necessary and to accept and carry out any modifications, alteration or changes therein;
d) Delegate all or any of their powers herein conferred to any of such Directors or officer of the Company;

"RESOLVED FURTHER THAT, Directors of the Company be and are hereby authorized jointly and severally to do all such acts and things as may be necessary and expedient to give effect to the above resolution, on behalf of the Company."

For Beta Drugs Limited

Rajni Brar
Company Secretary
ACS-24684

Date:12.03.2025
Place:Baddi