

# KOBO BIOTECH LIMITED

Corp. Office: Unit 503/505, Hyde Park, Saki Vihar Road,  
Opp. Ansa Industrial Estate, Andheri (E), Mumbai - 400 072  
E-mail: info@kobobiotech.com • Website : www.avonlifesciences.com  
(CIN : L24110TG1993PLC016112)

27<sup>th</sup> February, 2023

Corporate Service Department  
**BSE Limited**  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001  
corp.relations@bseindia.com  
**Scrip: 531541**

**Dear Sir,**

**Sub: Intimation under Regulation 30 of SEBI (Listing obligations and Disclosure Requirements) regulations, 2015 as amended & Notice of Postal Ballot dated 13<sup>th</sup> February, 2023.**

This is further to our letter dated 13<sup>th</sup> February, 2023, wherein the Company had informed about the decision of Board of Directors of the Company for approving Postal Ballot Notice for seeking approval of the Members of the Company by passing Special resolutions through remote e-voting for:

1. re-appointment of Mr. Abhishek Buddhadev, (DIN: 07673161), as an Independent Director of the Company for a second term of five consecutive years.
2. re-appointment of Dr. Sunil Pitroda, (DIN:07028212), as an Independent Director of the Company for a second term of three consecutive years.

In this regards, we are submitting herewith the Postal Ballot Notice for seeking approval of Shareholders for the aforementioned resolution by way of Postal Ballot through remote Evoting Process only. The Company has sent the same today through electronic mode to the Members who have registered their E-Mail IDs with the Company's R&TA /Depository Participant.

The Postal Ballot Notice is also available on the website of the Company at [ww.kobobiotech.com](http://ww.kobobiotech.com) and on the website of Central Depository Services (India) Limited at [www.evotingindia.com](http://www.evotingindia.com).

Kindly take the same on your records.

Yours faithfully,  
For **KOBO Biotech Limited**

**Jignesh Patel**  
Company Secretary

**Encl.: as above.**

Filed online.

# KOBO BIOTECH LIMITED

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## POSTAL BALLOT NOTICE

(PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014)

**Dear Members,**

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”), read with the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**SEBI Listing Regulations**”) and other applicable laws and regulations, read with the General Circular Nos.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, Circular Nos. 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (“**MCA**”), to transact the Special Business, set out in this Notice, as Special/Ordinary Resolutions, for passing by mean of Postal Ballot through voting by electronic means only (“**remote E-voting**” or “**E-Voting**”), by the members of Kobo Biotech Limited (“**the Company**” or “**Kobo**”).

Members are requested to read the instructions in the Notes under the section “Procedure/Instructions for E-Voting”. The communication of the assent or dissent of the Members would only take place through the remote e-voting system. In compliance with MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company’s Registrar and Share Transfer Agent (RTA)/Depositories. If Member’s e-mail address is not registered with the RTA/Depositories, then please follow the process provided in the Notes to receive this Postal Ballot Notice and login ID and password for e-voting. An Explanatory Statement pursuant to Section 102 of the Act and other applicable provisions of the Act, pertaining to the resolutions setting out the material facts and reasons thereof, is appended to this Notice.

The Company has appointed Mr. Mehul Pitroda, Company Secretary (Membership No.ACS-43364) of M/s. M. S. Pitroda & Co., Practising Company Secretaries, as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

The e-voting period commences at **09:00 a.m. on Wednesday, 1st March, 2023 and will end on 5:00 p.m. on Thursday, 30th March, 2023** and thereafter the e-voting module shall be disabled for voting. The Scrutinizer, after completion of scrutiny, will submit his report to the Company on or before Friday, 31<sup>st</sup> March, 2023. The result of the Postal Ballot will be announced on or before Friday, 31<sup>st</sup> March, 2023 at the Company’s corporate office. In addition to the results being communicated to Stock Exchanges, the results along with Scrutinizer’s report will also be placed on Company’s website i.e. www.kobobiotech.com and the website of Central Depository Services (India) Limited (CDSL) and shall also be displayed at the Company’s Corporate Office.

**SPECIAL BUSINESS:**

- 1. To approve the re-appointment of Mr. Abhishek Buddhadev, (DIN: 07673161), as an Independent Director of the Company for a second term of five consecutive years and in this connection, if thought fit, to consider and, if thought fit, to pass the following resolution as a Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 (“**Act**”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Companies (Appointment

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and Qualification of Directors), Rules, 2014, and Regulation 17 and any other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”) as amended from time to time, and the Articles of Association of the Company, Mr. Abhishek Buddhadev, (DIN: 07673161), who was appointed as an Independent Director of the Company at the 24<sup>th</sup> Annual General Meeting of the Company and who holds office upto March 30, 2023, and who is eligible for reappointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed there under and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and based on the recommendations of the Nomination, Remuneration and Compensation Committee and the Board of Directors of the Company, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (Five) consecutive years commencing from 1st April, 2023 till 31st March, 2028;.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this Resolution.”

**2. To approve the re-appointment of Dr. Sunil Pitroda, (DIN:07028212), as an Independent Director of the Company for a second term of three consecutive years and in this connection, if thought fit, to consider and, if thought fit, to pass the following resolution as a Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 (“Act”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Companies (Appointment and Qualification of Directors), Rules, 2014, and Regulation 17 and any other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”) as amended from time to time, and the Articles of Association of the Company, Dr. Sunil Pitroda, (DIN:07028212), who was appointed as an Independent Director of the Company at the 24<sup>th</sup> Annual General Meeting of the Company and who holds office upto March 30, 2023, and who is eligible for reappointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed there under and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and based on the recommendations of the Nomination, Remuneration and Compensation Committee and the Board of Directors of the Company, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 3 (Three) years commencing from 1st April, 2023 till 31st March, 2026.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this Resolution.”

**By the Order of the Board  
For Kobo Biotech Limited**

Sd/-  
**Jignesh Patel**  
Company Secretary  
ACS: 29736

Mumbai  
13<sup>th</sup> February, 2023

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## NOTES:

1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 setting out all material facts and reasons for all the aforesaid special business is annexed hereto.
2. In compliance with Sections 108 and 110 of the Act and Rules made thereunder, the Company has provided the facility to the Members to exercise their votes electronically through e-voting facility provided by Central Depository Services (India) Limited . The instructions for electronic voting are annexed to this Notice.
3. In compliance with MCA Circulars and in conformity with the applicable regulatory requirements, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with their depository participants (in case of shares held in demat form) or with the Company's Registrar & Share Transfer Agent (in case of shares held in physical form), as on 24<sup>th</sup> February, 2023 (cut-off date).
4. Members may note that this Postal Ballot Notice will also be available on the Company's website at www.kobobiotech.com, website of BSE and on the website of CDSL i.e. at www.evotingindia.com.
5. Voting rights of the Members shall be reckoned on the paid-up value of shares registered in the name of the member(s) as on the said cut-off date.
6. Only a member holding shares as on the cut-off date is entitled to exercise vote through e-voting.
7. The Company has appointed Mr. Mehl Pitroda, Company Secretary (Membership No.ACS-43364) of M/s. M. S. Pitroda & Co., Practising Company Secretaries, as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.
8. Members can cast their votes online from **09:00 a.m. on Wednesday, 1st March, 2023 and will end on 5:00 p.m. on Thursday, 30th March, 2023** the e-voting module shall be disabled for voting thereafter. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the Cut-off date, may cast their vote electronically. For e-voting, please read carefully the "Procedure/instructions for e-voting" enumerated herein below.
9. All material documents related to the abovementioned resolutions and explanatory statement are open for inspection at the Corporate Office of the Company on all working days (except Saturday & Sunday) from 11:00 A.M. to 4:00 P.M. till 30<sup>th</sup> March, 2023.
10. Resolutions passed by the members through e-voting are deemed to have been passed as if they have been passed at a General Meeting of the Members subject to receipt of the requisite number of votes in favour of the resolution(s). The Scrutinizer's decision on the validity of e-voting shall be final.
11. The Scrutinizer will submit his report to the Chairman after the completion of scrutiny on or before Friday, 31<sup>st</sup> March, 2023.
12. The Results shall be declared along with the Scrutinizers' Report on or before Friday, 31<sup>st</sup> March, 2023 at the Corporate Office of the Company and shall also be placed on the Company's website at www.kobobiotech.com and on the website of CDSL at www.evotingindia.com and shall be communicated to the Stock Exchange wherein the Company's shares are listed.
13. The Resolution(s), if passed by requisite majority, will be deemed to be passed on the last date specified for remote e-voting i.e. Thursday, 30<sup>th</sup> March, 2023.
14. Generating awareness on availability of Dispute Resolution Mechanism at Stock Exchanges against listed companies / Registrar to an Issue and Share Transfer Agents (RTAs) pursuant to Securities and Exchange Board of India (SEBI) circular no. SEBI/HO/OIAE/2023/03391 dated January 27, 2023 (SEBI Circular)

In order to enhance the awareness of investors about the availability of arbitration facility at the Stock Exchanges for their dispute, if any, against listed companies/RTAs, SEBI vide above SEBI Circular has

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advised the listed companies to share below intimation, either by e-mails or by SMSs to all the investors, who hold the shares in physical form:

"If you have any dispute against the Company and or its Registrar and Transfer Agents of the Bank ("RTA") viz. M/s. XL Softech Systems Ltd., on delay or default in processing your request, as per SEBI circular dated 30.05.2022, you can file for arbitration with Stock Exchange.

For more details, please see the web links of the stock exchanges –  
BSE - <http://tiny.cc/m112vz>  
NSE - <http://tiny.cc/s112vz>

All concerned are requested to note that the above information is required to be intimated to shareholders. In order to ensure that the above email/SMS is shared with all the required Members of the Company, the Members holding shares in physical form who have not updated their email ID or mobile number or who desire to change their email ID or mobile number, are requested to approach for updating or change in their details to the Registrar and Transfer Agents ("RTA") of the Company viz. XL Softech Systems Ltd., 3, Sagar Society, Road No.2, Banjara Hills, Hyderabad - 500 034. or email: xlfield@gmail.com.

## THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

- (i) The voting period begins on **09:00 a.m. on Wednesday, 1<sup>st</sup> March, 2023 and will end on 5:00 p.m. on Thursday, 30<sup>th</sup> March, 2023**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, 24<sup>th</sup> February, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository

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Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid 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	<ol style="list-style-type: none"><li>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 e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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 &amp; voting during the meeting. Additionally, there is 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.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li><li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li></ol>
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"><li>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: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page 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 &amp; voting during the meeting.</li><li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page 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</li></ol>



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	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 & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	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 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 & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned 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 securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

(iv) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
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PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>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.</li></ul>
Dividend Bank Details  <b>OR</b> 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. <ul style="list-style-type: none"><li>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.</li></ul>

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) 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 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.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant Kobo Biotech Limited on which you choose to vote.
- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) 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 & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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 emailed to [helpdesk.evoting@cdslindia.com](mailto: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 will be mapped automatically & can be delink in case of any wrong mapping.
  - 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, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are



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E-mail: info@kobobiotech.com • Website: www.kobobiotech.com  
(CIN : L24110TG1993PLC16112)

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authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@kobobiotech.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **xlfield@gmail.com / info@kobobiotech.com**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33.

# KOBO BIOTECH LIMITED

Regd. Office: Plot No. 121A/1, Western Hills, Addagutta Society,  
Opp. JNTU, Kukatpally, Hyderabad – 500072  
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## STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

This Explanatory Statement contains relevant and material information in accordance with applicable provisions of the Act and Rules made thereunder to enable the members holding Equity Shares of the Company to consider and approve the proposed Resolutions.

### **1. To approve the re-appointment of Mr. Abhishek Buddhadev, (DIN: 07673161), as an Independent Director of the Company for a second term of five consecutive years.**

Mr. Abhishek Buddhadev aged 31 years, is Company Secretary by profession, holds Master of commerce degree from university of Mumbai. He is having over 10 years of experience in the field of Secretarial Compliance & Corporate Laws. In the view of the Board Mr. Abhishek Buddhadev possesses appropriate skills, experience and knowledge which will benefit the Company.

The Board of Directors of the Company had appointed Mr. Abhishek Buddhadev as an Independent Director of the Company w.e.f. 31<sup>st</sup> March, 2018 for a term of Five years up to 30<sup>th</sup> March, 2023.

In compliance with applicable provisions under the Companies Act, 2013 and SEBI Listing Regulations, shareholders' approval by way of Special Resolution, in respect of his appointment w.e.f. 1<sup>st</sup> April, 2023 up to 30<sup>th</sup> March, 2028. , is required in the manner as set out at Item No. 1 of this Notice.

The main terms and conditions of appointment of Mr. Abhishek Buddhadev , as Independent Director of the Company, are as under:-

Period	w.e.f. 1 <sup>st</sup> April, 2023 up to 30 <sup>th</sup> March, 2028
Nature	Independent Director, not liable to retire by rotation
Designation	Independent Director
Sitting Fees	Upto Rs. 22,500 per board meeting. No sitting fees will be paid for attending the Committee Meetings.
Remuneration	Apart from Sitting Fees – Nil

The Company has received a declaration from Mr. Abhishek Buddhadev confirming that he fulfils the criteria of independence as provided in Section 149(6) of the Act and in regulation 16(1)(b) of SEBI Listing Regulations. In the opinion of the Board, he fulfils the conditions specified in the Act and Rules made thereunder and SEBI Listing Regulations and he is independent of the Management of the Company.

Except the proposed appointee, in resolution set out at Item No. 1 of this Notice, proposing his appointment, none of the Promoters, Directors and Key Managerial Personnel (KMP) of the Company or any relatives of such Promoters, Directors or KMP, are in any way concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolution set out at Item No. 1 of the Notice for approval by the members.

### **2. To approve the re-appointment of Dr. Sunil Pitroda, (DIN:07028212), as an Independent Director of the Company for a second term of three consecutive years.**

Dr. Sunil Pitroda, aged 63 years, holds Bachelor of Medicine, Bachelor of Surgery (MBBS) Degree from the University of Mumbai. He has over 37 years of experience in the Medical and surgical field. His experience in the field of Medicines and understanding of the healthcare vertical will help our Company.

The Board of Directors of the Company had appointed Dr. Sunil Pitroda as an Independent Director of the Company for 1<sup>st</sup> term from 31<sup>st</sup> December, 2014 to 22<sup>nd</sup> October, 2016. Further he was appointed w.e.f. 31<sup>st</sup> March, 2018 for a term of Five years up to 30<sup>th</sup> March, 2023.

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In compliance with applicable provisions under the Companies Act, 2013 and SEBI Listing Regulations, shareholders' approval by way of Special Resolution, in respect of his appointment w.e.f. 1<sup>st</sup> April, 2023 up to 30<sup>th</sup> March, 2026, is required in the manner as set out at Item No. 2 of this Notice.

The main terms and conditions of appointment of Dr. Sunil Pitroda, as Independent Director of the Company, are as under:-

Period	w.e.f. 1 <sup>st</sup> April, 2023 up to 30 <sup>th</sup> March, 2026
Nature	Independent Director, not liable to retire by rotation
Designation	Independent Director
Sitting Fees	Upto Rs. 22,500 per board meeting. No sitting fees will be paid for attending the Committee Meetings.
Remuneration	Apart from Sitting Fees – Nil

The Company has received a declaration from Dr. Sunil Pitroda confirming that he fulfils the criteria of independence as provided in Section 149(6) of the Act and in regulation 16(1)(b) of SEBI Listing Regulations. In the opinion of the Board, he fulfils the conditions specified in the Act and Rules made thereunder and SEBI Listing Regulations and he is independent of the Management of the Company.

Except the proposed appointee, in resolution set out at Item No. 2 of this Notice, proposing his appointment, none of the Promoters, Directors and Key Managerial Personnel (KMP) of the Company or any relatives of such Promoters, Directors or KMP, are in any way concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolution set out at Item No. 2 of the Notice for approval by the members.